



IPCO INTERNATIONAL LIMITED
(Company Registration No.: 199202747M)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

All capitalised terms used in this notice of EGM which are not defined herein shall have the same meanings ascribed to them in the circular dated 9 February 2018 to the shareholders of the Company (the “Circular”).

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of **IPCO International Limited** (the “**Company**”) will be held at 152 Beach Road, Gateway East, #28-00, Room Tokyo, Singapore 189721 on 28 February 2018 at 11.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions:

ORDINARY RESOLUTION

– THE PROPOSED APPOINTMENT OF NEW AUDITORS

- (a) That approval be and is hereby given for the appointment of Messrs Baker Tilly TFW LLP (“**Baker Tilly**”) as new statutory auditors of the Company, with effect from the date of approval of Shareholders of this resolution and to hold office until the conclusion of the next annual general meeting of the Company at a remuneration and on such terms to be agreed between the Directors and Baker Tilly; and
- (b) That the Directors of the Company and each of them be and are hereby authorised to complete and to do all acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider necessary or expedient for the purposes of or in connection with and to give effect to this resolution.

See Explanatory Notes to Shareholders

BY ORDER OF THE BOARD

Allan Tan Poh Chye, Company Secretary
9 February 2018, Singapore

Explanatory Notes to Shareholders:

- (i) BDO has confirmed that it is not aware of any professional reasons why Baker Tilly, being the new Auditors, should not accept appointment as Auditors;
- (ii) The Board of Directors confirms that there were no disagreements with BDO on accounting treatments within the last twelve (12) months from the date of the Circular;
- (iii) The Board of Directors confirms that the Company is not aware of any circumstances connected with the Proposed Appointment of New Auditors that should be brought to the attention of the Shareholders; and
- (iv) The Board of Directors confirms that the Company has complied with Rules 712 and 715 of the Listing Manual in respect of the Proposed Appointment of New Auditors.

Notes:

1. (a) A member who is not a relevant intermediary is entitled to appoint one or two proxies to attend and vote at the Extraordinary General Meeting (the “**Meeting**”).
(b) A member who is a relevant intermediary, is entitled to appoint more than two proxies to attend 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.
“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act (Chapter 50) of Singapore.
2. A proxy need not be a member of the Company.
3. The instrument appointing a proxy or proxies must be deposited at the Registered Office of the Company at 7 Jalan Kilang #07-01, Singapore 159407 not less than forty-eight (48) hours before the time appointed for holding the Meeting.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting 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 Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (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.