
NOTICE OF EXTRAORDINARY GENERAL MEETING

9R LIMITED

(Formerly known as Viking Offshore and Marine Limited)
(Company Registration No. 199307300M)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of the Company will be convened and held by way of electronic means on 11 October 2022 at 3.00 p.m., for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution:

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meaning ascribed to them in the Circular dated 23 September 2022 issued by the Company to the Shareholders.

ORDINARY RESOLUTION: PROPOSED CHANGE OF AUDITORS

THAT:

- (a) Mazars LLP (“**Mazars**”) having consented to act, be appointed as Auditors in place of Ernst & Young LLP, to hold office until the conclusion of the next annual general meeting of the Company at a fee and on such terms as may be agreed between the Directors and Mazars; and
- (b) the Directors or any one of them be authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver 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 the Proposed Change of Auditors and/or this Ordinary Resolution.

By Order of the Board

Lai Kuan Loong, Victor
Company Secretary

23 September 2022
Singapore

Notes to the Resolution:

In accordance with Rule 712(3) of the Catalist Rules:

- (a) the outgoing auditors, Ernst & Young LLP (“**Ernst & Young**”), has confirmed to Mazars, by way of their professional clearance letter, that they are not aware of any professional reasons why the new auditors, Mazars, should not accept the appointment as auditors of the Company;
- (b) the Company confirms that there were no disagreements with Ernst & Young on accounting treatments within the last 12 months up to the Latest Practicable Date;
- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the shareholders of the Company which has not been disclosed in this Circular;
- (d) the specific reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of the Circular; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the appointment of Mazars as its new auditors.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTES:

1. The EGM 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. Printed copies of this Notice of EGM will not be sent to members. Instead, this Notice of EGM will be sent to members by electronic means via publication on SGXNET at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://9rlimited.com/egm22/egm2.html>. Please refer to Section 7 of the Circular dated 23 September 2022 for further details on the alternative arrangements and actions to be taken by Shareholders for participation at the EGM.

“Live” audio-visual and “live” audio-only stream

2. Shareholders (including CPF and SRS investors) or their duly appointed proxies will be able to observe and/or listen to the EGM proceedings through the “live” audio-visual webcast or “live” audio-only stream. To do so, Shareholders will need to register at <https://conveneagm.sg/9REGM2022> (the “**Registration Link**”) by 3.00 p.m. on 9 October 2022 (the “**Registration Deadline**”) to enable the Company to verify their status.
3. Following verification, authenticated Shareholders or their duly appointed proxies will receive an email by 3.00 p.m. on 10 October 2022 containing instructions on how to access the “live” audio-visual webcast or “live” audio-only stream of the EGM proceedings.
4. Shareholders must not forward the abovementioned instructions to persons who are not Shareholders of the Company and who are not entitled to attend the EGM.
5. Shareholders who register by the Registration Deadline but do not receive an email response by 3.00 p.m. on 10 October 2022, should email support@conveneagm.com.

Voting at the EGM

6. Voting for the Ordinary Resolution will be conducted by poll. Voting at the EGM may be carried out as set out below:
 - (a) (where the member is an individual) vote “live” via electronic means at the EGM;
 - (b) (where the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the EGM) to vote “live” via electronic means at the EGM on his behalf; or
 - (c) (where the member is an individual or a corporate) submit a Proxy Form (in advance of the EGM) appointing the Chairman of the EGM to cast votes, or abstain from voting, on their behalf.
7. A proxy need not be a member of the Company.
8. Shareholders who wish to submit instruments appointing a proxy(ies) must do so by downloading, completing and signing the Proxy Form in accordance with the instructions printed thereon, which have been uploaded together with the Notice of EGM and the Circular on SGXNET and the Company's website. The Proxy Form can be submitted to the Company in the following manner:
 - (a) if sent by post, to the office of the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01 Singapore 068902; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar, M & C Services Private Limited, at gpb@mncsingapore.com, or via the online process through the Registration Link,

in either case by 3.00 p.m. on 9 October 2022, being forty-eight (48) hours before the time fixed for the holding of the EGM. Shareholders are strongly encouraged to submit completed instruments appointing a proxy(ies) electronically via email or via the Registration Link.

CPF or SRS investors:

- (a) may vote “live” via electronic means at the EGM if they are appointed as proxies by their respective CPF agent banks or SRS operators, and should contact their respective CPF agent banks or SRS operators if they have any queries regarding their appointment as proxies; or

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (b) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM in which case they should approach their respective CPF agent banks or SRS operators to submit their votes by 3.00 p.m. on 30 September 2022, being at least seven (7) working days before the EGM.

Submission of questions

9. Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who participate by way of observing the “live” audio-visual webcast or “live” audio-only stream of the EGM proceedings may ask text-based questions live and online (in real time) during the EGM, by typing in and submitting their questions via the “live” “Ask a Question” function via the online platform hosting the audio-visual webcast.
10. Alternatively, Shareholders (including CPF and SRS investors) may pre-submit questions relating to the Ordinary Resolution by (a) email to egm2question@vikingom.com, or (b) submitting by post to the Company’s Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01 Singapore 068902, or (c) the Registration Link, by 5.00 p.m. on 2 October 2022.
11. For questions submitted in advance of the EGM, the Company will provide responses to all questions which are substantial and relevant to the Ordinary Resolution by publication on the SGXNET and the Company’s website by 3.00 p.m. on 7 October 2022, which is at least forty-eight (48) hours prior to the closing date and time for the lodgement of the Proxy Forms to facilitate Shareholders’ votes and to allow Shareholders to make an informed decision on the Ordinary Resolution to be tabled at the EGM.

Relevant intermediaries

12. Investors who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act), including CPF and SRS investors, and who wish to participate in the EGM by (a) observing or listening to the EGM proceedings via “live” audio-visual webcast or “live” audio-only stream; (b) submitting questions live and online (in real time) during the EGM or in advance of the EGM; and/or (c) appointing the Chairman of the EGM as proxy to vote on their behalf at the EGM, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF agent banks and SRS operators) through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the EGM.

Personal data privacy:

Where a member of the Company completing the pre-registration in accordance with this notice or submits 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, proxy 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.

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 his proxy(ies) and/or representative(s) (such as his/her name and his/her presence at the EGM) may be recorded by the Company for such purpose.

This notice has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, UOB Kay Hian Private Limited (the “**Sponsor**”) for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst.

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President at 8 Anthony Road, #01-01, Singapore 229957, Telephone (65) 6590 6881.