



# HONG LAI HUAT GROUP LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199905292D)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the shareholders (the “Shareholders”) of HONG LAI HUAT GROUP LIMITED (the “Company”) will be held at Genting Hotel Jurong, 2 Town Hall Link, Level 1, Singapore 068516 on 30 April 2019 at 3 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the following Special Resolution:

*Please note that unless otherwise defined, all capitalized terms used in this Notice bear the same meanings as ascribed to them in the Company’s circular to Shareholders (copies of which have been made available to Shareholders at the following website: [https://www2.sgx.com/securities/company\\_announcements](https://www2.sgx.com/securities/company_announcements)) dated 8 April 2019.*

### AS SPECIAL RESOLUTION

#### 1. THE PROPOSED SHARE CAPITAL REDUCTION

THAT:

- (a) the paid-up share capital of the Company be restructured by way of a reduction of the sum of S\$26,990,200 as at a date to be determined by the Directors;
- (b) the Directors and each of them be and are hereby authorized to do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to this Special Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

### BY ORDER OF THE BOARD

Dato’ Dr. Ong Bee Huat  
Executive Deputy Chairman

8 April 2019

### IMPORTANT: PLEASE READ NOTES

#### Notes:

1. A Shareholder entitled to attend and vote at the Meeting is entitled to appoint any number of proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder.
2. Where a Shareholder appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy. If no such proportion or percentage is specified, the first named proxy shall be deemed to represent 100% of the shareholding and the second/other named proxy/proxies shall be deemed to be an alternate to the first named.
3. A corporation which is a Shareholder may authorize by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM in accordance with Section 179 of the Companies Act.
4. The instrument appointing a proxy or proxies (together with the power of attorney (if any) under which it is signed or a certified copy thereof), duly executed, must be deposited at the registered office of the Company at 1 Gateway Drive, #20-12/13 Westgate Tower, Singapore 608531 not less than 48 hours before the time set for the Meeting or any postponement or adjournment thereof.
5. The instrument appointing a proxy or proxies must be signed by the appointor or his/her attorney duly authorized in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer.
6. A Depositor’s name must appear on the Depository Register maintained by the CDP at least 72 hours before the time appointed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

#### General:

The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the Shareholder, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register maintained by the CDP at least 48 hours before the time appointed for holding the EGM.

#### Personal Data Privacy:

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

- (a) consents to the collection, use and disclosure of the 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 proxies or representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General 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”);
- (b) warrants that where the Shareholder discloses the personal data of the Shareholder’s proxy(ies) or representative(s) to the Company (or its agents or service providers), the Shareholder has obtained the prior consent of such proxy(ies) 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) or representative(s) for the Purposes; and
- (c) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder’s breach of warranty.