



CASA HOLDINGS LIMITED

**CASA HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199406212Z)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an **EXTRAORDINARY GENERAL MEETING** (the “EGM”) of **CASA HOLDINGS LIMITED** (the “Company”) will be held on 31 January 2018 at 15 Kian Teck Crescent, Singapore 628884 at 11:00 a.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting of the Company to be convened on the same day and at the same venue) for the purpose of considering and, if thought fit, passing with or without modifications, the Ordinary Resolutions set out below. Ordinary Resolutions 1 and 2 are not inter-conditional.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to the shareholders of the Company dated 16 January 2018.

**ORDINARY RESOLUTION 1 – PROPOSED DISPOSAL OF 16,400,000 ORDINARY SHARES IN FIAMMA HOLDINGS BERHAD TO MR LIM CHOO HONG**

THAT:

- (a) pursuant to Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited, approval be and is hereby given for the disposal by the Company of its interest in 16,400,000 ordinary shares in Fiamma Holdings Berhad (“FHB”) representing approximately 3.22% in the issued and paid-up share capital of FHB to Mr Lim Choo Hong, for a consideration of MYR9,020,000 (equivalent to approximately S\$2,909,677, based on an exchange rate of S\$1: MYR3.1), on the terms and conditions of the LCH Agreement dated 5 December 2017 entered into between the Company and Mr Lim Choo Hong; and
- (b) any of the directors of the Company be and is hereby authorised to complete and do all such acts and things (including without limitation, executing such documents and approving any amendments, alternations or modifications to any documents, as may be required) as they/he may in their/his absolute discretion consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.

**ORDINARY RESOLUTION 2 – PROPOSED DISPOSAL OF 28,000,000 ORDINARY SHARES IN FIAMMA HOLDINGS BERHAD TO MR NGO WEE BIN**

THAT:

- (c) pursuant to Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited, approval be and is hereby given for the disposal by the Company of its interest in 28,000,000 ordinary shares in FHB representing approximately 5.50% in the issued and paid-up share capital of FHB to Mr Ngo Wee Bin, for a consideration of MYR15,400,000 (equivalent to approximately S\$4,967,741, based on an exchange rate of S\$1: MYR3.1), on the terms and conditions of the NWB Agreement dated 5 December 2017 entered into between the Company and Mr Ngo Wee Bin; and
- (d) any of the directors of the Company be and is hereby authorised to complete and do all such acts and things (including without limitation, executing such documents and approving any amendments, alternations or modifications to any documents, as may be required) as they/he may in their/his absolute discretion consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.

By Order of the Board

**Margaret Chak Lee Hung**  
Company Secretary  
Singapore  
16 January 2018

**Notes:**

Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act, Chapter 50 (the “Act”), a member is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where a member appoints more than one proxy, the proportion of his concerned shareholding to be represented by each proxy shall be specified in the proxy form. A proxy need not be a member of the Company.

Pursuant to Section 181(1C) of the Act, a member who is a Relevant Intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, 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 proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.

The instrument appointing proxy or proxies, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be deposited at the registered office of the Company at 15 Kian Teck Crescent, Singapore 628884 not later than 48 hours before the time set for the EGM.

A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Chapter 289) of Singapore), he should insert that number of shares. If the member has shares registered in his name in the Register of Members of the Company, he should insert the number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members of the Company, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member of the Company.

**PERSONAL DATA PRIVACY**

Where a member of the Company submits an instrument of proxy 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 proxy(ies) and/or representative(s) 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, 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.