

## 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

---

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

## 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.

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.

**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.