

AZVENTURE INVESTMENTS LTD.

(Incorporated in the Republic of Singapore)
(Registration No.: 198601642R)

NOTICE OF ANNUAL GENERAL MEETING

This Notice has been made available on the Company's website and may be accessed at the following URL: <https://www.azventure.sg/agm>.

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of AZVENTURE INVESTMENTS LTD. (the "**Company**") will be convened and held by way of electronic means on **Thursday, 30 June 2022 at 10.00 a.m. (Singapore time)**, for the following businesses:

AS ORDINARY BUSINESS

1. To receive and, if approved, to adopt the Audited Financial Statements for the financial year ended December 31, 2021 together with the Directors' Statement and Auditor's Report thereon. **[Resolution 1]**
2. To approve Directors' fees of S\$150,000.00 for the financial year ending December 31, 2022. (2021: S\$81,346.15). **[Resolution 2]**
3. To re-appoint Messrs BDO LLP as auditors of the Company and to authorise the Directors to fix their remuneration. **[Resolution 3]**
4. To transact any other routine business which may be properly transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions (with or without amendments) as Ordinary Resolutions:

5. That pursuant to Section 161 of the Companies Act 1967 of Singapore, authority be and is hereby given to the Directors to:
 - (a) (i) issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and
- (b) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

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provided that:

1. in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Constitution for the time being of the Company; and
2. (unless revoked or varied by the Company in General Meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier. **[Resolution 4]**

By Order of the Board

Ms Nor Hafiza Alwi
Company Secretary
8 June 2022
Singapore

Explanatory Notes:

(I) Ordinary Resolution 2

Ordinary Resolution 2, if passed, will facilitate payment of the Directors' fees for the financial year ending 31 December 2022. The Directors' fees for Mr Mun Hong Yew, Mr Kelvin Mun Weng Hoe and Ms Siew Yoke Ping will be paid on a quarterly basis (in 4 instalments), within 30 days of the end of each quarter, with the payments for the first quarter of the year to be paid within 30 days of the receipt of approval of the members at the forthcoming Annual General Meeting. The aggregate amount of Directors' fees for the said Directors is calculated on the assumption that all the Directors will hold office for the whole of the financial year ending 31 December 2022.

(II) Ordinary Resolution 4

Ordinary Resolution 4, if passed, will empower the Directors to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments.

Notes:

- (i) The Annual General Meeting ("AGM") will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 as may be amended from time to time. This Notice of AGM will also be made available on the Company's website at <https://www.azventure.sg/agm> on 8 June 2022.
- (ii) **To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the AGM in person.** Details on the alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via "live" webcast or "live" audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions prior to or at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Company's notice dated 8 June 2022 entitled "Important Notice to Shareholders in relation to the Company's Annual General Meeting on 30 June 2022" ("**Notice to Shareholders**") accompanying this Notice of AGM. For the avoidance of doubt, the Notice to Shareholders is circulated together with, and forms part of, this Notice of AGM in respect of the AGM. Shareholders may participate at the AGM by taking note of the steps set out in the Notice to Shareholders.
- (iii) Shareholders who wish to participate at the AGM by watching the AGM proceedings via "live" webcast must pre-register at <https://www.azventure.sg/agm> no later than **10.00 a.m. on 27 June 2022** to enable the Company to verify their status as shareholders. The Company may switch to a "live" audio-only stream, in the event that the Company is unable, for any reason, to conduct a "live" webcast.
- (iv) If shareholders have any questions in relation to any of the resolutions tabled for approval at the AGM, shareholders may send their queries in advance of the AGM, by **10.00 a.m. on 23 June 2022**, via electronic mail to the Company's corporate secretarial team at agm@azventure.sg, or by post to 31 Ubi Road 1, #01-05, Singapore 408694. To minimise COVID-19 transmission risks, members are strongly encouraged to submit their queries electronically via electronic mail. The Company will endeavour to address substantial and relevant queries from shareholders either prior to or at the AGM. Please note that the Company is unable to take on questions at the AGM during the "live" webcast, and therefore it is important for shareholders to submit their queries in advance of the AGM. Answers to substantial and relevant queries will be uploaded on the Company's website at <https://www.azventure.sg/agm>.

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- (v) A member (whether individual or corporate) that wishes to exercise his/her/its voting rights at the AGM must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. The Chairman of the AGM, as proxy, need not be a member of the Company. The proxy form will also be made available on the Company's website at <https://www.azventure.sg/agm>.
- (vi) The proxy form appointing the Chairman of the AGM as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must be:
 - (a) If sent personally or by post, deposited with AZVENTURE INVESTMENTS LTD., c/o B.A.C.S. Private Limited, at 77 Robinson Road, #06-03, Robinson 77, Singapore 068896; or
 - (b) If submitted by electronic mail, received by the Company at agm@azventure.sg,

in either case, **by 10.00 a.m. on 27 June 2022, being at least seventy-two (72) hours before the time of the AGM**, and in default, the instrument of proxy shall be treated as invalid.

To minimise COVID-19 transmission risks, **members are strongly encouraged to submit duly completed proxy forms electronically via electronic mail**. If a member elects to submit duly completed proxy forms electronically via electronic mail, all subsequent correspondence with the Company in relation to the AGM shall be conducted via email, and sent to the same electronic mail address from which the proxy forms were submitted.

- (vii) The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointer or of his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the proxy form is executed by an attorney on behalf of the appointer, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
- (viii) Persons who hold shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), other than Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors, and who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings through the live webcast; (b) submitting questions in advance of the AGM; and/or (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.
- (ix) In addition, CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **10.00 a.m. on 21 June 2022**, being seven (7) working days before the date of the AGM.

Personal data privacy:

By submitting an instrument appointing the Chairman of the AGM as the proxy to attend, speak and vote at the AGM and/or any adjournment thereof (whether by hand, post or electronic mail), 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 purposes of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, 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.