

# Notice of Extraordinary General Meeting

## **BEST WORLD INTERNATIONAL LIMITED**

(Company Registration No. 199006030Z)  
(Incorporated in the Republic of Singapore on  
11 December 1990)

This Notice has been made available on SGXNET and the Company's website at: <https://bestworld.listedcompany.com/newsroom.html> Physical copies of this Notice will NOT be despatched to members.

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of Best World International Limited (the "**Company**") will be held by way of electronic means on Friday, 31 December 2021 at 10.00 a.m. (the "**EGM**") for the purpose of considering and, if thought fit, passing with or without amendment, the resolutions as set out below.

*All capitalised terms used in this Notice of EGM which are not defined herein shall unless the context otherwise requires have the same meanings ascribed to them in the Company's Appendix to Shareholders dated 9 December 2021 (including supplements and modifications thereto).*

## **AS ORDINARY RESOLUTIONS**

### **ORDINARY RESOLUTION 1: THE PROPOSED CHANGE OF AUDITOR FROM ERNST & YOUNG LLP TO NEXIA TS PUBLIC ACCOUNTING CORPORATION**

Resolved that:

- (a) the resignation of Ernst & Young LLP ("**EY**") as Auditor of the Company be and is hereby noted and accepted, and that Nexia TS Public Accounting Corporation ("**Nexia TS**"), having consented to act, be and is hereby appointed Auditor in place of EY and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Directors of the Company and Nexia TS; and
- (b) 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 all such documents as may be required) as they and/or he/she may consider expedient, necessary, desirable or in the interests of the Company to give effect to this resolution.

### **ORDINARY RESOLUTION 2: THE PROPOSED RATIFICATION OF THE RELEVANT REPURCHASE**

Resolved that:

- (a) the Relevant Repurchase be and is hereby approved, confirmed and ratified; and
- (b) all prior act(s) of the Company and/or any Director of the Company (or such other person authorised by the Company or any Director of the Company) in connection with, relating to or arising from the Relevant Repurchase be and are hereby ratified, confirmed and approved.

## **AS A SPECIAL RESOLUTION**

### **SPECIAL RESOLUTION 1: PROPOSED ADOPTION OF A NEW CONSTITUTION**

Resolved that:

- (a) the regulations contained in the new Constitution of the Company as set out in Annex C of the Appendix to Shareholders dated 9 December 2021, be and are hereby approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) 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 all such documents as may be required) as they and/or he/she may consider expedient, necessary, desirable or in the interests of the Company to give effect to this resolution.

*(See Explanatory Note below)*

By Order of the Board of Directors of the Company

Huang Ban Chin  
Executive Director and Chief Operating Officer

Dated: 9 December 2021

### **Explanatory Note to the Special Resolution:**

The Special Resolution proposed above is for the Company to adopt a new Constitution following the wide-ranging changes to the Companies Act (Cap. 50) of Singapore introduced by the Companies (Amendment) Act 2014 and the Companies (Amendment) Act 2017 and will be updated for consistency with other applicable laws and regulatory changes, such as the personal data protection regime in Singapore. The Company is also taking the opportunity to update, streamline and rationalise certain other provisions in the new Constitution. The information relating to the Special Resolution proposed above is set out in Annex C of the Appendix to Shareholders dated 9 December 2021.

### **Notes:**

1. A member will not be able to attend the EGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, 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 EGM. 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 the form of proxy, failing which the appointment will be treated as invalid.
2. A proxy need not be a member of the Company.
3. The instrument appointing a proxy must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.
4. The instrument appointing a proxy must be deposited at the Headquarters office of the Company, Best World International Limited, 15A Changi Business Park Central 1, Eightrium #07-02, Singapore 486035; or electronically via email to the Company at IR@bestworld.com.sg not later than 72 hours before the time appointed for the holding of the EGM.

### **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM of the Company and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's and its proxy(ies)'s or representative(s)'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 of the Company (including any adjournment thereof) and the preparation and compilation of the attendance 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) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); and (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 express 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. The member's personal data and its proxy(ies)'s and/or representative(s)'s personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the Purposes and retained for such period as may be necessary for the Company's verification and record purposes. Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a member of the Company and/or its proxy(ies) or representative(s) (such as his/her name, his/her presence at the EGM and any questions he/ she may raise or motions he/she proposes/seconds) may be recorded by the Company for such purpose.

## IMPORTANT INFORMATION

### Measures to Minimise Risk of Community Spread of COVID-19:

In view of the evolving COVID-19 situation, the Company is arranging for a live webcast of the EGM proceedings (the “**Live EGM Webcast**”) which will take place on Friday, 31 December 2021 at 10.00 a.m. **Shareholders will be able to watch the EGM proceedings through the Live EGM Webcast, and the Company will not accept any physical attendance by Shareholders. Any Shareholder seeking to attend the EGM physically in person will be turned away.**

Shareholders will be able to participate in the EGM in following manner set out in the paragraphs below:

#### Live Webcast:

1. Shareholders are entitled to watch the EGM proceedings via their mobile phones, tablets or computers. Shareholders will need to pre-register at <https://online.meetings.vision/bwil-egm-registration> (the “**Registration Link**”) for the Company to verify their status prior to the EGM. Shareholders must pre-register via the Registration Link by no later than 10.00 a.m. on Tuesday, 28 December 2021 (the “**Registration Deadline**”).
2. Following the verification, authenticated Shareholders will receive an email by 6.00 p.m. on Thursday, 30 December 2021. The email will contain login credentials and instructions to access the live audio-visual webcast of the EGM proceedings. Shareholders that are authenticated successfully will be able to access the live audio-visual and/or live audio-only stream of the webcast EGM proceedings using the same account and password that were being used in the pre-registration stage.
3. Shareholders must not forward the login credentials to other persons who are not Shareholders and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the live audio-visual webcast of the EGM proceedings.
4. Shareholders who have registered by the Registration Deadline but do not receive an email response by 6.00 p.m. on Thursday, 30 December 2021, may contact the Company for assistance by email at [IR@bestworld.com.sg](mailto:IR@bestworld.com.sg).

#### Submission of Proxy Forms to Vote:

1. Shareholders who wish to vote at the EGM must submit the Proxy Form to appoint the Chairman of the Meeting to cast votes on their behalf.
2. The Proxy Form, duly completed and signed, must be submitted by: (a) electronic mail to [IR@bestworld.com.sg](mailto:IR@bestworld.com.sg); or (b) physical mail to the Headquarters office of the Company, Best World International Limited, 15A Changi Business Park Central 1, Eigthrium #07-02, Singapore 486035 by no later than the Registration Deadline, being seventy-two (72) hours before the time appointed for holding the EGM.
3. CPF Investors or SRS Investors who wish to vote should approach their CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e. by Tuesday, 21 December 2021 on 10.00 a.m.) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

**Please note that Shareholders will not be able to vote through the live webcast and can only vote with their Proxy Forms which are required to be submitted in accordance with the foregoing paragraphs.**

**In view of the current COVID-19 measures which may make it difficult for Shareholders to submit completed Proxy Forms by post, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.**

#### Submission of Questions:

1. Shareholders will not be able to ask questions during the live audio-visual webcast of the EGM proceedings. Therefore, it is important for Shareholders to pre-register and submit their questions in advance of the EGM.
2. Shareholders must submit their questions related to the EGM via the Registration Link by the Registration Deadline.
3. The Company will endeavour to address the substantial questions received prior to the EGM via SGXNET and the Company’s website.

4. The Company will publish the minutes of the EGM on SGXNET and on the Company's website within one (1) month from the date of EGM, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the EGM.

As the COVID-19 pandemic continues to evolve, further measures and/or changes to the EGM arrangements may be made on short notice in the ensuing days, even up to the day of the EGM. Shareholders are advised to closely monitor announcements made on SGXNET and the Company's website at <https://bestworld.listedcompany.com/newsroom.html> for updates on the EGM.

The Company would like to thank all Shareholders for their patience and cooperation in enabling it to hold the EGM with the optimum safe distancing measures amidst the current COVID-19 situation. The Company also seeks the understanding and cooperation of all Shareholders to minimise the risk of community spread of COVID-19.