

NOTICE OF EXTRAORDINARY GENERAL MEETING

KOYO INTERNATIONAL LIMITED
(Company Registration Number: 200100075E)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**" or the "**Meeting**") of **KOYO INTERNATIONAL LIMITED** (the "**Company**") will be held at Lifelong Learning Institute, Room 07-01 (Lift Lobby A) at 11 Eunos Road 8, Singapore 408601 on Monday, 30 September 2024 at 2.30 p.m. (Singapore time) for the purpose of considering and, if thought fit, passing with or without any modifications, the following resolution as set out below:

All capitalised terms in this Notice which are not defined herein shall have the same meanings as ascribed to them in the Company's circular dated 13 September 2024 to Shareholders of the Company.

ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS FROM UHY LEE SENG CHAN & CO TO GRANT THORNTON AUDIT LLP

THAT:

- (a) Grant Thornton Audit LLP, having consented to act, be and are hereby appointed as auditors of the Company in place of UHY Lee Seng Chan & Co, and to hold office until the conclusion of the next Annual General Meeting at a fee and on such terms as may be agreed between the Directors and Grant Thornton Audit LLP; and
- (b) the Directors of the Company or any one of them be and is hereby authorised and empowered to approve and complete and do and execute all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

[See Explanatory Note (1)]

By Order of the Board
KOYO INTERNATIONAL LIMITED

Sharon Lim Siew Choo
Company Secretary
13 September 2024

EXPLANATORY NOTE

- (1) Upon approval by Shareholders of the Ordinary Resolution as set out in the Notice of EGM above, Grant Thornton Audit LLP will formally be appointed as the statutory auditor of the Company.

Notes relating to the conduct of EGM:

1. The EGM of the Company will be held, in a wholly physical format, at Lifelong Learning Institute, Room 07-01 (Lift Lobby A) at 11 Eunos Road 8, Singapore 408601 on Monday, 30 September 2024 at 2.30 p.m. (Singapore time). Shareholders, including Central Provident Fund (“**CPF**”) and Supplementary Retirement Scheme (“**SRS**”) investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the EGM by attending the EGM in person. There will be no option for the members to participate virtually.
2. Please bring along your NRIC/passport so as to enable the Company to verify your identity.

Printed copies of this Notice and the accompanying proxy form and the Request Form for members to request a printed copy of the Circular (“**Request Form**”) will be sent by post to members. These documents will also be published on the Company’s website at <https://www.koyotech.com> and the SGX website at <https://www.sgx.com/securities/company-announcements>.
3. A member who is unable to attend the EGM and wishes to appoint a proxy(ies) to attend, speak and vote at the EGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon.
4. A proxy need not be a member of the Company.
5. In relation to the appointment of a proxy(ies) to attend, speak and vote on his/her/its behalf at the EGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instructions as to voting are given, or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her/their discretion.
6. The instrument appointing a proxy(ies) must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument of proxy.
7. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be submitted either:
 - (a) if sent personally or by post, the proxy form must be lodged at the Company’s registered office at 33 Ubi Avenue 3, #02-16, Singapore 408868; or
 - (b) if by email, the proxy form must be received at mail@koyointernational.com.

in either case, **by no later than 27 September 2024, 2.30 p.m., being at least seventy-two (72) hours before the time appointed for holding the EGM.**

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.

8. A member can appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory.

The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity.

- (a) A member who is not a relevant intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
- (b) A member who is a relevant intermediary* is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

**“Relevant Intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.*

- (a) *a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or*
- (b) *a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or*
- (c) *the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.*

9. For investors who hold shares under the SRS/CPF Investor Schemes and wish to vote, should approach their respective SRS/CPF Operators to submit their votes, at least 7 working days (by 19 September 2024 at 2.30 p.m.) before the EGM. CPF/SRS Investors should contact their respective SRS Operators/CPF Agent Banks for any queries they may have with regard to the appointment of proxy for the EGM.

10. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument.

11. Shareholders may submit questions relating to the resolutions to be tabled for approval at the EGM or in advance of the EGM no later than 2.30 p.m. on 20 September 2024:

(a) by email to mail@koyointernational.com; or

(b) in physical copy by depositing the same at the registered office of the Company at 33 Ubi Avenue 3 #02-16 Singapore 408868.

Shareholders submitting questions are required to state: (a) their full name; (b) their identification/registration number, and (c) the manner in which his/her/its shares in the Company are held (e.g. via CDP, CPF, SRS and/or scrip), failing which the Company shall be entitled to regard the submission as invalid and not respond to the questions submitted.

All questions submitted in advance of the EGM must be received by the Company by the time and date stated above to be treated as valid.

12. The Company will endeavour to address all relevant and substantial questions (as may be determined by the Company in its sole discretion) relating to the resolutions to be tabled and for approval at the EGM prior to or at the EGM. The responses to these questions will be published on or before 25 September 2024, forty-eight (48) hours before the deadline for shareholders to submit proxy form, via SGXNet and the Company's website or if answered during the EGM, will be included in the minutes of the EGM which shall be published on the SGXNet and the Company's website within one month after the date of EGM.

Personal Data Privacy Terms:

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, and/or submitting any questions to the Company in advance of the EGM in accordance with this Notice, 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM of the Company (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines and (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 or service providers), 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 or service providers) 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.

This notice has been reviewed by the Company's sponsor. This notice has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made, or reports contained in this notice. The contact person for the Sponsor is Ms Charmian Lim (Tel: (65) 6232 3210), at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.