

IN THE GENERAL DIVISION OF THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/OA 570/2025

In the Matter of Section 210 of the Companies Act 1967

And

In the Matter of Hai Leck Holdings Limited
(Company UEN No. 199804461D)

SCHEME OF ARRANGEMENT

Under Section 210 of the Companies Act 1967

Between

Hai Leck Holdings Limited

And

**Eligible Shareholders
(as defined herein)**

And

Cheng Investment Management Pte. Ltd.

NOTICE OF SCHEME MEETING

NOTICE IS HEREBY GIVEN that by an Order of Court dated 24 June 2025 made in the above matter, the High Court of the Republic of Singapore has directed a meeting (the “**Scheme Meeting**”) of the Eligible Shareholders of Hai Leck Holdings Limited (the “**Company**”) to be convened and such Scheme Meeting shall be held, solely by physical attendance, in Singapore at 47 Tuas View Circuit, Singapore 637357 on 21 July 2025 at 10.00 a.m. and at any adjournment thereof, details of which are set out in the Scheme Document and in the announcements that may be made by the Company from time to time on SGXNet, for the purpose of considering and, if thought fit, approving (with or without modification) the following resolution:

RESOLUTION

RESOLVED THAT the scheme of arrangement dated 1 July 2025 proposed to be made pursuant to Section 210 of the Companies Act 1967 of Singapore, between (a) the Company, (b) the Eligible Shareholders; and (c) Cheng Investment Management Pte. Ltd., a copy of which has been circulated with this Notice of Scheme Meeting convening this Scheme Meeting, be and is hereby approved.

All references to the Scheme Document in this Notice of Scheme Meeting shall mean the Company’s Scheme Document to the Eligible Shareholders dated 1 July 2025. All capitalised terms not otherwise defined herein shall have the meanings given to them in the Scheme Document.

By the said Order of Court, the Court has appointed Mr. Chua Keng Woon, or failing him, any director of the Company, to act as Chairman of the Scheme Meeting and to report the results of the Scheme Meeting to the Court.

The said scheme of arrangement will be subject to, among others, the subsequent approval of the Court.

Important Notice from the Company

The Scheme Meeting will be convened and held in a wholly physical format at 47 Tuas View Circuit, Singapore 637357 on 21 July 2025 at 10.00 a.m.. **There will be no option for Eligible Shareholders to participate virtually.**

Electronic copies of the Scheme Document (together with this Notice of Scheme Meeting, the Proxy Form and the Request Form) has been made available on SGXNet at <https://sgx.com/securities/company-announcements> and the Company’s website at www.haileck.com. An Eligible Shareholder will need an internet browser and PDF reader to view these documents on the SGXNet announcement page of the Company and the corporate website of the Company. A printed copy of the Scheme Document will **NOT** be despatched to Eligible Shareholders (unless upon request). Instead, only printed copies of this Notice of Scheme Meeting, the Proxy Form and the Request Form will be despatched to Eligible Shareholders.

Eligible Shareholders may obtain printed copies of the Scheme Document by depositing the duly completed Request Form to the registered office of the Company at 47 Tuas View Circuit, Singapore 637357 or by sending a scanned PDF copy of the duly completed Request Form via email to agm@haileck.com by no later than 10.00 a.m. on 16 July 2025. A printed copy of the Scheme Document will be sent to the address in Singapore specified by the Eligible Shareholder by ordinary post at his/her/its own risk.

Notes:

- (1) The Scheme Meeting will be convened and held solely by physical attendance which will provide shareholders the opportunity to participate fully at the meeting.
- (2) The Notice of Scheme Meeting dated 1 July 2025 and the accompanying Proxy Form will be sent by post to members. At the same time, these documents have been made available on SGXNet at <https://sgx.com/securities/company-announcements> and the Company's website at www.haileck.com.
- (3) An Eligible Shareholder who has Eligible Shares entered against his/her/its name in (a) the Register of Members; or (b) the Depository Register as at the cut-off time being 72 hours prior to the time of the Scheme Meeting, as the case may be (being the time at which the name of the Eligible Shareholder must appear in the Register of Members or the Depository Register, in order for him/her/it to be considered to have Eligible Shares entered against his/her/its name in the said registers), shall be entitled to participate in the Scheme Meeting.
- (4) All Proxy Forms for the Scheme Meeting must be downloaded, completed, signed and submitted by 10.00 a.m. on 18 July 2025, being 72 hours before the time appointed for the Scheme Meeting, in the following manner:
 - (a) by depositing at the registered office of the Company at 47 Tuas View Circuit, Singapore 637357; or
 - (b) by sending a scanned PDF copy via email to agm@haileck.com.

Where an Eligible Shareholder (whether individual or corporate) appoints a proxy, he/she/it may give specific instructions as to voting, or abstention from voting, in respect of the resolution in the Proxy Form. If no specific direction as to voting is given, the proxy (except where the Chairman of the Scheme Meeting is appointed as proxy) will vote or abstain from voting at his/her discretion. In the absence of specific directions, the appointment of the Chairman of the Scheme Meeting as proxy will be treated as invalid.

The Company shall be entitled to reject a Proxy Form if it is incomplete, improperly completed, or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the Proxy Form.

- (5) Eligible Shareholders may also submit questions related to the Scheme to be tabled for approval at the Scheme Meeting to the Chairman of the Scheme Meeting in advance of the Scheme Meeting. In order to do so, their questions must be submitted in the following manner:
 - (a) by post to the registered office of the Company at 47 Tuas View Circuit, Singapore 637357; or
 - (b) by email to agm@haileck.com.

All questions sent by any of the above means, must reach the Company no later than 5.00 p.m. on 8 July 2025.

Eligible Shareholders who submit questions via post or email must provide the following information:

- (a) the Eligible Shareholder's full name;
- (b) the Eligible Shareholder's address; and
- (c) the manner in which the Eligible Shareholder holds Eligible Shares (e.g., via CDP, scrip, CPF or SRS).

The Company will endeavour to address all substantial and relevant questions received in advance of the Scheme Meeting from the Eligible Shareholders, by 14 July 2025 or during the Scheme Meeting and the Company's responses will be posted on the SGXNet and the Company's website. Should there be subsequent clarification sought, or follow-up questions after the deadline of the submission of questions, the Company will address those substantial and relevant questions at the Scheme Meeting.

Alternatively, Eligible Shareholders and proxies will be able to ask questions during the Scheme Meeting.

The Company will, within one (1) month after the date of the Scheme Meeting, publish the minutes of the Scheme Meeting on the SGXNet announcement page of the Company and the Company's website, and the minutes will include the responses to the substantial and relevant questions which are addressed during the Scheme Meeting.

- (6) In the case of joint holders of Eligible Shares, any one of such persons may vote, but if more than one of such persons are present at the Scheme Meeting, the person whose name stands first in the Register of Members or, as the case may be, the Depository Register shall alone be entitled to vote.
- (7) An Eligible Shareholder (other than an Eligible Shareholder who is a Relevant Intermediary (as defined below)) may only cast all the votes it uses at the Scheme Meeting in **one (1) way**.
- (8) An Eligible Shareholder voting by proxy shall be included in the count of Eligible Shareholders present and voting at the Scheme Meeting as if that Eligible Shareholder was voting in person.

- (9) Pursuant to the Order of Court, the Court has appointed Mr. Chua Keng Woon, or failing him, any director of the Company, to act as Chairman of the Scheme Meeting, and has directed the Chairman of the Scheme Meeting to report the results thereof to the Court.
- (10) The said Scheme will be subject to, among others, the subsequent approval of the Court.
- (11) CPFIS Investors and SRS Investors who wish to appoint the Chairman of the Scheme Meeting as proxy should approach their respective CPF and SRS agent banks to submit their voting instructions by 10.00 a.m. on 10 July 2025.
- A “Relevant Intermediary” means a “relevant intermediary” as defined in Section 181 of the Companies Act.
- (12) The Chairman of the Scheme Meeting, as proxy, need not be a member of the Company.
- (13) For the purposes of satisfying the condition under Section 210(3AB)(a) of the Companies Act:
- (a) each Eligible Shareholder that appoints a proxy (including the Chairman of the Scheme Meeting) to vote at the Scheme Meeting shall be deemed to be present at the Scheme Meeting and shall be included in the count of Eligible Shareholders present and voting at the Scheme Meeting. Where the Chairman of the Scheme Meeting has been appointed as the proxy of more than one (1) Eligible Shareholder to vote at the Scheme Meeting, the votes of the Chairman of the Scheme Meeting shall be counted as the votes of the number of appointing Eligible Shareholders;
 - (b) the Company shall treat a Relevant Intermediary that casts votes both for and against the Scheme as follows:
 - (i) the Company shall treat the Relevant Intermediary as casting one (1) vote in favour of the Scheme if the Relevant Intermediary casts more votes for the Scheme than against the Scheme;
 - (ii) the Company shall treat the Relevant Intermediary as casting one (1) vote against the Scheme if the Relevant Intermediary casts more votes against the Scheme than for the Scheme; and
 - (iii) the Company shall treat the Relevant Intermediary as casting one (1) vote for and one (1) vote against the Scheme if the Relevant Intermediary casts equal votes for and against the Scheme.
- (14) CPF agent banks and/or SRS agent banks acting on the request of the CPFIS Investors and/or SRS Investors who wish to attend the Scheme Meeting as observers are requested to submit in writing, a list with details of the investors’ names, NRIC/Passport numbers, addresses and number of Eligible Shares held. The list, signed by an authorised signatory of the respective CPF or SRS agent bank, should reach the registered office of the Company at 47 Tuas View Circuit, Singapore 637357, at least 72 hours before the time appointed for holding the Scheme Meeting.
- (15) Please see the Scheme Document and the Notes to the Proxy Form for more information.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Scheme Meeting and/or any adjournment thereof, an Eligible Shareholder (i) consents to the collection, use and disclosure of the Eligible Shareholder’s personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxy(ies) and representative(s) appointed for the Scheme Meeting (including any adjournment thereof) and the preparation and compilation of the attendance list, proxy lists, minutes and other documents relating to the Scheme Meeting (including any adjournment thereof), 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 Eligible Shareholder discloses the personal data of the Eligible Shareholder’s proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Eligible Shareholder 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 Eligible Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Eligible Shareholder’s breach of warranty.

Please note that transportation to the Scheme Meeting is available at Boon Lay MRT at 9.00 a.m.. Pick-up point is near the UOB taxi stand. Please call (65) 6862 2211 for any enquiries or further details.

Dated this 1 July 2025

Morgan Lewis Stamford LLC
10 Collyer Quay, #27-00
Ocean Financial Centre
Singapore 049315

Solicitors for
Hai Leck Holdings Limited