

TRANS-CHINA AUTOMOTIVE HOLDINGS LIMITED
(Company Registration Number: 306871)
(Incorporated in the Cayman Islands)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Trans-China Automotive Holdings Limited (the “**Company**”) will be held at Umazing Events, 111 Somerset Road, #11-22, TripleOne Somerset, Singapore 238164 on Thursday, 23 November 2023 at 4:00 p.m., for the purpose of considering and, if thought fit, passing with or without any modifications, the resolution as set out below.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company (the “**Shareholders**”) dated 8 November 2023 (the “**Circular**”) in relation to the Proposed Change of Auditors of the Company.

ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS OF THE COMPANY

RESOLVED THAT:

- (i) Deloitte & Touche LLP, having consented to act, be and is hereby appointed as auditors of the Company in place of PricewaterhouseCoopers LLP and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Directors and Deloitte & Touche LLP; and
- (ii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including, without limitation, to sign, seal, execute and deliver all such documents as may be required, and to approve any amendment, alteration or modification to any documents) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Ordinary Resolution.

BY ORDER OF THE BOARD

Siau Kuei Lian
Company Secretary
Singapore, 8 November 2023

Explanatory Notes:

DISCLOSURE PURSUANT TO RULE 712(3) OF CATALIST RULES

Shareholders should note that in accordance with the requirements of Rule 712(3) of the Listing Manual Section B: Rules of Catalist of Singapore Exchange Securities Trading Limited ("**Catalist Rules**"):

- (a) Rule 712(3)(a) – Confirmation from the outgoing auditors
PricewaterhouseCoopers LLP, via its professional clearance letter dated 24 October 2023, have confirmed that it is not aware of any professional reasons why Deloitte & Touche LLP should not accept appointment as Auditors.
- (b) Rule 712(3)(b) – Confirmation from the issuer as to whether there were disagreements with the outgoing auditors
The Company confirms that there were no disagreements with PricewaterhouseCoopers LLP on accounting treatments within the last twelve (12) months up to the date of resignation, being 24 October 2023.
- (c) Rule 712(3)(c) – Confirmation from the issuer on circumstances connected with the change
The Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in the Circular.
- (d) Rule 712(3)(d) – Specific reasons for the change of auditors
The Company confirms that the specific reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of the Circular. The Proposed Change of Auditors is neither due to dismissal of PricewaterhouseCoopers LLP, nor PricewaterhouseCoopers LLP declining to stand for re-election. In addition, PricewaterhouseCoopers LLP was not dismissed or directed by SGX-ST to be replaced under Rule 305(1)(eb) of the Catalist Rules.
- (e) Rule 712(3)(e) – Compliance with Rule 712 and Rule 715
The Company confirms that it is in compliance with Rule 712 and Rule 715 of the Catalist Rules in relation to the appointment of Deloitte & Touche LLP as the auditors of the Company.

Notes:

1. A Shareholder of the Company (including Depositors holding Shares through The Central Depository (Pte) Limited ("**CDP**"), and including Relevant Intermediaries*) of the Company entitled to vote at the EGM may appoint a proxy or proxies to attend and vote at the EGM.
2. A member who is not a Relevant Intermediary or CDP may appoint not more than two proxies to attend and vote at the EGM. Where such Shareholder's Proxy Form appoints more than one proxy, the proportion of the shareholding to be represented by each proxy shall be specified in the Proxy Form.
3. The instrument appointing the proxy or proxies must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Singapore Share Transfer Agent, In.Corp Corporate Services Pte. Ltd. at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - (b) if submitted electronically, be submitted via email to the following email address: shareregistry@incorp.asia,by no later than 4:00 p.m. on 20 November 2023, being 72 hours before the time appointed for the holding of the EGM, and in default the instrument of proxy shall not be treated as valid.
4. The instrument appointing the proxy must be signed by the appointor or his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or signed on its behalf by an officer, attorney or other person duly authorised to sign the same. Where the Proxy Form is executed by an attorney on behalf of the appointor, the power of attorney or other authority under which it is signed or authorised on

behalf of the appointer, or a duly certified copy thereof, must be lodged with the instrument appointing the proxy.

5. If a Depositor who has Shares entered against his/her name in the Depository Register or a Shareholder who has Shares registered in his/her name in the Register of Members of the Company wishes to appoint a proxy or proxies to attend and vote at the EGM, he/she must complete, sign and return the Depositor Proxy Form or the Shareholder Proxy Form, respectively, for the Shares entered against his/her name in the Depository Register or the Shares registered in his/her name in the Register of Members of the Company (as the case may be).
6. A Depositor's name must appear on the Depository Register maintained by CDP at least 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to vote on the resolution. Any Depositor who is holding his/her Shares via the CDP but whose name is not registered with the CDP 72 hours before the EGM will not be entitled to attend and vote at the EGM.
7. The EGM will be held in a wholly physical format at Umazing Events, 111 Somerset Road, #11-22, TripleOne Somerset, Singapore 238164. There will be no option for Shareholders to participate virtually.
8. Attendees must bring their original NRIC/Passport for verification and registration on the day of the EGM.

ACCESS TO DOCUMENTS OR INFORMATION RELATING TO THE EGM

9. Documents and information relating to the EGM (including the Circular, this Notice of EGM, and the Proxy Forms) are electronically available on the Company's website at the URL: <https://tca-auto.com> and on SGXNet at the URL: <https://www.sgx.com/securities/company-announcements>. You will need an internet browser and a PDF reader to view the Circular.
10. Printed copies of the Circular will not be despatched to Shareholders, unless otherwise requested. For Shareholders' convenience, printed copies of (a) this Notice of EGM, (b) the Proxy Forms and (c) a Request Form (to request for printed copies of the Circular) ("**Request Form**") have been despatched to Shareholders.
11. Shareholders who wish to receive a printed copy of the Circular are required to complete the Request Form and return it to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Singapore Share Transfer Agent, In.Corp Corporate Services Pte. Ltd. at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - (b) if submitted electronically, be submitted via email to the following email address: shareregistry@incorp.asia,by no later than 15 November 2023. A printed copy of the Circular will then be sent to the address specified by the Shareholders at their own risk.

SUBMISSION OF QUESTIONS PRIOR TO THE EGM

12. Shareholders may submit questions related to the resolutions to be tabled at the EGM no later than 4:00 p.m. on 16 November 2023 via email to shareregistry@incorp.asia or by post to 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712. The responses would be published on SGXNet and, if available, the Company's website on 17 November 2023.
13. Shareholders submitting questions are required to state: (a) their full name; and (b) their identification or registration number, failing which the Company shall be entitled to regard the submission as invalid and not respond to the questions submitted.
14. Any relevant and subsequent queries received after 4:00 p.m. on 16 November 2023 will be addressed at the EGM through the publication of the minutes of the EGM on SGXNet and the Company's website within one month from the conclusion of the EGM.

ATTENDANCE AT THE EGM

15. Due to the limited sitting capacity of the venue, only members whose names appear in the Register of Members and Depositors whose names appear in the Depository Register as at 72 hours before the time appointed for holding the EGM or the appointed proxy or proxies shall be entitled to attend the EGM of the Company.

* *Relevant Intermediary is:*

- (a) *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*
- (b) *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*
- (c) *the Central Provident Fund Board ("**CPF 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 CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.*

Personal Data Privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend and vote at the EGM and/or any adjournment thereof, a Depositor/member of the Company (i) consents to the collection, use and disclosure of the Depositor's/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 proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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 Depositor/member discloses the personal data of the Depositor's/member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Depositor/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 Depositor/member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Depositor's/member's breach of warranty.

This notice has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**").

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Mr Leong Weng Tuck - Registered Professional, 36 Robinson Road, #10-06 City House, Singapore 068877, sponsor@rhtgoc.com.