



LION ASIAPAC LIMITED

(Co. Reg. No. 196800586R)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of Lion Asiapac Limited (the “**Company**”) will be held at TKP Conference Center Raffles Place, Conference Room 2, 55 Market Street #03-01, Singapore 048941 on Monday, 31 October 2016 at 5:00 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the 46th Annual General Meeting of the Company to be held at 4:00 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution which will be proposed as an ordinary resolution:

ORDINARY RESOLUTION:

PROPOSED DISPOSAL

THAT:

- (1) approval be and is hereby given for the disposal of the entire equity interest in Yangzhou Lion Property Development Co., Ltd by LAP Development Pte. Ltd., a wholly-owned subsidiary of the Company, to Duilong Taida Dingsheng Partnership Enterprise (LLP) (堆龙泰达鼎盛合伙企业(有限合伙)), further details of which are set out in the Circular dated 12 October 2016 (the “**Proposed Disposal**”); and
- (2) the Directors of the Company or any one of them be and are hereby authorised to take all necessary steps and to negotiate, finalise and enter into all transactions, arrangements and agreements and to execute all such documents (including but not limited to the execution of application forms and transfers) with full and discretionary powers to make or assent to any modifications or amendments thereto in any manner they/he may deem necessary, expedient, incidental or in the interests of the Company and its subsidiaries for the purposes of giving effect to this Ordinary Resolution and/or the Proposed Disposal and the transactions contemplated thereunder.

By Order of the Board

Tan Yen Hui
Company Secretary

Singapore, 12 October 2016

Notes:

- (a) A member, who is entitled to attend, speak and vote at the EGM and is not a relevant intermediary(which has the meaning ascribed to it in Section 181(6) of the Companies Act, Chapter 50 of Singapore), is entitled to appoint up to two proxies to attend, speak and vote in his/her stead at the EGM.

- (b) A member which is entitled to attend, speak and vote at the EGM and is a relevant intermediary may appoint more than two proxies to exercise all or any of his rights 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 member (which number and class of shares shall be specified).
- (c) A proxy need not be a member of the Company.
- (d) The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 10 Arumugam Road, #10-00 LTC Building A, Singapore 409957, not less than 48 hours before the time appointed for holding the EGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and at any adjournment thereof, a member of the Company:

1. consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of 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 in order for the Company (or its agents) to comply with the applicable laws, listing rules, regulations and/or guidelines (collectively the "**Purposes**");
2. 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
3. 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.