

NOTICE IS HEREBY GIVEN that an Annual General Meeting of Hiap Seng Engineering Ltd (Judicial Managers appointed) (the "Company") will be held at Conference Room, 28 Tuas Crescent, Singapore 638719 on Thursday, 31 August 2023 at 2.30 p.m. for the purpose of considering and, if thought fit, passing the following resolutions as Ordinary Resolutions, with or without modifications:

ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2023, together with the Directors' Statement and Report of the Auditors thereon. **(Resolution 1)**
2. To re-elect Mr Koh Kim Wah as a Director retiring pursuant to Article 91 of the Company's Constitution. **(See Explanatory Note 1)** **(Resolution 2)**
3. To record the retirement of Mr M. Rajaram as a Director retiring pursuant to Article 91 of the Company's Constitution. **(See Explanatory Note 2)**
4. To re-appoint Messrs PricewaterhouseCoopers LLP as Auditors of the Company and to authorize the Judicial Managers / Directors to fix their remuneration. **(Resolution 3)**

Oon Su Sun and Lin Yueh Hung
Joint and Several Judicial Managers

Singapore, 16 August 2023

Explanatory Notes:

1. Mr Koh Kim Wah will, upon re-election as a Director of the Company, remain as Chairman of Remuneration Committee and a member of Audit Committee and a member of the Nominating Committee. Detailed information of Mr Koh Kim Wah can be found under "Additional Information of Director Seeking Re-Election" section in the Annual Report 2023.
2. Mr M. Rajaram will, upon his retirement as a Director of the Company, cease to be Chairman of Nominating Committee and a member of Audit Committee and a member of Remuneration Committee.

Notes:

1. The Annual General Meeting of the Company ("AGM") is being convened, and will be held physically. Printed copies of this Notice, the accompany Proxy Form and the Request Form will be sent by post to members and it is also made available on the Company's website at the URL www.hiapseng.com. and on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Members (including investors who holds shares under the Central Provident Fund and Supplementary Retirement Scheme ("CPF and SRS Investors")) may participate in the AGM by:
 - (a) Attending the AGM in person;
 - (b) Asking questions at the AGM or submitting questions in advance of the AGM; and/or
 - (c) Voting at the AGM (i) personally; or (ii) through duly appointed proxy(ies).
3. In view of the guidance note issued by the Singapore Exchange Regulation, a member may ask questions relating to the items on the agenda of the AGM by:
 - (a) Submitting question via mail to the registered office of the Company at 28 Tuas Crescent, Singapore 638719, or send electronic mail to info@hiapseng.com in advance of the AGM latest by 24 August 2023 at 2.30 p.m.; or
 - (b) "live Question and Answer" at the physical AGM.

When sending questions, members should also provide their full name (for individuals)/ company name (for corporate), NRIC/Passport No./Company Registration number, email address, contact number, shareholding type and number of shares held for verification.

Shareholders are encouraged to submit their questions latest by 24 August 2023 at 2.30 p.m.. The Company will endeavour to address to all substantial and relevant questions submitted prior to the AGM by 25 August 2023 (at least 48 hours prior to the closing date and time for the lodgment of the proxy forms). The Company's response will be published on the SGX's website and the Company's website.

4. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint not more than two proxies to attend and vote instead of him. A proxy need not be a member of the Company.
5. The Chairman of the meeting, as proxy, need not be a member of the Company. A member may appoint the Chairman of the meeting as his/her/its proxy. If a member wishes to appoint the Chairman of the meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
6. A member who is a Relevant Intermediary* entitled to attend the meeting and vote is entitled to appoint more than two (2) proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different share or shares held by each member. Where such member appoints more than two (2) proxies, the appointments shall be invalid unless the member specifies the number of shares in relation to which each proxy has been appointed.
7. The instrument appointing a proxy must be submitted to the company in the following manner:
 - (a) if in hard copy by post, be lodged at the Company's registered address at 28 Tuas Crescent Singapore 638719; or
 - (b) if by email, be received by info@hiapseng.com

in either case, no later than 29 August 2023 by 2.30 p.m, being 48 hours before the time fixed for the AGM.

A member who wishes to appoint an instrument of proxy must complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above. Members are strongly encouraged to submit completed proxy forms electronically via email.

8. CPF and SRS Investors who wishes to vote at the AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM (i.e. by 22 August 2023 at 2.30 p.m.). CPF and SRS Investors are requested to contact their respective agent banks for any queries they may have with regard to the appointment of proxy/proxies for the AGM.
9. In the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM (i.e. by 28 August 2023 at 2.30 p.m.), as certified by The Central Depository (Pte) Limited to the Company.
10. If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.

*"A Relevant intermediary" means:

- a. a banking corporation licensed under the Banking Act 1970, 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;
- b. a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds shares in that capacity; or
- c. the Central Provident Fund Board established by the Central Provident Fund Act 1953, 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.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting 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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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 (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.