

CIRCULAR DATED 6 APRIL 2023

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, TAX ADVISER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

If you have sold or transferred all your issued and fully paid-up ordinary shares in the capital of ecoWise Holdings Limited (the "Company") held through The Central Depository (Pte) Limited ("CDP"), you need not forward this Circular, the enclosed Notice of Extraordinary General Meeting and the enclosed Proxy Form to the purchaser or transferee as arrangements will be made by CDP for a separate Circular with the Notice of Extraordinary General Meeting and the enclosed Proxy Form to be sent to the purchaser or transferee.

If you have sold or transferred all your issued and fully paid-up ordinary shares in the capital of the Company represented by physical share certificate(s), you should immediately forward this Circular, the enclosed Notice of Extraordinary General Meeting and the enclosed Proxy Form to the purchaser or transferee, or the stock broker or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

This Circular (together with the enclosed Notice of Extraordinary General Meeting and the enclosed Proxy Form) may be accessed at the Company's website at the URL <https://www.ecowise.com.sg> and is also available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>. A printed copy of this Circular (together with the enclosed Notice of Extraordinary General Meeting and the enclosed Proxy Form) will **NOT** be despatched to Shareholders.

This Circular has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this Circular, including the correctness of any of the statements or opinions made or reports contained in this Circular.

The contact person for the Sponsor is Ms. Lee Khai Yinn, Tel: (65) 6232 3210, at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.

**ECOWISE HOLDINGS LIMITED**  
(Company Registration Number: 200209835C)  
(Incorporated in the Republic of Singapore)

**CIRCULAR TO SHAREHOLDERS**

in relation to

**THE PROPOSED APPOINTMENT OF BAKER TILLY TFW LLP AS THE STATUTORY AUDITOR OF THE COMPANY**

**IMPORTANT DATES AND TIMES**

Last date and time for lodgement of Proxy Form	:	18 April 2023 at 3.00 p.m.
Date and time of Extraordinary General Meeting	:	21 April 2023 at 3.00 p.m.
Place of Extraordinary General Meeting	:	1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544

## DEFINITIONS

For the purposes of this Circular, the following definitions apply throughout unless the context otherwise requires or otherwise stated:

“1HFY2021 Results”	:	has the meaning given to it in paragraph 2.2;
“ACRA”	:	the Accounting and Corporate Regulatory Authority of Singapore;
“AGM”	:	an annual general meeting of the Company;
“Audit Committee”	:	the audit committee of the Company, as at the date of this Circular;
“Baker Tilly”	:	Baker Tilly TFW LLP;
“Baker Tilly Consent Letter”	:	has the meaning given to it in paragraph 2.6 of this Circular;
“Board” or “Board of Directors”	:	the board of directors of the Company as at the date of this Circular, each a “Director”;
“Board Disagreement”	:	has the meaning given to it in paragraph 2.2;
“Catalist”	:	the Sponsor-supervised listing platform of the SGX-ST;
“Catalist Rules”	:	the SGX-ST Listing Manual Section B: Rules of Catalist;
“CDP”	:	the Central Depository (Pte) Limited;
“Circular”	:	this circular to Shareholders dated 6 April 2023;
“Company”	:	ecoWise Holdings Limited;
“Companies Act”	:	the Companies Act 1967 of Singapore, as amended or modified from time to time;
“Constitution”	:	the constitution of the Company;
“CPF”	:	Central Provident Fund;
“Disclaimers of Opinion”	:	the matters flagged by the Previous Auditor for disclaimer in their Independent Auditor’s Report dated 14 May 2021, and referred to in paragraph 2.3;
“EGM”	:	means the extraordinary general meeting of the Company to be convened and held on 21 April 2023 at 3.00 p.m., notice of which is set out on pages N-1 to N-4 of this Circular;

“FY2021”	:	the financial year ended 31 October 2021;
“FY2021 AGM”	:	the Company’s annual general meeting held on 30 May 2022 for FY2021;
“Group”	:	the Company, its subsidiaries and associated companies;
“Latest Practicable Date”	:	5 April 2023, being the latest practicable date prior to the publication of this Circular on the Company’s website and the SGX-ST’s website;
“Notice of EGM”	:	the notice of the EGM dated 6 April 2023, and set out on pages N-1 to N-4 of this Circular;
“NOC”	:	the notice of compliance issued by the SGX-Regco on 25 June 2021 to the Board, and referred to in paragraph 2.2;
“Previous Auditor”	:	RSM Chio Lim LLP;
“Proposed Appointment of Auditor”	:	has the meaning given to it in paragraph 1.1 of this Circular;
“Register of Directors’ Shareholdings”	:	the register maintained by the Company setting out details of the Directors’ respective shareholdings;
“Register of Substantial Shareholders”	:	the register of Substantial Shareholders of the Company;
“Securities Account”	:	a securities account of a holder maintained with CDP or a sub-account of a holder maintained with a Depository Agent;
“SFA”	:	the Securities and Futures Act 2001 of Singapore, as amended or modified from time to time;
“SGX-Regco”	:	the Singapore Exchange Regulation Pte. Ltd., a wholly owned subsidiary of the SGX-ST;
“SGX-ST”	:	the Singapore Exchange Securities Trading Limited;
“SGXNet”	:	an electronic portal and platform maintained by the SGX-ST for issuers to make announcement and disclose information and for shareholders and the public to receive announcement and information from issuers;
“Shareholders”	:	registered holders of Shares in the Register of Members of the Company, except that where the registered holder is CDP, the term “ <b>Shareholders</b> ” shall, where the context so admits, mean the persons named as Depositors in the Depository Register maintained by the CDP and to whose Securities Accounts such Shares are credited. Any reference to Shares held by or shareholdings of Shareholders shall include Shares standing to the credit of their respective Securities Accounts;
“Shares”	:	ordinary shares in the capital of the Company;
“Sponsor”	:	SAC Capital Private Limited;
“SRS”	:	Supplementary Retirement Scheme;

- “Substantial Shareholders”** : a person (including a corporation) who (a) has an interest or interests in one or more voting shares in a company and (b) the total votes attached to that share, or those shares, is not less than 5% of the total votes attached to all the voting shares in the company;
- “S\$” and “cents”** : Singapore dollars and cents respectively, the lawful currency of the Republic of Singapore;
- “%”** : per centum or percentage.

The Company and its subsidiaries are also collectively referred to in this Circular as the **“Group”**, where it is appropriate in the context used.

The terms **“Depositor”**, **“Depository”**, **“Depository Agent”** and **“Depository Register”** shall have the meanings ascribed to them, respectively, in Section 81SF of the SFA.

The terms **“subsidiary”** and **“associated company”** shall have the meanings ascribed to them respectively in the Companies Act and the Catalist Rules, respectively. Words importing the singular shall, where applicable, include the plural and *vice versa*. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to **“persons”** shall, where applicable, include corporations.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

Any reference to a time of day and date in this Circular shall be a reference to Singapore time and date respectively, unless otherwise stated.

Any discrepancies in figures included in this Circular between the listed amounts and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables in this Circular may not be an arithmetic aggregation of the figures that precede them.

Any reference in this Circular to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted. Any term defined under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof, as the case may be, unless the context requires otherwise. Summaries of the provisions of any laws and regulations (including the Catalist Rules) contained in this Circular are of such laws and regulations (including the Catalist Rules) as at the date of issue of this Circular.

Any reference in this Circular to a Rule or Chapter is a reference to the relevant rule or chapter in the Catalist Rules.

Any reference to any agreement or document shall include such agreement or document as amended, modified, varied, novated, supplemented or replaced from time to time.

## CAUTIONARY FORWARD-LOOKING STATEMENTS

Certain statements contained in this Circular, which are not statements of historical fact, constitute “forward-looking statements”. Some of these statements can be identified by forward-looking terms such as “expect”, “believe”, “plan”, “intend”, “estimate”, “anticipate”, “may”, “will”, “would”, “could” or similar words. However, these words are not the exclusive means of identifying forward-looking statements. These statements reflect the Company’s current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information.

Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements.

Shareholders should not place undue reliance on such forward-looking statements. Further, the Company disclaims any responsibility, and undertakes no obligation to update or revise any forward-looking statements contained in this Circular to reflect any change in the Group’s expectations with respect to such statements after the Latest Practicable Date or to reflect any change in events, conditions or circumstances on which the Company based any such statements subject to compliance with all applicable laws and regulations and/or the rules of the SGX-ST and/or any regulatory or supervisory body or agency.

# LETTER TO SHAREHOLDERS

ECOWISE HOLDINGS LIMITED  
(Company Registration No. 200209835C)  
(Incorporated in the Republic of Singapore)

## Directors

Lee Thiam Seng (Executive Chairman and Chief Executive Officer)  
Tan Poh Chye Allan (Lead Independent and Non-Executive Director)  
Gan Fong Jek (Independent and Non-Executive Director)  
Danny Oh Beng Teck (Independent and Non-Executive Director)

## Registered Office

1 Commonwealth Lane  
One Commonwealth, #07-28  
Singapore 149544

6 April 2023

To: The Shareholders of ecoWise Holdings Limited

Dear Sir / Madam

## THE PROPOSED APPOINTMENT OF BAKER TILLY TFW LLP AS THE STATUTORY AUDITOR OF THE COMPANY

### 1. INTRODUCTION

- 1.1 The Board is convening the EGM to be held on 21 April 2023 to seek the approval of the Shareholders for the proposed appointment of Baker Tilly as the statutory auditor of the Company (the “**Proposed Appointment of Auditor**”).
- 1.2 The purpose of this Circular is to explain the reasons for, and to provide Shareholders with information relating to the Proposed Appointment of Auditor to be tabled at the EGM and to seek Shareholders’ approval for the ordinary resolution relating to the same. The Notice of EGM is set out on pages N-1 to N-4 of this Circular.
- 1.3 This Circular has been prepared solely for the purposes outlined above and may not be relied upon by any other persons (other than Shareholders to whom this Circular is addressed) or for any other purpose.

### 2. THE PROPOSED APPOINTMENT OF BAKER TILLY AS THE STATUTORY AUDITOR OF THE COMPANY

#### Background and rationale

- 2.1 RSM Chio Lim LLP (the “**Previous Auditor**”) had been the Company’s statutory auditor until the Company’s annual general meeting on 30 May 2022, which was held for its financial year ended 31 October 2021 (“**FY2021 AGM**”). On 26 May 2022, the Company announced that the Previous Auditor had given formal notice to the Company that it did not wish to seek re-appointment and would retire at the conclusion of the FY2021 AGM. The Previous Auditor was appointed as the Company’s statutory auditor on 12 November 2002 by the Shareholders and had been its auditor for more than 19 years. The Board accepted the Previous Auditor’s decision not to seek re-appointment as it was of the view that it might also be timely to effect a change of auditors since the Previous Auditor had held office for more than 19 years.

## LETTER TO SHAREHOLDERS

- 2.2 Internally within the Company, there were differences and a dispute between the previous management of the Company and its Chairman, Mr. Lee Thiam Seng (“**Board Disagreement**”), regarding the Company’s unaudited financial statements for the half year ended 30 April 2021 (“**1HFY2021 Results**”), which was released on 14 June 2021. The Chairman had asked the previous management for further information of, and queried, certain transactions that the previous management had entered into. The Chairman believed that such further information was essential for the Board to make an informed determination as to whether the 1HFY2021 Results provided an accurate and updated picture of the Group’s financial and cash flow position, and whether any further disclosures ought to have been made. The Board Disagreement resulted in the Chairman taking the position that he could not provide confirmation under Catalist Rule 705(5), that nothing had come to the attention of the Directors which might render the 1HFY2021 Results to be false or misleading in any material aspect. The Board Disagreement resulted in the SGX-Regco issuing a notice of compliance dated 25 June 2021 (the “**NOC**”) directing the Directors to take certain actions, including the appointment of an internal auditor to look into, among others, the issues that underpinned the Board Disagreement. For more details of the NOC, please refer to the NOC dated 25 June 2021 released on SGXNet.
- 2.3 In the Independent Auditor’s Reports dated 11 May 2022 and 14 May 2022 issued by the Previous Auditor in relation to the audited consolidated financial statements of the Group for 1HFY2021 and FY2021, respectively, various matters were flagged by the Previous Auditor for disclaimer in their said reports (“**Disclaimers of Opinion**”). The SGX-Regco has also, on 11 May 2022, directed the internal auditor appointed pursuant to the NOC to expand the scope of internal audit to cover certain matters raised in the Disclaimers of Opinion in relation to the audited consolidated financial statements of the Group for 1HFY2021. For further information of the Disclaimers of Opinion, please refer to the Company’s announcement and annual report for FY2021 released on the SGXNet on 11 May 2022 and 15 May 2022 respectively.
- 2.4 As a result of the Board Disagreement, the NOC and the Disclaimers of Opinion, following the retirement of the Previous Auditor, the Company had found it challenging to engage with and appoint a firm of suitably qualified public accountants to take up appointment as its statutory auditor.
- 2.5 The Audit Committee and the Board interviewed and engaged with various public accounting firms in Singapore that are qualified and have the experience to act as statutory auditor of a publicly listed company on the SGX-ST. Following internal assessment by the Audit Committee and the Board, and consultation with the Company’s Sponsor, the Audit Committee nominated and recommended Baker Tilly to the Board for appointment as the Company’s statutory auditor, subject to approval to be obtained from Shareholders at the EGM.
- 2.6 In this connection, the Board, in consultation with the Audit Committee, considered the financial accounting and reporting requirements of the Company and the Group as a whole, and took into consideration various factors, such as, *inter alia*, the structure, size and complexity of the business operations of the Group against the experience of Baker Tilly, and the adequacy of Baker Tilly engagement team’s resources (further details of which are provided in paragraph 3 of this Circular), particularly in terms of the number and experience of its supervisory and professional staff who will be assigned to the audit engagement team, the audit partner assigned to the audit and the fee proposal. The Board and the Audit Committee, having also considered the requirements under Rules 712 and 715 of the Catalist Rules as well as the Audit Quality Indicators Disclosure Framework issued by ACRA, are of the opinion that Baker Tilly will be able to fulfil the audit requirements of the Company and the Group without compromising the quality and effectiveness of the audit of the Company and the Group. On 5 April 2023, Baker Tilly sent the Company a letter, setting out its formal consent to act as the statutory auditor of the Company and the Group (the “**Baker Tilly Consent Letter**”).
- 2.7 A copy of the Baker Tilly Consent Letter and a copy of the letter received from the Previous Auditor stating its decision and wishes not to seek re-appointment are set out in the [Appendix](#) to this Circular. The cessation of the Previous Auditor as statutory auditor of the company took effect on 30 May 2022 following the conclusion of the FY2021 AGM. Accordingly, their term of office concluded on 30 May 2022. The Board would like to express their deep appreciation for the past services rendered by the Previous Auditor.
- 2.8 The Proposed Appointment of Auditor will only take effect upon Shareholders’ approval having been obtained at the EGM. Upon appointment, Baker Tilly will hold office until the conclusion of the next AGM of the Company.

## LETTER TO SHAREHOLDERS

### 3. INFORMATION ON BAKER TILLY AND THE AUDIT ENGAGEMENT PARTNER

- 3.1 The information set out in this Circular on Baker Tilly and the audit engagement partner has been provided to the Company by Baker Tilly and its representatives. The Directors have not conducted an independent review or verification of the accuracy of the statements and information set out below.
- 3.2 Baker Tilly is a firm of Chartered Accountants in Singapore registered with the ACRA and approved under the Accountants Act. It is one of the top 10 largest accounting and business advisory firms in Singapore, and has 19 partners and a staff strength of more than 300. It has significant experience acting as auditors of companies listed on the SGX-ST. Baker Tilly is an independent member of Baker Tilly International, which is globally the 10 largest accounting and business advisory network by combined revenue, with member firms in more than 145 territories, and a global workforce of more than 40,000 people. For more information about Baker Tilly, please visit its website at – [www.bakertilly.sg](http://www.bakertilly.sg).
- 3.3 For the audit of the Group, the audit engagement team will comprise the following professionals: One (1) engagement partner supported by one (1) additional partner acting as engagement quality reviewer, co-managed by two (2) managers and four (4) to six (6) staff.
- 3.4 Mr. Low See Lien ("**Mr. Low**") is a public accountant registered under the Accountants Act and will be the audit engagement partner assigned to the audit of the Group. Mr. Low has more than 20 years of professional experience in audit and assurance-related projects. His clients included listed companies, multinational companies and statutory boards. His industry experience spans across multiple sectors, including oil and gas, technology, manufacturing, media and communication and retail. He has also been involved in Initial Public Offerings as well as public debt offerings. While working for a previous employer, he was seconded to the United States where he gained extensive knowledge of the US reporting requirements, including the Sarbanes-Oxley Act.
- 3.5 In addition to being a Practising Member of the Institute of Singapore Chartered Accountants (FCA Singapore), Mr. Low is also a member of the Singapore Institute of Directors and serves on the ACRA's Complaints and Disciplinary Committee.

### 4. COMPLIANCE WITH RULES 712 AND 715 OF THE CATALIST RULES

- 4.1 In compliance with Rules 712(1) and 712(2) of the Catalist Rules, the Audit Committee, for the reasons set out in paragraph 2.6, and having regard to the information provided to it on Baker Tilly and the audit engagement partner in paragraph 3 above, are of the view that Baker Tilly is a suitable auditing firm to meet the Group's audit requirements.
- 4.2 In accordance with the requirements of Rule 712(3) of the Catalist Rules:
- (a) the Previous Auditor, RSM Chio Lim LLP, has provided a confirmation to Baker Tilly, by way of their professional clearance letter dated 4 April 2023, that except for the disclaimers of opinion in their independent auditor's report dated 14 May 2022 on the audit of the statutory financial statements of the Company and its subsidiaries for the reporting year ended 31 October 2021, they are not aware of any professional reasons why Baker Tilly should not accept appointment as statutory auditor of the Company;
  - (b) other than the Disclaimers of Opinion, there was no disagreement between the Company and the Previous Auditor as to the accounting treatments of its financial statements within the twelve (12) months preceding the date of the retirement of the Previous Auditor;
  - (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Appointment of Auditor that should be brought to the attention of Shareholders which has not been disclosed in this Circular;

## LETTER TO SHAREHOLDERS

- (d) the Company confirms that other than the reasons for the Proposed Appointment of Auditor, as disclosed in paragraph 2 of this Circular, there are no other specific reasons for the Proposed Appointment of Auditor that ought to be brought to the attention of the Shareholders which have not been disclosed in this Circular. The Proposed Appointment of Auditor has not arisen because of the dismissal of or resignation by the Previous Auditor prior to the conclusion of its term of office. The Previous Auditor retired following conclusion of the FY2021 AGM and chose not seek re-appointment as statutory auditor of the Company; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of Baker Tilly as its new auditor.

4.3 In compliance with Rule 715(1) of the Catalist Rules, following Shareholders' approval of the Proposed Appointment of Auditor, Baker Tilly will become the statutory auditor for the Company and all its Singapore-incorporated and Malaysia-incorporated subsidiaries. Other than its Singapore-incorporated and Malaysia-incorporated subsidiaries, the Company does not have any significant subsidiaries incorporated outside Singapore.

### 5. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

5.1 The interests of the Directors and Substantial Shareholders of the Company, as recorded in the Register of Directors' Shareholdings and the Register of Substantial Shareholders kept by the Company respectively, as at the Latest Practicable Date are as follows:

	Direct Interest No. of Shares	% <sup>(1)</sup>	Deemed Interest No. of Shares	% <sup>(1)</sup>
<b>Directors</b>				
Lee Thiam Seng	35,509,388 <sup>(2)</sup>	3.74	218,229,375 <sup>(3)</sup>	23.00
<b>Substantial Shareholders (other than Directors)</b>				
ecoHub Pte. Ltd.	218,229,375	23.00	-	-
Ma Ong Kee	88,000,000 <sup>(4)</sup>	9.27	-	-
Tan Jin Beng Winston	64,566,833	6.80	-	-

**Notes:**

- (1) Based on the existing issued share capital of the Company comprising 948,845,729 Shares as at the Latest Practicable Date.
- (2) Mr. Lee Thiam Seng holds 25,500,000 shares through his nominee account with Citibank Nominees Singapore Pte Ltd and 10,009,388 shares with the CDP.
- (3) Mr. Lee Thiam Seng is the sole shareholder of ecoHub Pte. Ltd. which in turn holds 218,229,375 shares (of which all are held through Citibank Nominees Singapore Pte Ltd). Accordingly, Mr. Lee Thiam Seng has a deemed interest in the 218,229,375 shares held by ecoHub Pte. Ltd..
- (4) Mr. Ma Ong Kee holds 88,000,000 shares through his nominee account with Morgan Stanley Asia (Singapore) Securities Pte Ltd.

5.2 Save for their respective shareholding interests in the Company, none of the Directors or Substantial Shareholders has any interest, direct or indirect, in any transactions or matters contemplated by the Proposed Appointment of Auditor.

## LETTER TO SHAREHOLDERS

### 6. AUDIT COMMITTEE'S RECOMMENDATION

The Audit Committee has, accordingly, reviewed the background and rationale in relation to the Proposed Appointment of Auditor, and has recommended to the Board that Baker Tilly be appointed as the Company's statutory auditor, having taken into consideration the following factors:

- (a) the Audit Quality Indicators Disclosure Framework introduced by the ACRA on the selection of auditor as well as the suitability and independence of Baker Tilly meet the audit requirements of the Group;
- (b) neither Baker Tilly nor the engagement partner to be assigned to the audit of the Group has been the subject of any regulatory investigation or complaints;
- (c) the engagement partner has been subject to a Practice Monitoring Programme review by ACRA and no adverse feedback was noted from the review;
- (d) Baker Tilly will carry out the audit of the Group in accordance with the scope of audit (which is comparable to the scope of audit by the Previous Auditor for FY2021) set out and agreed by the Company and Baker Tilly for the financial period ending 30 April 2023; and
- (e) the requirements of the relevant Catalist Rules will be complied with.

### 7. DIRECTORS' RECOMMENDATION

In view of the Audit Committee's recommendation in paragraph 6 above and the rationale for the Proposed Appointment of Auditor as set out in paragraph 2 above, the Board is of the view that the Proposed Appointment of Auditor is in the best interests of the Company and Shareholders. Furthermore, the appointment of Baker Tilly as the auditor of the Company ensures compliance with the requirements of the Catalist Rules and the Companies Act to appoint an auditor, whose position has been left vacant since the retirement of the Previous Auditor. Accordingly, the Directors recommend that Shareholders vote in favour of the ordinary resolution in relation to the Proposed Appointment of Auditor as set out in the Notice of EGM on pages N-1 to N-4 of this Circular.

### 8. EXTRAORDINARY GENERAL MEETING

The EGM will be held at 3.00 p.m. on 21 April 2023 at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544 for the purpose of considering and, if thought fit, passing the ordinary resolution set out in the Notice of EGM on pages N-1 to N-4 of this Circular. Shareholders are to note that the EGM will be held as a physical meeting, and all Shareholders entitled to vote are encouraged to attend the EGM.

### 9. ACTION TO BE TAKEN BY THE SHAREHOLDERS

Shareholders who are unable to attend the EGM may wish to appoint a proxy to attend and vote at the EGM on their behalf. Shareholders who wish to appoint a proxy to attend and vote on their behalf at the EGM will find attached to this Circular a Proxy Form which they are to complete, sign and return in accordance with the instructions stated thereon as soon as possible and, in any event, to arrive at the registered office of the Company at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544 not less than seventy-two (72) hours before the time and date fixed for holding the EGM. The completion and return of a Proxy Form by a Shareholder does not preclude him from attending and voting in person at the EGM if he so wishes. A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register seventy-two (72) hours before the time fixed for holding the EGM.

## LETTER TO SHAREHOLDERS

### 10. DIRECTORS' RESPONSIBILITY STATEMENT

- 10.1 The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, the information contained in this Circular constitutes full and true disclosure of all material facts about the Proposed Appointment of Auditor and of the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading.
- 10.2 Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

### 11. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544 during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the Constitution of the Company;
- (b) notification letter from RSM Chio Lim LLP to the Company stating its decision and wishes not to seek re-appointment;
- (c) professional clearance letter issued by RSM Chio Lim LLP to Baker Tilly TFW LLP dated 4 April 2023; and
- (d) the Baker Tilly Consent Letter.

Yours faithfully

For and on behalf of the Board of Directors of  
**ecoWise Holdings Limited**

Lee Thiam Seng  
Executive Chairman and Chief Executive Officer  
6 April 2023

## **LETTER TO SHAREHOLDERS**

### **APPENDIX**

(copy of the Baker Tilly Consent Letter and a copy of the letter received from the Previous Auditor stating its decision and wishes not to seek re-appointment)

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LSL/LYZ/05360

5 April 2023

**Private & Confidential**

The Board of Directors  
ecoWise Holdings Limited  
1 Commonwealth Lane #07-28  
One Commonwealth  
Singapore 149544

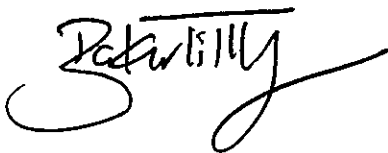
Dear Sirs

**ECOWISE HOLDINGS LIMITED  
(THE "COMPANY")**

**CONSENT TO ACT AS INDEPENDENT AUDITORS**

We refer to your letter dated 30 March 2023 nominating us as the Company's auditor for the financial period from 1 November 2021 to 30 April 2023. We hereby consent, pursuant to Section 10 of the Companies Act 1967, to act as statutory auditor of your Companies.

Yours faithfully



RSM Chio Lim LLP

8 Wilkie Road, #03-08  
Wilkie Edge, Singapore 228095

T +65 6533 7600

Audit@RSMSingapore.sg  
www.RSMSingapore.sg

Our Ref: RSMCL/3107/CWK

18 May 2022

The Board of Directors  
ecoWise Holdings Limited  
1 Commonwealth Lane,  
One Commonwealth #07-28  
Singapore 149544

Dear Sirs

### Retirement as Statutory Auditors

At our recent discussions we indicated to you that we will not be seeking re-appointment as the statutory auditors.

We hereby provide you with a written confirmation that we are not seeking the re-appointment as the statutory auditors of ecoWise Holdings Limited (the "Company") at the annual general meeting to be held on 30 May 2022. We retire herewith and withdraw our consent to act as the statutory auditors of the Company.

We confirm that our retirement as statutory auditors of the Company did not arise from circumstances that should be brought to the attention of the shareholders of the Company.

Please take steps to appoint another firm of auditors to fill our vacancy.

We wish the Company all the success in the future.

Yours faithfully



RSM Chio Lim LLP

# NOTICE OF EXTRAORDINARY GENERAL MEETING

## NOTICE OF EXTRAORDINARY GENERAL MEETING

ECOWISE HOLDINGS LIMITED  
(Company Registration Number: 200209835C)  
(Incorporated in the Republic of Singapore)

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“**EGM**” or the “**Meeting**”) of ECOWISE HOLDINGS LIMITED (“**Company**”) will be held on 21 April 2023 at 3.00 p.m. at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544 for the purpose of considering and, if thought fit, passing the following resolution with or without any modifications:

*All capitalised terms in this Notice which are not defined herein shall have the same meanings as ascribed to them in the Company's circular dated 6 April 2023.*

### **ORDINARY RESOLUTION: PROPOSED APPOINTMENT OF AUDITOR - BAKER TILLY TFW LLP**

#### **RESOLVED THAT:**

- (a) Baker Tilly TFW LLP (“**Baker Tilly**”), having consented to act, be and are hereby appointed as statutory auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company for such fee and on such terms as may be agreed by the Directors and Baker Tilly<sup>1</sup>; and
- (b) the Directors and any one of them be and are hereby authorised to approve and complete and do all such acts and things (including, without limitation, to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this ordinary resolution.

By Order of the Board

Lee Thiam Seng  
Executive Chairman and Chief Executive Officer  
6 April 2023

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<sup>1</sup> Please read the explanatory note to this Notice of EGM

# NOTICE OF EXTRAORDINARY GENERAL MEETING

## EXPLANATORY NOTE

- (1) Upon approval by Shareholders of the Ordinary Resolution as set out in the Notice of EGM above, Messrs. Baker Tilly TFW LLP will formally be appointed as the statutory auditor of the Company.

## IMPORTANT NOTES ON THE EXTRAORDINARY GENERAL MEETING:

1. The Company refers to:
  - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to convene, hold or conduct general meetings;
  - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which sets out the alternative arrangements in respect of, inter alia, general meetings of companies; and
  - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the Regulator’s Column on “Live engagement and voting expected at all AGMs for FYs ending 30 June 2022 or after” dated 23 May 2022 and the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. Pursuant to the above, the Company is pleased to announce that the EGM will be held, in a wholly physical format, on 21 April 2023 at 3.00 p.m. (Singapore time). There will be no option for shareholders to participate virtually. Printed copies of this Notice and the accompanying Proxy Form will not be sent by post to members. These documents will be available to members by electronic means via publication on the Company’s website at the URL <https://www.ecowise.com.sg> and the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.
3. Please take note that the Company may implement such COVID-19 safe management measures (including vaccination-differentiated safe management measures) at the EGM as may be required or recommended under the Order or any regulations, directives, measures or guidelines that may be issued from time to time by any government or regulatory agency in light of any update by the relevant authority on the COVID-19 situation in Singapore. Shareholders should check the Company’s website or the SGXNet for the latest updates.
4. Shareholders (including CPF and SRS investors) may participate in the EGM by: (a) attending the EGM in person; (b) submitting questions to the Chairman of the Meeting in advance of, or at, the EGM; and/or (c) voting at the EGM (i) themselves personally or (ii) through their duly appointed proxy(ies). For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the Meeting) to attend, speak and/or vote at the EGM on their behalf.
5. Details of the steps for registration, submission of questions and voting at the EGM by Shareholders, including CPF and SRS investors, are set out in **Appendix A** to the announcement containing the Notice of EGM released on the SGXNet. In particular, CPF and SRS investors who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as their proxy in respect of their shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their proxy(ies) at least seven (7) working days prior to the date of the EGM, i.e., by 3.00 p.m. on 12 April 2023.
6. Except for a member who is a relevant intermediary as defined under Section 181(6) of the Companies Act, a member is normally entitled to appoint not more than two (2) proxies to participate and vote at the EGM. Where such member appoints more than one (1) proxy, the proportion of his concerned shareholding to be represented by each proxy shall be specified in the Proxy Form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of Shares held by the member and any second named proxy as an alternate to the first named.

## NOTICE OF EXTRAORDINARY GENERAL MEETING

7. Pursuant to Section 181(1C) of the Companies Act, any member who is a relevant intermediary is entitled to appoint more than two (2) proxies to participate in the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.
8. Persons who hold the Company's shares through relevant intermediaries, other than CPF and SRS investors, and who wish to participate in the EGM by: (a) attending the EGM in person; (b) submitting questions to the Chairman of the Meeting in advance of, or at, the EGM; and/or (c) voting at the EGM (i) themselves personally or (ii) by appointing the Chairman of the Meeting as proxy in respect of their shares held by such relevant intermediaries on their behalf, should contact the relevant intermediary through which they hold such shares as soon as possible (in any event, at least seven (7) working days before the time and date set for the EGM), i.e., by 3.00 p.m. on 12 April 2023 in order for the necessary arrangements to be made for their participation in the EGM.
9. A proxy need not be a member of the Company.
10. A member can appoint the Chairman of the Meeting as his/her/it proxy, but this is not mandatory. If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
11. All voting will be carried out by way of a poll.
12. The duly executed Proxy Form must be submitted to the Company in the following manner:
  - (a) by post to the Company's registered address at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544; or
  - (b) if submitted electronically, be submitted via email to [investorrelation@ecowise.com.sg](mailto:investorrelation@ecowise.com.sg),in any case no later than seventy-two (72) hours before the time and date fixed for the EGM, being 3.00 p.m. on 18 April 2023, and falling which, the Proxy Form will not be treated as valid.
13. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. A copy of the power of attorney or such other authority must be submitted together with the instrument appointing a proxy.
14. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies.
15. A Depositor's name must appear in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001) maintained by The Central Depository (Pte) Limited not later than seventy-two (72) hours before the time set for the EGM for the Depositor to be entitled to attend and vote at the EGM.

## NOTICE OF EXTRAORDINARY GENERAL MEETING

### Personal Data Privacy Terms:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company: (i) consents to the collection, use and disclosure of the 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 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 member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) 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.

# PROXY FORM

ECOWISE HOLDINGS LIMITED  
(Company Registration Number: 200209835C)  
(Incorporated in the Republic of Singapore)

## PROXY FORM EXTRAORDINARY GENERAL MEETING

### IMPORTANT:

- For investors who have used their Central Provident Fund or Supplementary Retirement Scheme monies to buy Shares in the Company (the “CPF Investors” or “SRS Investors”), this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
- CPF or SRS investors:
  - may vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM, i.e., by 12 April 2023 at 3.00 p.m., to allow sufficient time for their respective relevant intermediaries to, in turn, submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf.

I/We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport No./Company Registration No.) of \_\_\_\_\_ (Address) being a member/members\* of ecoWise Holdings Limited (the “Company”) hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

and/or\*

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

or failing the person, or either or both of the persons referred to above, the Chairman of the Extraordinary General Meeting (“EGM” or the “Meeting”) as my/our\* proxy to attend, speak and vote for me/us\* on my/our\* behalf at the EGM to be held on 21 April 2023 at 3.00 p.m. physically at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544 and at any adjournment thereof.

I/We\*direct my/our\* proxy to vote for or against or abstain from voting on the Resolution to be proposed at the EGM as indicated hereunder. **If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the \*proxy/proxies (except where the Chairman of the Meeting is appointed) will vote or abstain from voting at \*his/her/their discretion. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.**

Please indicate with a “V” in the space provided below to exercise your vote “For” or “Against”, or “Abstain” from voting on, the Resolution as set out in the Notice of EGM dated 6 April 2023. Alternatively, please indicate the number of Shares as appropriate. The Resolution put to the EGM will be decided by way of a poll.

No.	Resolution	Number of votes		
		For**	Against**	Abstain**
1	Proposed Appointment of Auditor - Baker Tilly TFW LLP			

Please note that the short description given above of the Resolution to be passed does not in any way whatsoever reflect the intent and purpose of the Resolution. The short description has been inserted for convenience only. Shareholders are encouraged to refer to the Notice of EGM dated 6 April 2023 for the full purpose and intent of the Resolution to be passed.

Dated this \_\_\_\_ day of April 2023.

Total no. of shares in	No. of shares
(a) in CDP Register	
(b) in Register of Members	

Signature(s) of Member(s)/Common Seal of Corporate Member(s)

\* Delete where inapplicable

IMPORTANT: PLEASE READ NOTES OVERLEAF

## NOTES FOR PROXY FORM

1. For this EGM, members of the Company (including relevant intermediaries) may vote by way of this Proxy Form appointing the Chairman of the Meeting to vote in accordance with the Proxy Form or by their duly appointed proxies as set out in the Notice of EGM.
2. Please insert the total number of Shares held by you: (a) if you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number; (b) if you have Shares registered in your name in the Register of Members of the Company, you should insert that number; (c) if you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members of the Company, you should insert the aggregate of the numbers. If no number is inserted, this Proxy Form shall be deemed to relate to all the Shares held by you.
3. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares held by the member and any second named proxy as an alternate to the first named.
4. A member who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.
5. "Relevant intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore.
6. A proxy need not be a member of the Company.
7. The instrument appointing a proxy must be signed under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. A copy of the power of attorney or such other authority must be submitted together with the instrument appointing a proxy.
8. The duly executed Proxy Form must be submitted to the Company in the following manner:
  - (a) by post to the Company's registered address at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544; or
  - (b) if submitted electronically, be submitted via email to [investorrelation@ecowise.com.sg](mailto:investorrelation@ecowise.com.sg),in any case no later than seventy-two (72) hours before the time and date fixed for the EGM, and falling which, the Proxy Form will not be treated as valid.
9. By submitting this Proxy Form, a member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 6 April 2023.

## APPENDIX A

### Steps for registration, submission of questions and voting at the EGM

Shareholders (including CPF and SRS investors) can attend the EGM in person, submit questions to the Chairman of the Meeting in advance of, or at, the EGM and/or vote at the EGM by themselves or through duly appointed proxy(ies).

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Register in person to attend the EGM	<p>Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can attend the EGM in person.</p> <p>To do so, they will need to register in person at the registration counter(s) outside the EGM venue on the day of the event. Registration will commence at 2:00 p.m. on that day. Shareholders are encouraged to arrive early to facilitate the registration process. Please bring along your NRIC/passport to enable the Company to verify your identity.</p> <p>In the event members encounter COVID-19 like symptoms prior to the Meeting, members are strongly encouraged to exercise social responsibility to rest at home and consider appointing a proxy(ies) to attend the Meeting. We encourage members to mask up when attending the Meeting.</p>
2.	Submit questions in advance of, or at, the EGM	<p><b>Submission of Questions before EGM.</b> Shareholders, including CPF and SRS investors, can submit questions in advance of, or at, the EGM. Shareholders, including CPF and SRS investors, can submit substantial and relevant questions related to the Ordinary Resolution to be tabled for approval at the EGM to the Chairman of the Meeting, in advance of the EGM, in the following manner:</p> <p style="margin-left: 40px;">(a) via email to <a href="mailto:investorrelation@ecowise.com.sg">investorrelation@ecowise.com.sg</a>; or</p> <p style="margin-left: 40px;">(b) by post to the Company's registered address at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544.</p> <p>Shareholders who submit questions via email or by post must provide the Company with the following details:</p> <ul style="list-style-type: none"> <li>• the shareholder's full name;</li> <li>• the shareholder's address;</li> <li>• the shareholder's contact number and/or email address; and</li> <li>• the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF/SRS and/or scrip).</li> </ul> <p><b>Deadline to submit questions in advance of the EGM.</b> All questions submitted in advance of the EGM via any of the above channels must be received by 5.00 p.m. on 13 April 2023 ("<b>Cut-off time</b>").</p> <p><b>Asking substantial and relevant questions at the EGM.</b> Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can also ask the Chairman of the Meeting substantial and relevant questions related to the Resolution to be tabled for approval at the EGM at the EGM itself.</p>

No.	Steps	Details
		<p><b>Addressing questions.</b> The Company will address all substantial and relevant questions received from shareholders by the Cut-off time, by publishing its responses to such questions on the Company’s corporate website at the URL <a href="https://www.ecowise.com.sg">https://www.ecowise.com.sg</a> and the SGXNet at URL <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> no later than 3.00 p.m. on 16 April 2023, i.e., forty-eight (48) hours prior to the deadline for the submission of instruments appointing proxy(ies). The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the Resolution to be tabled for approval at the EGM) received after the Cut-off time which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM, at the EGM itself. <b>Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.</b></p> <p><b>Minutes of EGM.</b> The Company will publish the minutes of the EGM on the Company’s website and the SGXNet within one calendar month from the date of the EGM, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the EGM.</p>
3.	Vote, or submit instruments appointing a proxy(ies) to vote, at the EGM	<p><b>Voting.</b> Shareholders can vote at the EGM themselves or through duly appointed proxy(ies). Shareholders who wish to appoint a proxy(ies) must submit an instrument appointing a proxy(ies).</p> <p><b>Submission of instruments appointing a proxy(ies).</b> The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:</p> <p>(a) by post to the Company’s registered address at 1 Commonwealth Lane, One Commonwealth, #07-28, Singapore 149544; or</p> <p>(b) if submitted electronically, be submitted via email to <a href="mailto:investorrelation@ecowise.com.sg">investorrelation@ecowise.com.sg</a>,</p> <p>in any case no later than seventy-two (72) hours before the time and date fixed for the EGM, being 3.00 p.m. on 18 April 2023.</p> <p>A shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email may download a copy of the proxy form from the Company’s website or the SGXNet, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.</p> <p><b>Deemed revocation of proxy appointment if shareholder attends the EGM in person.</b> Completion and submission of the instrument appointing a proxy(ies) by a shareholder will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of the proxy(ies) for the EGM will be deemed to be revoked if the shareholder attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.</p> <p><b>CPF and SRS investors.</b> CPF and SRS investors:</p>

No.	Steps	Details
		<p>(a) may vote at the EGM if they are appointed proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p> <p>(b) may request their respective CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM,</p> <p>in either case, they should approach their respective CPF Agent Banks or SRS Operators by <u>3.00 p.m. on 12 April 2023</u>, i.e., at least seven (7) working days before the time and date fixed for the EGM.</p> <p><b>Shareholders who hold shares through Relevant Intermediaries.</b> Shareholders who hold shares through Relevant Intermediaries:</p> <p>(a) may vote at the EGM if they are appointed proxies by their respective Relevant Intermediaries, and should contact their respective Relevant Intermediaries if they have any queries regarding their appointment as proxies; or</p> <p>(b) may request their respective Relevant Intermediaries to appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM,</p> <p>in either case, they should approach their respective Relevant Intermediaries by <u>3.00 p.m. on 12 April 2023</u>, i.e., seven (7) working days before the time and date fixed for the EGM.</p>