

# NOTICE OF EXTRAORDINARY GENERAL MEETING

## LIFEBRANDZ LTD

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200311348E)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of Lifebrandz Ltd (the "Company") will be held at 2 Bukit Merah Central, Podium Block, Room 303, Singapore 159835, on 29 July 2015 at 3 p.m. to transact the following business:

All capitalised terms contained herein shall, unless otherwise defined in this Notice, bear the respective meanings ascribed thereto in the circular to shareholders of the Company dated 14 July 2015 ("Circular").

### ORDINARY RESOLUTION: PROPOSED CHANGE OF AUDITORS

#### THAT:-

- (a) Mazars LLP ("Mazars"), having consented to act, be and are hereby appointed as auditors of the Company in place of Ernst & Young LLP ("EY") to hold office until the conclusion of the next annual general meeting at a remuneration to be agreed between the Directors and Mazars.
- (b) the Directors of the Company and each of them be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Resolution.

### BY ORDER OF THE BOARD

TOON CHOI FAN

Company Secretary  
Singapore  
14 July 2015

#### Notes:

1. A member entitled to attend and vote at the EGM is entitled to appoint no more than two proxies to attend and vote in his behalf and such proxy need not be a member of the Company.
2. Where a member appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing the proxies.
3. A corporation which is a member may, by resolution of its directors or other governing body, appoint such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
4. The instrument appointing a proxy or proxies must be deposited together with the power of attorney (if any) under which it is signed or a notarially certified or office copy thereof at the Registered Office of the Company at Block 1001 Jalan Bukit Merah, #06-11, Singapore 159455 not less than forty-eight (48) hours before the time for holding the EGM.
5. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
6. A Depositor's name must appear in the Depository Register maintained by the Central Depository (Pte) Limited at least 48 hours before the time fixed for the holding of the EGM or any postponement or adjournment thereof, in order for the Depositor to attend and vote at the EGM.
7. For purposes of Rule 1203(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited:
  - (a) EY has confirmed that they are not aware of any professional reasons why Mazars should not accept the appointment as Auditors of the Company;
  - (b) The Directors confirm that there were no disagreements with EY on accounting treatments within the last twelve (12) months from the date of this Circular;
  - (c) The Directors confirm that the Company is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders or creditors of the Group, which has not been disclosed in the Circular;
  - (d) the specific reasons for the Proposed Change of Auditors are disclosed in paragraph 2.1 of the Circular, and
  - (e) The Company confirms that it is in compliance with Rule 712 and Rule 715 of the Listing Manual in relation to the appointment of Mazars as its Auditors.

#### Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes", (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.