



**HO BEE LAND LIMITED**  
(Incorporated in the Republic of Singapore)  
Company Registration No. 198702381M

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 34th Annual General Meeting of Ho Bee Land Limited (the “**Company**”) will be convened and held by way of electronic means on Thursday, 21 April 2022 at 10.30 a.m. to transact the business as set out below.

This Notice has been made available on SGXNET and the Company’s website at <https://hobee.com>. Printed copies of this Notice will not be despatched to members.

## ROUTINE BUSINESS

- 1 To receive and adopt the directors’ statement and audited financial statements for the financial year ended 31 December 2021 and the auditors’ report thereon. **(Resolution 1)**
- 2 To declare a first and final one-tier tax exempt dividend of 10 cents per share for the financial year ended 31 December 2021. **(Resolution 2)**
- 3 To approve directors’ fees of S\$491,670 for the financial year ended 31 December 2021 (2020: S\$425,000). **(Resolution 3)**  
[See explanatory note 1]
- 4 To re-elect Mr Ong Chong Hua, a director who will retire by rotation pursuant to Article 104 of the Company’s Constitution and Rule 720(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited and who, being eligible, offers himself for re-election. **(Resolution 4)**  
[See explanatory note 2]
- 5 To re-elect Ms Pauline Goh, a director who will cease to hold office in accordance with Article 108 of the Company’s Constitution, and who, being eligible, offers herself for re-election. **(Resolution 5)**  
[See explanatory note 3]
- 6 To re-elect Mr Lim Swee Say, a director who will cease to hold office in accordance with Article 108 of the Company’s Constitution, and who, being eligible, offers himself for re-election. **(Resolution 6)**  
[See explanatory note 4]
- 7 To re-elect Mr Nicholas Chua Wee-Chern, a director who will cease to hold office in accordance with Article 108 of the Company’s Constitution, and who, being eligible, offers himself for re-election. **(Resolution 7)**  
[See explanatory note 5]
- 8 To re-appoint KPMG LLP as auditors of the Company and to authorise the directors to fix their remuneration. **(Resolution 8)**

## SPECIAL BUSINESS

To consider and, if thought fit, to pass, with or without any modifications, the following ordinary resolutions:

### 9 **Share issue mandate**

That authority be and is hereby given to the directors of the Company to:

- (a) (i) issue shares of the Company (“**shares**”) whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**instruments**”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the directors may in their absolute discretion deem fit; and

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- (b) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue shares in pursuance of any instrument made or granted by the directors while this resolution was in force,

provided that:

- (1) the aggregate number of the shares to be issued pursuant to this resolution (including shares to be issued in pursuance of instruments made or granted pursuant to this resolution), does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to shareholders of the Company (including shares to be issued in pursuance of instruments made or granted pursuant to this resolution) does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this resolution is passed, after adjusting for:
- (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this resolution is passed; and
  - (ii) any subsequent bonus issue, consolidation or subdivision of shares,

and in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;

- (3) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

**(Resolution 9)**

[See explanatory note 6]

## 10 Share buyback mandate

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the “**Companies Act**”), the exercise by the directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares of the Company (“**shares**”) not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price(s) as may be determined by the directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:
- (i) on-market purchase(s) (each a “**Market Purchase**”) transacted through the trading system of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”); and/or
  - (ii) off-market purchase(s) (each an “**Off-Market Purchase**”) effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act and listing rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buyback Mandate**”);

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- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the directors of the Company pursuant to the Share Buyback Mandate may be exercised by the directors at any time and from time to time during the period commencing from the date of passing of this resolution and expiring on the earliest of:
- (i) the date on which the next annual general meeting of the Company is held or required by law to be held;
  - (ii) the date on which the purchases or acquisitions of shares by the Company pursuant to the Share Buyback Mandate are carried out to the full extent mandated; or
  - (iii) the date on which the authority conferred by the Share Buyback Mandate is varied or revoked by shareholders in a general meeting;

- (c) in this resolution:

**"Average Closing Price"** means the average of the closing market prices of a share over the last five market days on which the transactions of the shares are recorded on the SGX-ST, preceding the day of the Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchase is made;

**"day of the making of the offer"** means the day on which the Company announces its intention to make an offer for the purchase of shares from shareholders of the Company stating the purchase price (which shall not be more than the Maximum Price calculated on the basis herein stated) for each share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;

**"Highest Last Dealt Price"** means the highest price transacted for a share recorded on the market day on which there were trades in the shares immediately preceding the day of the making of the offer pursuant to the Off-Market Purchase;

**"Maximum Price"** in relation to a share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of a Market Purchase, 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Purchase, 120% of the Highest Last Dealt Price; and

**"Prescribed Limit"** means the number of shares representing 5% of the total number of issued shares of the Company as at the date of passing of this resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST)); and

- (d) the directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution.

**(Resolution 10)**

[See explanatory note 7]

- 11 To transact any other business as may properly be transacted at an annual general meeting.

By Order of the Board  
Nicholas Chua Wee-Chern  
Executive Director  
Chief Executive Officer  
25 March 2022

# NOTICE OF ANNUAL GENERAL MEETING

## EXPLANATORY NOTES AND STATEMENT PURSUANT TO ARTICLE 64 OF THE COMPANY'S CONSTITUTION

- 1 Resolution 3 is to seek approval for the payment of a total sum of S\$491,670 as directors' fees for the financial year ended 31 December 2021 to be paid to the non-executive directors.
- 2 Mr Ong Chong Hua is an executive director and the chief operating officer. Upon his re-election as a director, he will continue in the said capacities. Detailed information on Mr Ong is set out in the sections "Board of Directors" and "Corporate Governance" in the Annual Report and "Additional Information on Directors Seeking Re-election" in this Notice.
- 3 Ms Pauline Goh is an independent director and a member of the Audit and Risk Committee and the Remuneration Committee. Upon her re-election as a director, she will continue in the said capacities. Detailed information on Ms Goh is set out in the sections "Board of Directors" and "Corporate Governance" in the Annual Report and "Additional Information on Directors Seeking Re-election" in this Notice.
- 4 Mr Lim Swee Say is the lead independent director, a member of the Audit and Risk Committee and the Nominating Committee. Upon his re-election as a director, he will continue in the said capacities. Detailed information on Mr Lim is set out in the sections "Board of Directors" and "Corporate Governance" in the Annual Report and "Additional Information on Directors Seeking Re-election" in this Notice.
- 5 Mr Nicholas Chua Wee-Chern is an executive director and the chief executive officer. Upon his re-election as a director, he will continue in the said capacities. Detailed information on Mr Chua is set out in the sections "Board of Directors" and "Corporate Governance" in the Annual Report and "Additional Information on Directors Seeking Re-election" in this Notice.
- 6 Resolution 9 is to empower the directors from the date of this resolution being passed until the date of the next annual general meeting of the Company, or the date by which the next annual general meeting is required by law to be held or when varied or revoked by the Company in general meeting, whichever is the earlier, to issue shares or to make or grant instruments convertible into shares, and to issue shares in pursuance of such instruments. The maximum number of shares and instruments which the directors may issue shall not exceed the quantum set out in this resolution.
- 7 Resolution 10 is to renew the Share Buyback Mandate, which was originally approved by shareholders on 29 April 2008 and was last renewed at the annual general meeting of the Company held on 28 April 2021. Please refer to the Letter to Shareholders dated 25 March 2022 for more details.

## RECORD DATE AND PAYMENT DATE FOR DIVIDEND

**NOTICE IS HEREBY GIVEN** that subject to shareholders of Ho Bee Land Limited (the "**Company**") approving the proposed payment of a first and final one-tier tax exempt dividend of 10 cents per share for the financial year ended 31 December 2021 ("**Dividend**") at the Annual General Meeting to be held on 21 April 2022, the Register of Members and the Share Transfer Books of the Company will be closed at 5.00 p.m. on 10 May 2022 for the purpose of determining shareholders' entitlements to the Dividend.

Duly completed registrable transfers received by the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902, up to 5.00 p.m. on 10 May 2022 will be registered before entitlements to the Dividend are determined.

Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 10 May 2022 will be entitled to the Dividend.

The Dividend, if approved by shareholders of the Company, will be paid on 20 May 2022.

# NOTICE OF ANNUAL GENERAL MEETING

## NOTES

- 1 The Annual General Meeting is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
- 2 To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the Annual General Meeting in person. Members will be able to watch the proceedings of the Annual General Meeting through a "live" webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, members who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register by 10.30 a.m. on 18 April 2022 at <https://registration.ryt-poll.com/home/index/hobee-agm>. Following authentication of their status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the Annual General Meeting by 3.00 p.m. on 20 April 2022. Members who do not receive an email by 3.00 p.m. on 20 April 2022 should contact Complete Corporate Services Pte Ltd, by email at [hobee-agm@ryt-poll.com](mailto:hobee-agm@ryt-poll.com).
- 3 Members may submit questions relating to the resolutions to be tabled for approval at the Annual General Meeting. To do so, all questions must be submitted by 10.30 a.m. on 8 April 2022:
  - (a) via the pre-registration website at <https://registration.ryt-poll.com/home/index/hobee-agm>;
  - (b) in hard copy by post to Ho Bee Land Limited c/o Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903; or
  - (c) by email to [hobee-agm@ryt-poll.com](mailto:hobee-agm@ryt-poll.com).Please note that members will not be able to ask questions at the Annual General Meeting "live" during the "live" webcast or "live" audio feed. The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the Annual General Meeting as received from members no later than 10.30 a.m. on 15 April 2022 via SGXNET and the Company's website at <https://hobee.com>. In the event that subsequent questions are received after 10.30 a.m. on 8 April 2022, such questions may be addressed at the general meeting.
- 4 Members (whether individuals or corporates) who wish to exercise their voting rights at the Annual General Meeting must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the Annual General Meeting. In appointing the Chairman of the Meeting as proxy, members (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in respect of each resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.  
  
CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least 7 working days before the date of the meeting (i.e. by 5.00 p.m. on 8 April 2022).
- 5 The Chairman of the Meeting, as proxy, need not be a member of the Company.
- 6 The instrument appointing the Chairman of the Meeting as proxy must:
  - (a) if sent by post, be received at Ho Bee Land Limited c/o Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903;
  - (b) if submitted by email, be received by Complete Corporate Services Pte Ltd at [hobee-agm@ryt-poll.com](mailto:hobee-agm@ryt-poll.com); or
  - (c) if submitted through the registration website, be received via <https://registration.ryt-poll.com/home/index/hobee-agm>.

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in either case, by no later than 10.30 a.m. on 18 April 2022, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms via email.

7 The Annual Report for the financial year ended 31 December 2021 and the Letter to Shareholders dated 25 March 2022 in relation to the proposed renewal of the Share Buyback Mandate have been made available on SGXNET and may be accessed at the Company's website as follows:

- (a) the Annual Report at <https://hobee.com/investor-relations/annual-reports/>; and
- (b) the Letter to Shareholders at <https://hobee.com/investor-relations/agm-addendum/>.

## IMPORTANT REMINDER

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its Annual General Meeting arrangements at short notice. Members are advised to check the Company's website or announcements released on SGXNET for the latest updates on the Annual General Meeting.

## PERSONAL DATA PRIVACY

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, (b) completing the pre-registration in accordance with this Notice, or (c) submitting any question prior to the Annual General Meeting in accordance with this Notice, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing, administration and analysis by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as proxy for the Annual General Meeting (including any adjournment thereof);
- (ii) processing of the pre-registration for purposes of granting access to members to the "live" webcast or "live" audio feed of the Annual General Meeting proceedings and providing them with any technical assistance where necessary;
- (iii) addressing substantial and relevant questions from members received before the Annual General Meeting and if necessary, following up with the relevant members in relation to such questions;
- (iv) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

# ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION



**HO BEE LAND LIMITED**  
(Incorporated in the Republic of Singapore)  
Company Registration No. 198702381M

The following table sets out the additional information on directors seeking re-appointment/re-election at the 34th Annual General Meeting pursuant to Rule 720(6) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

|  | <b>ONG CHONG HUA</b>   | <b>PAULINE GOH</b>   | <b>LIM SWEE SAY</b>   | <b>NICHOLAS CHUA</b>  |
|--|--|--|---|---|
| <b>Date of appointment</b>   | 11 August 1995   | 29 April 2021  | 1 October 2021  | 1 January 2022  |
| <b>Date of last re-appointment (if applicable)</b>   | 30 April 2019  | Not applicable   | Not applicable  | Not applicable  |
| <b>Age</b>   | 67   | 63   | 66  | 46  |
| <b>Country of principal residence</b>  | Singapore  | Singapore  | Singapore   | Singapore   |
| <b>The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)</b> | The Board concurred with the NC's recommendation for the re-appointment of Mr Ong.         | The Board concurred with the NC's recommendation for the re-election of Ms Goh.  | The Board concurred with the NC's recommendation for the re-election of Mr Lim.   | The Board concurred with the NC's recommendation for the re-election of Mr Chua.            |
| <b>Whether appointment is executive, and if so, the area of responsibility</b>   | Yes<br>Mr Ong is an Executive Director and Chief Operating Officer ("COO") of the Company. | No   | No  | Yes<br>Mr Chua is an Executive Director and Chief Executive Officer ("CEO") of the Company. |
| <b>Job title (e.g. Lead ID, AC Chairman, AC Member etc.)</b>   | <ul style="list-style-type: none"> <li>• Executive Director</li> <li>• COO</li> </ul>      | <ul style="list-style-type: none"> <li>• Independent Non-Executive Director</li> <li>• Member of the Audit and Risk Committee</li> <li>• Member of the Remuneration Committee</li> </ul> | <ul style="list-style-type: none"> <li>• Lead Independent Director</li> <li>• Member of the Audit and Risk Committee</li> <li>• Member of the Nominating Committee</li> </ul> | <ul style="list-style-type: none"> <li>• Executive Director</li> <li>• CEO</li> </ul>       |
| <b>Professional qualifications</b>   | Master's Degree in Town and Regional Planning  | Bachelor of Science (Estate Management)<br><br>Fellow, Singapore Institute of Surveyors and Valuers (SISV)<br><br>Fellow, The Royal Institution of Chartered Surveyors                   | Master's Degree in Management<br><br>First Class Honours degree in Electronics, Computer and Systems Engineering  | Bachelor of Science in Finance and Marketing  |

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

|   | ONG CHONG HUA   | PAULINE GOH  | LIM SWEE SAY  | NICHOLAS CHUA  |
|---|---|--|---|--|
| <b>Working experience and occupation(s) during the past 10 years</b>  | Mr Ong has been an executive director of the Company for the past 10 years. Mr Ong also holds directorships in a number of related corporations, associated companies and jointly controlled entities of the Company. | Ms Goh is currently CBRE's Chairman of Southeast Asia. Over her 38-year career at CBRE in Singapore, Ms Goh has assumed several leadership roles, in which she steadily built the CBRE brand into the leading real estate services firm across Southeast Asia today. | Mr Lim joined the Labour Movement in 1996 and entered politics in 1997 to serve in various capacities including Minister of State for Trade and Industry, Minister of State for Communication and Information Technology, Minister for Environment, Second Minister for National Development, Minister in Prime Minister Office and Minister for Manpower. He stepped down from the Cabinet in May 2018 and retired from politics as a member of the Parliament of Singapore in 2020. | Mr Chua joined the Group in 2002 and held several senior management positions before being appointed as the Deputy CEO in 2018. Over the past 20 years, Mr Chua has overseen and spearheaded the expansion of the Group's development footprint in Australia and China, as well as the growth of investment portfolio in Europe and the United Kingdom. Mr Chua also holds directorships in a number of related corporations, associated companies and jointly controlled entities of the Company. |
| <b>Shareholding interest in the listed issuer and its subsidiaries</b>  | Refer to the Directors' statement on page 80 of Annual Report.  | NIL  | NIL   | Refer to the Directors' statement on page 80 of Annual Report.   |
| <b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b> | No  | No   | No  | Son of Dr Chua Thian Poh, Executive Chairman and controlling shareholder of the Company.   |
| <b>Conflict of interest (including any competing business)</b>  | No  | No   | No  | No   |
| <b>Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer</b>  | Yes   | Yes  | Yes   | Yes  |
| <b>Other principal commitments, including directorships</b>   |   |  |   |  |
| <b>Past (for the last 5 years)</b>  | No  | No   | No  | No   |
| <b>Present</b>  | <p>(1) Kingdom Investment Holdings Pte. Ltd. (Director)</p> <p>(2) FNA Group International Pte. Ltd. (Director)</p> <p>(3) Focus Network Agencies (Singapore) Pte. Ltd. (Director)</p>                                | <p>(1) CBRE Pte Ltd (Managing Director and Chairman, South East Asia)</p> <p>(2) CBRE Realty Associates Pte Ltd (Director)</p> <p>(3) CBRE (Vietnam) Co Ltd (Director and Chairman)</p>  | <p>(1) Singapore Telecommunications Ltd (Independent Director)</p> <p>(2) Tat Seng Packaging Group Ltd (Independent Director)</p> <p>(3) National Trades Union Congress (NTUC) (Trustee)</p>  | <p>(1) Absolutecar E-Services Pte. Ltd. (Director)</p> <p>(2) Absolutecar Services Pte. Ltd. (Director)</p> <p>(3) Chua Foundation (Chairman)</p>  |



# ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

| ONG CHONG HUA | PAULINE GOH  | LIM SWEE SAY  | NICHOLAS CHUA                              |
|---------------|--|---|--|
|               | (4) CBRE Asean Holdings Ltd (Director)   | (4) NTUC- Administration & Research Unit Board of Trustees (Chairman)                             | (4) One Hill Capital Pte. Ltd. (Director)  |
|               | (5) Hathi Cre Holdings Co Ltd (Director)   | (5) Singapore Labour Foundation (Deputy Chairman)   | (5) One Hill Holdings Pte. Ltd. (Director) |
|               | (6) Hicre Holdings Co Ltd (Director)   | (6) Ong Teng Cheong Institute (Governor)  | (6) One Hill Trust Pte. Ltd. (Director)    |
|               | (7) WTW Real Estate Sdn Bhd (Director)   | (7) Nanyang Technological University, Nanyang Centre of Public Administration (Adjunct Professor) |  |
|               | (8) WTW Property Services Sdn Bhd (Director)   | (8) NTUC Enterprise Co-operative Ltd (Adviser)  |  |
|               | (9) C H Williams, Talhar & Wong Sdn Bhd (Director)   | (9) NTUC (Adviser)  |  |
|               | (10) NUS Department of Real Estate (Department Consultative Committee Member)                            |   |  |
|               | (11) Archdiocesan Land & Properties Singapore (Member and Chair)   |   |  |
|               | (12) Eldercare Trust Of NTUC Health Co- Operative Ltd (Trustee)  |   |  |
|               | (13) Asia Philanthropic Ventures Pte Ltd (Director)  |   |  |
|               | (14) Singapore Institute Of Directors (Director)   |   |  |
|               | (15) Real Estate Developers' Association Of Singapore (REDAS) (Honorary Real Estate Consultancy Advisor) |   |  |
|               | (16) Singapore Prison Service – Institutional Discipline Advisory Committee (Committee Member)           |   |  |
|               | (17) Ngee Ann Polytechnic Council (Council Member)   |   |  |
|               | (18) Catholic Foundation Limited (Director)  |   |  |

# ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

|   | ONG CHONG HUA | PAULINE GOH | LIM SWEE SAY | NICHOLAS CHUA |
|---|---------------|-------------|--------------|---------------|
| (a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?   | No            | No          | No           | No            |
| (b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency? | No            | No          | No           | No            |
| (c) Whether there is any unsatisfied judgment against him?  | No            | No          | No           | No            |

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

|  | ONG CHONG HUA | PAULINE GOH | LIM SWEE SAY | NICHOLAS CHUA |
|--|---------------|-------------|--------------|---------------|
| (d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?   | No            | No          | No           | No            |
| (e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?   | No            | No          | No           | No            |
| (f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part? | No            | No          | No           | No            |

# ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

|  | ONG CHONG HUA | PAULINE GOH | LIM SWEE SAY | NICHOLAS CHUA |
|--|---------------|-------------|--------------|---------------|
| (g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?  | No            | No          | No           | No            |
| (h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust? | No            | No          | No           | No            |
| (i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?                          | No            | No          | No           | No            |
| (j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:  |               |             |              |               |
| (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or   | No            | No          | No           | No            |
| (ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or  | No            | No          | No           | No            |

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT/RE-ELECTION

|  | ONG CHONG HUA | PAULINE GOH | LIM SWEE SAY | NICHOLAS CHUA |
|--|---------------|-------------|--------------|---------------|
| (iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere;<br>or  | No            | No          | No           | No            |
| (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,<br><br>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust? | No            | No          | No           | No            |
| (k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?                    | No            | No          | No           | No            |



## HO BEE LAND LIMITED

(Incorporated in the Republic of Singapore)  
Company Registration No. 198702381M

# ANNUAL GENERAL MEETING PROXY FORM

This form of proxy has been made available on SGXNET and the Company's website at <https://hobee.com> and may be accessed at <https://registration.ryt-poll.com/home/index/hobee-agm>. Printed copies of this form of proxy will not be despatched to members.

### IMPORTANT

- To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the Annual General Meeting in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the Annual General Meeting, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.
- For CPF/SRS investors who have used their CPF/SRS moneys to buy shares in Ho Bee Land Limited, this form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least 7 working days before the date of the meeting (i.e. by 5.00 p.m. on 8 April 2022).
- By submitting an instrument appointing the Chairman of the Meeting as proxy, a member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 25 March 2022.

I/ \_\_\_\_\_ (Name), \_\_\_\_\_ (NRIC/Passport/Co. Reg. No.)  
of \_\_\_\_\_ (Address)  
being a member/members of Ho Bee Land Limited (the "**Company**") hereby appoint:

The Chairman of the Meeting

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the 34th Annual General Meeting of the Company ("**AGM**") to be held by way of electronic means on Thursday, 21 April 2022 at 10.30 a.m. and at any adjournment thereof.

I/We direct the Chairman of the Meeting as my/our proxy to vote for, against and/or to abstain from voting on the resolutions to be proposed at the AGM as indicated below. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as my/our proxy for that resolution will be treated as invalid.

(Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to exercise all your votes "For" or "Against" the relevant resolution or to abstain from voting on the relevant resolution, please indicate with an "X" in the relevant box provided below. Alternatively, if you wish the Chairman of the Meeting as your proxy to exercise some of your votes "For" or some of your votes "Against" the relevant resolution, and/or to abstain from voting on the relevant resolution, please insert the relevant number of votes in the relevant boxes provided below.)

| Ordinary Resolutions  | No. of Votes For | No. of Votes Against | No. of Votes Abstain |
|---|------------------|----------------------|----------------------|
| <b>Routine Business</b>   |                  |                      |                      |
| <b>Resolution 1:</b> To receive and adopt the directors' statement and audited financial statements for the financial year ended 31 December 2021 and the auditors' report thereon. |                  |                      |                      |
| <b>Resolution 2:</b> To declare a first and final one-tier tax exempt dividend of 10 cents per share for the financial year ended 31 December 2021.                                 |                  |                      |                      |
| <b>Resolution 3:</b> To approve directors' fees of S\$491,670 for the financial year ended 31 December 2021 (2020: S\$425,000).   |                  |                      |                      |
| <b>Resolution 4:</b> To re- elect Mr Ong Chong Hua as director.   |                  |                      |                      |
| <b>Resolution 5:</b> To re-elect Ms Pauline Goh as director.  |                  |                      |                      |
| <b>Resolution 6:</b> To re-elect Mr Lim Swee Say as director.   |                  |                      |                      |
| <b>Resolution 7:</b> To re-elect Mr Nicholas Chua Wee-Chern as director.  |                  |                      |                      |
| <b>Resolution 8:</b> To re-appoint KPMG LLP as auditors and to authorise the directors to fix their remuneration.   |                  |                      |                      |
| <b>Special Business</b>   |                  |                      |                      |
| <b>Resolution 9:</b> To approve the authority to issue shares and make or grant instruments convertible into shares.  |                  |                      |                      |
| <b>Resolution 10:</b> To approve the renewal of the Share Buyback Mandate.  |                  |                      |                      |

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

**Total Number of Ordinary  
Shares Held (Note 1)**

\_\_\_\_\_  
Signature(s) of Member(s) or Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**HO BEE LAND LIMITED  
PROXY FORM  
Annual General Meeting**

Affix  
Postage  
Stamp

**HO BEE LAND LIMITED**  
c/o Complete Corporate Services Pte Ltd  
10 Anson Road  
#29-07 International Plaza  
Singapore 079903

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**NOTES TO PROXY FORM**

- 1 Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number. If you have shares registered in your name in the Register of Members of the Company (maintained by or on behalf of the Company), you should insert that number. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
- 2 To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument of proxy, failing which the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.
- 3 The Chairman of the Meeting, as proxy, need not be a member of the Company.
- 4 The instrument appointing the Chairman of the Meeting as proxy must:
  - (a) if sent by post, be received at Ho Bee Land Limited c/o Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903;
  - (b) if submitted by email, be received by Complete Corporate Services Pte Ltd at [hobee-agm@ryt-poll.com](mailto:hobee-agm@ryt-poll.com); or
  - (c) if submitted through the registration website, be received via <https://registration.ryt-poll.com/home/index/hobee-agm>.

in either case, by no later than 10.30 a.m. on 18 April 2022, and in default the instrument of proxy shall not be treated as valid.

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A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms via email.

- 5 The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument is executed by a corporation, it must be executed under its common seal or under the hand of its attorney duly authorised.
- 6 Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
- 7 The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company.