



INTRACO LIMITED

(Company Registration No. 196800526Z)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of Intraco Limited (the “Company”) will be held by way of electronic means on Tuesday, 21 July 2020 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolution:

Please refer to the Section titled “IMPORTANT INFORMATION” below for details.

All capitalised terms in this Notice of EGM which are not defined herein shall have the same meaning as ascribed to them in the Company’s circular dated 2 July 2020 (the “Circular”).

ORDINARY RESOLUTION:

RATIFICATION OF THE DISPOSAL OF 86,645,000 ORDINARY SHARES REPRESENTING 41.27% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF DYNAMIC COLOURS LIMITED TO DYNAMIC TECHNOLOGY PTE. LTD.

That:

- (a) the disposal by the Company (the “Disposal”) of an aggregate of 86,645,000 issued and paid-up ordinary shares in the capital of Dynamic Colours Limited (“DCL”) (“DCL Shares”), representing approximately 41.27% of the total issued and paid-up share capital of DCL, to Dynamic Technology Pte. Ltd. (the “Offeror”), pursuant to the voluntary conditional cash offer by United Overseas Bank Limited, for and on behalf of the Offeror, a company wholly-owned by Mr Yeo Hock Leng and Mdm Goh Seok Eng, to acquire all the DCL Shares other than those already owned, controlled or agreed to be acquired by the Offeror, be and is hereby approved, confirmed and ratified;
- (b) the directors of the Company (“Directors”) or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution and the Disposal as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (c) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution and the Disposal be and are hereby approved, confirmed and ratified.

BY ORDER OF THE BOARD

Josephine Toh
Company Secretary
2 July 2020

IMPORTANT INFORMATION

Shareholders of the Company (“Shareholders”) should take note of the following arrangements for the EGM:

- (a) Attendance in Person: The EGM will be conducted by electronic means and Shareholders will not be able to attend the EGM physically. Any person seeking to attend the EGM physically in person will be declined. All Shareholders or their corporate representatives (in the case of Shareholders which are legal entities) will be able to participate in the EGM proceedings by watching a “live” webcast (the “Live EGM Webcast”) or listen to a “live” audio feed (the “Live EGM Audio Feed”). Shareholders/Investors holding shares through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register for the “live” broadcast of the EGM. Such Shareholders/investors who wish to participate in the EGM proceedings should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements.
- (b) **Live EGM Webcast and Live EGM Audio Feed:** All Shareholders who wish to participate in the live EGM proceedings will need to pre-register at <https://agm.conveneagm.com/intracoegm2020> (the “Pre-registration Link”) by 10.00 a.m. on 18 July 2020 (the “Registration Deadline”) for verification of their status as Shareholder (or the corporate representative(s) of such Shareholders) of the Company. Following successful verification, each Shareholder or its corporate representative(s) will receive an email confirmation (“Confirmation Email”) by 10.00 a.m. on 20 July 2020 containing instructions to access the live EGM proceedings. Shareholders or their corporate representative(s) must not forward the abovementioned information to any other persons who are not Shareholders and who are not eligible to attend the EGM. This is also to avoid any technical disruptions to the Live EGM Webcast or Live EGM Audio Feed due to overloading. Shareholders or their corporate representatives who have registered by the Registration Deadline but do not receive the Confirmation Email by 10.00 a.m. on 20 July 2020 may contact the Company for assistance at +65 6586 6771 or email EGMregistration@intraco.com.
- (c) **Submission of Questions:** Shareholders will not be able to ask questions “live” via the Live EGM Webcast. Shareholders can submit questions relating to the business of the EGM via <https://agm.conveneagm.com/intracoegm2020> so that these questions may be addressed in advance of or at the EGM. All questions must be submitted by 10.00 a.m. on 14 July 2020. The Company will endeavour to address substantial and relevant questions (as may be determined by the Company at its sole discretion) received, in advance of or at the EGM. The responses to such questions from Shareholders, together with the minutes of the EGM, will be posted on SGXNet and the Company’s website within one month from the date of the EGM.
- (d) **Voting solely via appointing Chairman of the EGM as Proxy:** Shareholders may only exercise their voting rights of the EGM via proxy voting. Shareholders who wish to vote on the resolution at the EGM must appoint the Chairman of the EGM as their proxy to vote on their behalf. The duly completed Proxy Form must be deposited at or returned to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 or email to eproxyform@intraco.com by 10.00 a.m. on 18 July 2020, being seventy-two (72) hours before commencement of the EGM. The Proxy Form can be downloaded from SGXNet or the Company’s website. In the Proxy Form, a Shareholder should indicate how he/she/it wishes to vote for or vote against or abstain from voting on the resolution to be tabled at the EGM.
- (e) **Investors who hold through Relevant Intermediaries (including CPF/SRS Investors):** Investors (including CPF/SRS investors) who wish to vote should approach their respective relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators at least seven (7) working days before the EGM (i.e. by 10 July 2020) in order to allow sufficient time for their respective intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date. Other investors holding shares through other relevant intermediaries who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.

Access to documents or information relating to the EGM

All documents and information relating to the business of the EGM (including the Circular and the Proxy Form) have been published on SGXNet (www.sgx.com) and the Company’s website at <http://www.intraco.com.sg/>. Printed copies will not be sent to Shareholders.

Further Updates

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the EGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates on the EGM. The Company would like to thank all Shareholders for their patience and co-operation in enabling the Company to continue holding its EGM amidst the COVID-19 situation.

Personal Data Privacy:

By (a) submitting an instrument appointing the Chairman of the EGM as a proxy to vote at the EGM and/or any adjournment thereof, or (b) completing the pre-registration in accordance with this Notice of EGM, or (c) submitting any question(s) prior to the EGM in accordance with this Notice of EGM, a member of the Company consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the following purposes:

- (i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the EGM as a proxy for the EGM (including any adjournment thereof);
- (ii) the processing of the pre-registration for purposes of granting access to members (or their corporate representatives in the case of members which are legal entities) to the live webcast or live audio feed of the EGM proceedings and providing them with any technical assistance where necessary;
- (iii) 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;
- (iv) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.