

NOTICE OF EXTRAORDINARY GENERAL MEETING

BOUSTEAD SINGAPORE LIMITED

(Company Registration No.: 197501036K)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that an **EXTRAORDINARY GENERAL MEETING** of Boustead Singapore Limited (the “**Company**”) will be held at Nicoll 2 (Level 3), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on 14 December 2023 at 2.30pm for the purpose of considering, and if thought fit, passing with or without modifications, the following ordinary resolutions.

The ordinary resolutions are **not** inter-conditional.

*Unless otherwise defined, all capitalised terms used herein have the same meaning as defined in the circular dated 28 November 2023 to shareholders of the Company (the “**Circular**”).*

“ORDINARY RESOLUTION 1 – APPROVAL FOR THE PROPOSED IPT IN RELATION TO MR. WONG FONG FUI ARISING FROM THE EXIT OFFER AND DIRECTED DELISTING OF THE TARGET

RESOLVED THAT approval be and is hereby given for the acquisition of 60,412,094 Offer Shares from Mr. Wong Fong Fui by the Company on the basis of S\$1.18 per Offer Share, pursuant to the terms of the Exit Offer to acquire all the issued and paid-up ordinary shares (excluding treasury shares) in the capital of the Target, other than those Target Shares already owned, controlled or agreed to be acquired by the Company as at the date of the Exit Offer in accordance with the Code.

ORDINARY RESOLUTION 2 – APPROVAL FOR THE PROPOSED IPT IN RELATION TO MR. WONG YU WEI ARISING FROM THE EXIT OFFER AND DIRECTED DELISTING OF THE TARGET

RESOLVED THAT approval be and is hereby given for the acquisition of 1,852,514 Offer Shares from Mr. Wong Yu Wei by the Company on the basis of S\$1.18 per Offer Share, pursuant to the terms of the Exit Offer to acquire all the issued and paid-up ordinary shares (excluding treasury shares) in the capital of the Target, other than those Target Shares already owned, controlled or agreed to be acquired by the Company as at the date of the Exit Offer in accordance with the Code.

ORDINARY RESOLUTION 3 – APPROVAL FOR THE PROPOSED IPT IN RELATION TO MS. HUANG HUIMING PATRICIA ARISING FROM THE EXIT OFFER AND DIRECTED DELISTING OF THE TARGET

RESOLVED THAT approval be and is hereby given for the acquisition of 307,000 Offer Shares from Ms. Huang Huiming Patricia by the Company on the basis of S\$1.18 per Offer Share, pursuant to the terms of the Exit Offer to acquire all the issued and paid-up ordinary shares (excluding treasury shares) in the capital of the Target, other than those Target Shares already owned, controlled or agreed to be acquired by the Company as at the date of the Exit Offer in accordance with the Code.”

BY ORDER OF THE BOARD

Alvin Kok
Company Secretary

28 November 2023

Notes:

The Extraordinary General Meeting (the “EGM”) will be held by way of a physical meeting at Nicoll 2 (Level 3), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on 14 December 2023 at 2.30pm. There will be no option for members to participate virtually.

The Circular, this Notice of EGM and the Proxy Form may be accessed on the SGX website at www.sgx.com/securities/company-announcements and the Company’s website at www.boustead.sg. No printed copy of the Circular will be posted to the members.

Printed copies of the Notice of EGM and Proxy Form will be sent to the members. However, no printed copy of the Circular will be posted to the members. Any member who wishes to receive a printed copy of the Circular should submit a written request via email to the Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at srs.teame@boardroomlimited.com, no later than 5.00pm on 6 December 2023.

Submission of Questions

Substantial and relevant questions relating to the IPT Resolution may be submitted in advance of the EGM by 5.00pm on 5 December 2023 (the “Cut-Off Time”) in the following manner:

- (a) by email to bousteadsingapore.egm2023@boustead.sg; or
- (b) by post to the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

When submitting the questions, please provide the Company with the following details for verification purpose:

- (a) full name (for individuals) / company name (for corporates);
- (b) NRIC / passport / company registration number;
- (c) mailing address;
- (d) contact number; and
- (e) shareholding type (e.g. via CDP, CPF or SRS) and number of Shares held.

The Company will endeavour to address the substantial and relevant questions from members prior to the EGM and in any case, no later than 48 hours before the closing date and time for the lodgement of the Proxy Form. The responses to questions from members will be posted on SGXNET and the Company’s website at www.boustead.sg. Any subsequent questions received or clarifications sought by the members after the Cut-Off Time will be addressed at the EGM. The minutes of the EGM will be published on SGXNET within one (1) month after the date of the EGM.

Submission of Proxy Form

A member (other than a Relevant Intermediary) entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his / her stead. A member, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

Where a member (other than a Relevant Intermediary) appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the number of Shares or the proportion of his holding (expressed as a percentage of the whole) to be represented by each proxy.

A Relevant Intermediary may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by him / her / it (which number and class of shares shall be specified).

A CPF / SRS Investor who wishes to vote should approach his / her CPF Agent Bank or SRS Operator at least seven (7) working days before the date of the EGM to submit his / her voting instructions. CPF / SRS Investors should contact their respective CPF Agent Banks / SRS Operators for any queries they may have with regard to the appointment of proxy for the EGM.

If a proxy is to be appointed, the instrument appointing a proxy must be submitted to the Company in the following manner:

- (a) if submitted by post, be lodged with the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (b) if submitted electronically, be submitted via email to srs.teame@boardroomlimited.com;

in either case, by 2.30pm on 12 December 2023, being 48 hours before the time appointed for holding the EGM.

A member who wishes to submit the Proxy Form must complete and sign the Proxy Form attached with the Circular or download it from SGXNET, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

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

The instrument appointing a proxy must be signed by the appointer or his / her / its attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing a proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which, the instrument may be treated as invalid.

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

In the case of members whose Shares are entered against his / her / its names in the Depository Register, the Company may reject any Proxy Form submitted if such members are not shown to have Shares entered against his / her / its names in the Depository Register (as defined in Section 81SF of the SFA), as at 72 hours before the time appointed for holding this EGM as certified by CDP to the Company.

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

Relevant Intermediary is:

- (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.

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.