

HEATEC JIETONG HOLDINGS LTD.

 (Company Registration No.200717808Z)
 (Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Heatec Jietong Holdings Ltd. (the “Company”) will be held at Raffles Marina, Chartroom, 10 Tuas West Drive, Singapore 638404 on 30 October 2023, 9.00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolution as set out below.

All capitalised terms in the ordinary resolution below shall, unless otherwise defined herein, have the respective meanings ascribed to them in the Company’s circular dated 13 October 2023 (“Circular”) to the Shareholders of the Company.

ORDINARY RESOLUTION - THE PROPOSED APPOINTMENT OF AUDITORS
RESOLVED THAT:

- Foo Kon Tan LLP be and is hereby appointed as auditors of the Company with effect from the date of Shareholders’ approval of this ordinary resolution and to hold office until the conclusion of the next annual general meeting of the Company;
- the Directors be and are hereby authorised to fix the terms of the engagement and remuneration of Foo Kon Tan LLP; and
- the Directors or any of them be and are hereby authorised to complete and do all acts and things (including executing all such documents as may be required) as they or he/she may in their discretion deem necessary, desirable or expedient or in the interests of the Company to give effect to this resolution.

(See Explanatory Note)

Explanatory Note:

The ordinary resolution is to approve the proposed appointment of Foo Kon Tan LLP as auditors of the Company, as the re-appointment thereof of any professional reasons why Foo Kon Tan LLP was not approved by Shareholders at the most recent annual general meeting held on 24 May 2023. If appointed, Foo Kon Tan LLP will hold office until the conclusion of the next annual general meeting of the Company, and the ordinary resolution will authorise the Directors to fix the terms of the engagement and remuneration of Foo Kon Tan LLP. Please refer to the Circular dated 13 October 2023 on the Proposed Appointment of Auditors which sets out, among others, information on and the specific reasons for the Proposed Appointment of Auditors.

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

- Crowe Horwath First Trust LLP has confirmed in its letter to Foo Kon Tan LLP dated 13 September 2023 that they are not aware of any professional reasons why Foo Kon Tan LLP should not accept appointment as auditors of the Company except for the matters highlighted in the independent auditor’s report for the financial statements of the Company dated 4 May 2023 for the financial year ended 31 December 2022;
- The Company confirms that there were no disagreements with Crowe Horwath First Trust LLP on accounting treatments within the last 12 months;
- The Company confirms that it is not aware of any circumstances connected with the Proposed Appointment of Auditors that should be brought to the attention of the Shareholders;
- The Company confirms that the specific reasons for the Proposed Appointment of Auditors are disclosed in paragraph 2.1.1 of the Circular; and
- The Company confirms that it is in compliance with Rules 712 and 715 of the Catalyst Rules in connection with the proposed appointment of Foo Kon Tan LLP as auditors of the Company.

BY ORDER OF THE BOARD

Soon Jeffrey
 Executive Director and Chief Executive Officer
 13 October 2023

IMPORTANT NOTICE
No Virtual Attendance

- The EGM will be held by way of physical means at Raffles Marina, Chartroom, 10 Tuas West Drive Singapore 638404. **Shareholders and their duly appointed proxy (or proxies) will not be able to attend the EGM by way of electronic means.**

Voting at the EGM and voting by proxy

- Shareholders may attend, speak and vote for the resolution at the EGM or appoint proxy or proxies to attend, speak and vote on their behalf at the EGM. A proxy need not be a member of the Company.

- If a Shareholder wishes to appoint a proxy or proxies to vote on their behalf at the EGM, duly executed Proxy Forms, must be submitted in hard copy form or electronically via email: if submitted by post, to be deposited at the registered office of the Company at 10 Tuas South Street 15, Singapore 637076; or

- if submitted by way of electronic means, to be submitted via email in Portable Document Format (PDF) to the Company, at finance@heatec.com.sg,

in either case, not less than seventy-two (72) hours before the time appointed for the holding of the EGM and/or any adjournment thereof and, in default the Proxy Form shall be treated as invalid. The completion and return of a Proxy Form by a Shareholder does not preclude him/her from attending and voting in person at the EGM should he/she subsequently decide to do so, although the appointment of the proxy or proxies shall be deemed to be revoked by such attendance.

- In appointing the Chairman of the EGM as proxy, Shareholders should specifically indicate in the Proxy Form how they wish to vote for or vote against (or abstain from voting on) the resolution set out in the Notice of EGM, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

- The Proxy Form must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. Where a Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

- A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with its Constitution and Section 179 of the Companies Act 1967 of Singapore, and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.

- Supplementary Retirement Scheme (“SRS”) investors:

- may vote at the EGM if they are appointed as proxies by their SRS Operators, and should contact their SRS Operators if they have any queries regarding their appointment as proxies; or

- may appoint the Chairman of the EGM as proxy, in which case they should request their respective SRS Operators to submit their votes by 9.00 a.m. on 18 October 2023, being at least seven (7) working days before the EGM.

- A Shareholder who is not a Relevant Intermediary (as defined below) is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such Shareholder’s Proxy Form appoints more than one (1) proxy, the proportion of his/her/its shareholding concerned to be represented by each proxy shall be specified in the Proxy Form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire shareholding and any second named proxy as an alternate to the first named or, at the Company’s option, to treat this Proxy Form as invalid.

A Shareholder who is a Relevant Intermediary (as defined below) is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder’s Proxy Form appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.

- A “Relevant Intermediary” is:

- 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

- 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

- 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.

Shareholders’ Questions and Answers

- Shareholders and duly appointed proxy or proxies will be able to ask questions relating to the resolution to be tabled for approval at the EGM. The Company will endeavour to respond to and address substantial and relevant questions as far as reasonably practicable during the EGM. Where there are substantially similar questions, the Company will consolidate such questions and consequently not all questions may be individually addressed.

- Alternatively, Shareholders can submit their questions in advance relating to the resolution to be tabled for approval at the EGM in advance of the EGM:

- if submitted by post, to be deposited at the registered office of the Company at 10 Tuas South Street 15, Singapore 637076; or

- if submitted by way of electronic means, to be submitted via email to the Company, at finance@heatec.com.sg.

Please refer to the section below entitled “Key dates/deadlines” for the deadline for submission of questions to the EGM. Shareholders who submit questions in advance of the EGM should identify themselves by stating his/her/its full name as it appears on his/her/its CDP/SRS share records, contact number and NRIC/Passport/Company registration number and state the manner in which he/she/it holds his/her/its Shares in the Company (e.g. via CDP or SRS) for verification purposes.

- Shareholders are encouraged to submit their questions via one of the foregoing means as soon as possible so that they may have the benefit of the answers to their questions (where substantial and relevant to the agenda of the EGM) prior to submitting their Proxy Forms. Please note that substantial and relevant questions (as may be determined by the Company at its sole discretion) from Shareholders submitted in advance and received by the Company will be addressed by the Company and published on the SGX website no later than 48 hours before the deadline for submission of the Proxy Forms. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the EGM in respect of substantial and relevant matters.

EGM Documents

- The Circular, this Notice of EGM and the Proxy Form have been despatched to shareholders and published on the SGX website accessible at the URL <https://www.sgx.com/securities/company-announcements> and on the Company’s website accessible at the URL <http://www.heatecholdings.com/>.

KEY DATES/DEADLINES

Key Dates/Deadlines	Event/Action to be taken
9.00 a.m. on 18 October 2023	Deadline for SRS investors. SRS investors who wish to vote must approach their respective SRS Operators to submit their votes at least seven (7) working days before the EGM.
20 October 2023	Deadline for Shareholders to submit questions. Shareholders who wish to submit questions related to the resolution to be tabled for approval at the EGM in advance of the EGM should submit their questions to the Company by the stated date (being seven (7) calendar days from publication of the Notice of EGM) via any one of the means specified in paragraph 11 under the section entitled “Important Notice” of this Notice of EGM.
By 9.00 a.m. on 25 October 2023	Addressing questions received in advance of EGM. The Company will address all substantial and relevant questions received from Shareholders relating to the resolution set out in the Notice of EGM by the stated date (being not less than forty-eight (48) hours prior to the closing date and time for the lodgment of the Proxy Forms) which will be published on the SGX website accessible at the URL https://www.sgx.com/securities/company-announcements and on the Company’s website accessible at the URL http://www.heatecholdings.com/ .
9.00 a.m. on 27 October 2023	Deadline for submission of Proxy Forms. Shareholders who wish to appoint the Chairman of the EGM (or any person other than the Chairman of the EGM) to act as their proxy to vote on their behalf at the EGM must submit their completed and signed proxy forms by the stated date and time (being not less than seventy-two (72) hours before the time appointed for holding the EGM) via either of the means specified in paragraph 2 under the section entitled “Important Notice” of this Notice of EGM.
9.00 a.m. on 30 October 2023	EGM

PERSONAL DATA PRIVACY

“Personal data” in this Notice has the meaning ascribed to it pursuant to the Personal Data Protection Act 2012 of Singapore, which includes your name, address and NRIC/Passport number. By submitting (a) details for the registration to observe or participate in the proceeding of the EGM, or (b) an instrument appointing the Chairman of the EGM (or any person other than the Chairman of the EGM) as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, (c) any questions prior to the EGM in accordance with this Notice of EGM, 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 the appointment of the Chairman of the EGM (or any person other than the Chairman of the EGM) as proxy for the EGM, processing the registration for purpose of granting access to members (or their appointed proxies) to observe and participate in the proceedings of the EGM, addressing relevant and substantial questions from members received before the EGM and if necessary, following-up with the relevant members in relation to such questions, and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM, 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.

Photographic, sound and/or video recordings at 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 (such as his/her name, his/her presence at the EGM and any questions he/she may raise or motions he propose/second) may be recorded by the Company for such purpose.