
NOTICE OF ANNUAL GENERAL MEETING

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LHN LIMITED 賢能集團有限公司*

(the “Company”)
(Incorporated in the Republic of Singapore)
(Hong Kong Stock Code: 1730)
(Singapore Stock Code: 410)

NOTICE OF ANNUAL GENERAL MEETING

Unless otherwise defined or the context otherwise requires, all capitalised terms herein shall bear the same meaning as ascribed to them in the circular dated 8 January 2024 issued by the Company (the “Circular”).

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of the Company will be convened and held at 202 Kallang Bahru Singapore 339339 on Tuesday, 30 January 2024 at 10:00 a.m. to transact the following businesses:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 30 September 2023 together with the Independent Auditor’s Report thereon. **Resolution 1**
2. To declare a final dividend of 1.0 Singapore cent (S\$0.01) (equivalent to 5.81 Hong Kong cents (HK\$0.0581)) per ordinary share tax exempt (one-tier) for the financial year ended 30 September 2023. **Resolution 2**
3. To declare a special dividend of 1.0 Singapore cent (S\$0.01) (equivalent to 5.81 Hong Kong cents (HK\$0.0581)) per ordinary share tax exempt (one-tier) for the financial year ended 30 September 2023 (the “**Special Dividend**”). **Resolution 3**

Note: The scrip dividend scheme of the Company will be applicable to the Special Dividend, giving shareholders of the Company the option to receive the Special Dividend in the form of shares in the capital of the Company instead of cash. The scrip dividend scheme is subject to: (1) the approval of the proposed Special Dividend at the forthcoming AGM of the Company; and (2) the SGX-ST and SEHK granting the listing of and permission to deal in the scrip shares to be issued. In the event that the said approvals are not obtained for the scrip dividend scheme, the Special Dividend will be satisfied and paid to the shareholders of the Company in the form of cash only.

4. To re-elect the following Directors of the Company retiring pursuant to Regulation 99 of the Constitution of the Company, and who have, being eligible, offered themselves for re-election as Directors:

Ms. Lim Bee Choo

Resolution 4

* For identification purpose only

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Mr. Chan Ka Leung Gary

Resolution 5

The detailed information of the above-mentioned Directors, as required under Rule 720(6) of Section A of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual: Rules of Mainboard (the “**SG Mainboard Rules**”) and Rule 13.74 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**HK Listing Rules**”), can be found under the sections entitled “Board of Directors” and the “Corporate Governance Report” in the Annual Report for the financial year ended 30 September 2023 and the Circular.

[See Explanatory Note (i)]

5. To re-elect the following Directors of the Company retiring pursuant to Rule 210(5)(d)(iv) of the SG Mainboard Rules and code provision B.2.3 of Corporate Governance Code in Appendix 14 to the HK Listing Rules (the “**HK Corporate Governance Code**”), and who have, being eligible, offered themselves for re-election as Directors:

Ms. Ch’ng Li-Ling

Resolution 6

Mr. Yong Chee Hiong

Resolution 7

The detailed information of the above-mentioned Directors, as required under Rule 720(6) of the SG Mainboard Rules and Rule 13.74 of the HK Listing Rules, can be found under the sections entitled “Board of Directors” and the “Corporate Governance Report” in the Annual Report for the financial year ended 30 September 2023 and the Circular.

[See Explanatory Note (ii)]

6. To approve the payment of Directors’ fees of S\$230,400 for the financial year ending 30 September 2024, payable quarterly in arrears (FY2023: S\$230,400).
7. To approve the payment of Directors’ meeting allowances of S\$12,000 for the financial year ended 30 September 2023.

Resolution 8

Resolution 9

[See Explanatory Note (iii)]

8. To approve the payment of Directors’ travel allowances of S\$1,000 for the financial year ended 30 September 2023.

Resolution 10

[See Explanatory Note (iii)]

9. To re-appoint Messrs PricewaterhouseCoopers LLP as the Independent Auditor of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors of the Company to fix their remuneration.

Resolution 11

10. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

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AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following as Ordinary Resolutions, with or without modifications:–

11. AUTHORITY TO ISSUE SHARES

Resolution 12

That pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Companies Act**”), Rule 806 of the SG Mainboard Rules and the HK Listing Rules, the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the capital of the Company (“**Shares**”) whether by way of rights, scrip dividend, 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) options, 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 of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution is in force,

provided that:

- (1) the aggregate number of Shares to be allotted and issued pursuant to this Resolution (including Shares to be allotted and issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued Shares excluding treasury Shares and subsidiary holdings in the capital of the Company (as calculated in accordance with sub-paragraph (3) below), of which the aggregate number of Shares to be allotted and issued other than on a pro rata basis to shareholders of the Company (including Shares to be allotted and issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued Shares excluding treasury Shares and subsidiary holdings in the capital of the Company (as calculated in accordance with sub-paragraph (3) below);
- (2) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Companies Act, the HK Listing Rules, the Code on Share Buy-Backs of Hong Kong and the SG Mainboard Rules for the time being in force (unless such compliance has been waived by The Stock Exchange of Hong Kong Limited (the

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“SEHK”), the Hong Kong Securities and Futures Commission or the SGX-ST, respectively) and the Constitution, for the time being in force, of the Company;

- (3) subject to such calculation as may be prescribed by the SGX-ST and the SEHK for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury Shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
- (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from exercising share options or vesting of share awards, provided that the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the SG Mainboard Rules; and
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares;

and adjustments in accordance with sub-paragraphs 3(a) and 3(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of this Resolution; and

- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (i) the conclusion of the next Annual General Meeting of the Company; or (ii) the date by which the next Annual General Meeting of the Company is required by law or the Constitution to be held, whichever is earlier.

[See Explanatory Note (iv)]

12. AUTHORITY TO ISSUE SHARES UNDER THE LHN EMPLOYEE SHARE OPTION SCHEME (THE “SHARE OPTION SCHEME”) Resolution 13

That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised to offer and grant options in accordance with the provisions of the Share Option Scheme and to allot and issue from time to time such number of Shares in the capital of the Company as may be required to be allotted and issued pursuant to the exercise of options under the Share Option Scheme, provided always that the aggregate number of new Shares to be allotted and issued pursuant to the Share Option Scheme, when added to the aggregate number of Shares issued and issuable in respect of all options granted under the Share Option Scheme and any other share option, share incentive, performance share or restricted share plan implemented by the Company, shall not exceed

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10% of the total number of issued Shares in the capital of the Company at the date of the passing of this Resolution.

[See Explanatory Note (v)]

13. PROPOSED RENEWAL OF THE SHARE BUY-BACK MANDATE

Resolution 14

That:

(a) for the purposes of Sections 76C and 76E of the Companies Act and the HK Listing Rules, approval be and is hereby given for the renewal of the Share Buy-Back Mandate; and the Directors of the Company be and are hereby authorised to exercise all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:

- (i) on-market purchases (each a “**Market Purchase**”) on the SGX-ST and/or the SEHK; and/or
- (ii) off-market purchases (each an “**Off-Market Purchase**”) effected otherwise than on the SGX-ST and/or SEHK in accordance with any equal access schemes as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

provided always such purchases and acquisitions shall be carried out in accordance with all other laws and regulations, including but not limited to, the Company’s Constitution, the provisions of the Companies Act, the SG Mainboard Rules, the Singapore Code on Take-overs and Mergers, the HK Listing Rules, the Code on Share Buy-backs of Hong Kong and the Code on Takeovers and Mergers of Hong Kong, as may for the time being be applicable;

- (b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buy-Back Mandate shall be deemed cancelled and dealt with in accordance with the Companies Act;
- (c) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Resolution and expiring on the earlier of:
 - (i) the conclusion of the next Annual General Meeting or the date by which such Annual General Meeting is required by the Constitution of the Company or the applicable laws of Singapore to be held;

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- (ii) the date on which the buy-back of the shares is carried out to the full extent mandated; or
 - (iii) the date on which the authority conferred in the Share Buy-Back Mandate is varied or revoked by Shareholders in a general meeting;
- (d) for purposes of this Resolution:

“Prescribed Limit” means ten per cent (10%) of the issued ordinary share capital of the Company as at the date of passing of this Resolution (excluding subsidiary holdings) unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the issued ordinary share capital of the Company shall be taken to be the amount of the issued ordinary share capital of the Company as altered (excluding any subsidiary holdings that may be held by the Company from time to time);

“Relevant Period” means the period commencing from the date of passing of this Resolution and expiring on the date the next Annual General Meeting is held, or is required by the Constitution of the Company or the applicable laws in Singapore to be held, the date on which the buy-back of the Shares are carried out to the full extent mandated, or the date the said mandate is revoked or varied by Shareholders in a general meeting, whichever is the earlier;

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, commission, stamp duties, applicable goods and services tax, clearance fees and other related expenses) not exceeding:

- (i) in the case of a Market Purchase, 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Purchase, 110% of the Average Closing Price, where:

“Average Closing Price” means (x) in the case of Market Purchase on SGX-ST, the average of the closing market prices of a Share over the last five (5) market days, on which transactions in the Shares were recorded on the SGX-ST, preceding the day of the Market Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase and deemed to be adjusted for any corporate action, in accordance with the SG Mainboard Rules, that occurs during the relevant five (5)-day period and the day on which the purchase was made; and (y) in the case of Market Purchase made on the SEHK, the average closing market price for the five (5) preceding trading days on which the Shares were traded on the SEHK;

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“**day of the making of the offer**” means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;

“**market day**” means a day on which the SGX-ST or SEHK (as the case may be) is open for trading in securities; and

- (e) any of the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution.

[See Explanatory Note (vi)]

14. EXTENSION MANDATE ON ISSUE SHARES REPURCHASED

Resolution 15

That conditional on the passing of Resolutions 12 and 14 above, the general mandate adopted pursuant to Resolution 12 above be and is hereby extended by the addition to the aggregate number of which may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to or in accordance with such general mandate of an amount representing the aggregate number of shares of the Company purchased or acquired, or agreed to be purchased or acquired by the Company pursuant to or in accordance with the authority granted under paragraph (a) of Resolution 14 above, provided that the aggregate number of shares which may be allotted and issued shall be subject to the limits in the SG Mainboard Rules or the HK Listing Rules, whichever is more onerous.

[See Explanatory Note (vii)]

On Behalf of the Board

Chong Eng Wee
Company Secretary
Singapore, 8 January 2024

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Explanatory Notes:

- (i) Ms. Lim Bee Choo will, upon re-election as a Director, remain as an executive Director and the Group Deputy Managing Director.

Mr. Chan Ka Leung Gary will, upon re-election as a Director, remain as an independent non-executive Director, the chairman of the Audit Committee and a member of both the Nominating Committee and Remuneration Committee. The Board of Directors (save for Mr. Chan Ka Leung Gary) considers him independent for the purposes of Rule 704(8) of the SG Mainboard Rules and Rule 3.13 of the HK Listing Rules.

- (ii) Rule 210(5)(d)(iv) of the SG Mainboard Rules states that a director will not be independent if he or she has been a director of the issuer for an aggregate period of more than nine years (whether before or after listing). Such director may continue to be considered independent until the conclusion of the next Annual General Meeting of the Company, which comes into effect from 11 January 2023. Code provision B.2.3 of the HK Corporate Governance Code states that if an independent non-executive director has served more than nine years, such director's further appointment should be subject to a separate resolution to be approved by shareholders.

Both Ms. Ch'ng Li-Ling and Mr. Yong Chee Hiong's tenure as independent directors will exceed the nine-year limit as of 10 March 2024. As this falls within the Transitional Period (as defined in Transitional Practice Note 4 of the SG Mainboard Rules), they can continue to be deemed independent until the next Annual General Meeting for the financial year ending 30 September 2024 if they are re-elected at this Annual General Meeting for the financial year ended 30 September 2023. Furthermore, Ms. Ch'ng Li-Ling and Mr. Yong Chee Hiong's further appointment will be subject to a separate resolution to be approved by shareholders under code provision B.2.3 of the HK Corporate Governance Code.

Ms. Ch'ng Li-Ling will, upon re-election as a Director, remain as the lead independent non-executive Director, the chairwoman of the Remuneration Committee and a member of both the Nominating Committee and Audit Committee. The Board of Directors (save for Ms. Ch'ng Li-Ling) considers her independent for the purposes of Rule 704(8) of the SG Mainboard Rules and Rule 3.13 of the HK Listing Rules.

Mr. Yong Chee Hiong will, upon re-election as a Director, remain as an independent non-executive Director, the chairman of the Nominating Committee and a member of both the Remuneration Committee and Audit Committee. The Board of Directors (save for Mr. Yong Chee Hiong) considers him independent for the purposes of Rule 704(8) of the SG Mainboard Rules and Rule 3.13 of the HK Listing Rules.

- (iii) The payment of Directors' meeting allowances is for the additional and ad-hoc board meetings attended by the Directors during the financial year ended 30 September 2023. The payment of Directors' travel allowances is for the overseas travel conducted by the Directors during the financial year ended 30 September 2023 for the evaluation of potential overseas projects to be undertaken by the Company.
- (iv) The Ordinary Resolution 12 in item 11 above, if passed, will empower the Directors, effective 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 or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, fifty per cent (50%) of the total number of issued shares in the capital of the Company of which up to twenty per cent (20%) may be issued other than on a pro-rata basis to Shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities, share options or share awards which are outstanding or subsisting at the time when this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.

- (v) The Ordinary Resolution 13 in item 12 above, if passed, will empower the Directors of the Company to issue Shares up to an amount in aggregate not exceeding ten per cent (10%) of the issued share capital of the Company pursuant to the Share Option Scheme, and such other share-based incentive scheme or share plan. This authority is in addition to the general authority to issue Shares sought under Ordinary Resolution 12.
- (vi) The Ordinary Resolution 14 in item 13 above, if passed, will empower the Directors of the Company, with the effective period commencing from the date on which the ordinary resolution in relation to the Share Buy-Back Mandate is passed in a general meeting and expiring on the earliest of the date on which the next Annual General Meeting is held or is required by law to be held, or the date the said mandate is revoked or varied by the Company in a general meeting to repurchase the Shares by way of market purchases or off-market purchases of up to ten per cent (10%) of the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the Maximum Price as defined in this Notice of Annual General Meeting.

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The rationale for the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Buy-Back Mandate on the audited consolidated financial accounts of the Group for the financial year ended 30 September 2023 are set out in greater detail in the Circular.

- (vii) It is a requirement under Rule 13.36(2)(b) of the HK Listing Rules that a separate ordinary resolution be passed by Shareholders in a general meeting to add such repurchased securities to the general mandate under Ordinary Resolution 12. The Ordinary Resolution 15 in item 14 above, if passed, will extend the aggregate number of the Shares which may be allotted and issued under the mandate under Ordinary Resolution 12 by an addition of an amount representing the aggregate number of Shares purchased or acquired pursuant to the mandate under Ordinary Resolution 14, provided that the aggregate number of shares which may be allotted and issued shall be subject to the limits in the SG Mainboard Rules or the HK Listing Rules, whichever is more onerous.

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IMPORTANT:

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the AGM

For Shareholders in Singapore

The Share Transfer Books and Register of Members of the Company will be closed at 5:00 p.m. on Friday, 26 January 2024 for the purpose of determining shareholders' entitlements to attend and vote at the AGM. Duly completed registrable transfers in respect of the Shares received by the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 up to 5:00 p.m. on Wednesday, 24 January 2024 will be registered to determine shareholders' entitlements to attend and vote at the AGM.

For Shareholders in Hong Kong

In order to determine the identity of shareholders in Hong Kong who are entitled to attend and vote at the AGM, the branch register of members of the Company in Hong Kong will be closed from Thursday, 25 January 2024 to Tuesday, 30 January 2024 (both days inclusive), during which period no transfer of Shares of the Company will be registered in Hong Kong. All share transfers in Hong Kong, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 24 January 2024.

For the purpose of determination of shareholders registered under the Singapore principal register of members and the Hong Kong branch register of members of the Company, all necessary documents, remittances accompanied by the relevant share certificates in respect of removal of Shares between the two (2) register of members, must be submitted no later than 5:00 p.m. and 4:30 p.m. on Wednesday, 17 January 2024 to the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 (for Singapore shareholders) and the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Hong Kong shareholders), respectively.

For determining the entitlement to the proposed final dividend

For Shareholders in Singapore

The Share Transfer Books and Register of Members of the Company will be closed at 5:00 p.m. on Wednesday, 7 February 2024 for the purpose of determining shareholders' entitlements to the proposed final dividend. Duly completed registrable transfers in respect of the Shares received by the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 up to 5:00 p.m. on Wednesday, 7 February 2024 will be registered to determine shareholders' entitlements to the proposed final dividend.

For Shareholders in Hong Kong

In order to determine shareholders' entitlements to the proposed final dividend, the branch register of members of the Company in Hong Kong will be closed between Thursday, 8 February 2024 and Friday, 9 February 2024 (both days inclusive), during which period no transfer of Shares of the Company will be registered in Hong Kong. All share transfers in Hong Kong, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 7 February 2024.

For the purpose of determination of shareholders registered under the Singapore principal register of members and the Hong Kong branch register of members of the Company, all necessary documents, remittances accompanied by the relevant share certificates in respect of removal of Shares between the two (2) register of members, must be submitted no later than 5:00 p.m. and 4:30 p.m. on Tuesday, 30 January 2024 to the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 (for Singapore shareholders) and the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Hong Kong shareholders), respectively.

For determining the entitlement to the proposed special dividend

For Shareholders in Singapore

The Share Transfer Books and Register of Members of the Company will be closed at 5:00 p.m. on Friday, 12 April 2024 for the purpose of determining shareholders' entitlements to the proposed special dividend. Duly completed registrable transfers in respect of the Shares received by the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 up to 5:00 p.m. on Friday, 12 April 2024 will be registered to determine shareholders' entitlements to the proposed special dividend.

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For Shareholders in Hong Kong

In order to determine shareholders' entitlements to the proposed special dividend, the branch register of members of the Company in Hong Kong will be closed between Monday, 15 April 2024 and Tuesday, 16 April 2024 (both days inclusive), during which period no transfer of Shares of the Company will be registered in Hong Kong. All share transfers in Hong Kong, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Friday, 12 April 2024.

For the purpose of determination of shareholders registered under the Singapore principal register of members and the Hong Kong branch register of members of the Company, all necessary documents, remittances accompanied by the relevant share certificates in respect of removal of Shares between the two (2) register of members, must be submitted no later than 5:00 p.m. and 4:30 p.m. on Wednesday, 3 April 2024 to the Company's Singapore principal share registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 (for Singapore shareholders) and the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Hong Kong shareholders), respectively.

As at the date of this notice, the Board comprises Mr. Lim Lung Tieng and Ms. Lim Bee Choo as executive Directors of the Company, and Ms. Ch'ng Li-Ling, Mr. Yong Chee Hiong and Mr. Chan Ka Leung Gary as independent non-executive Directors of the Company.

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HOLDING OF THE ANNUAL GENERAL MEETING

1. PROXY AND VOTING AT THE AGM

- 1.1. (a) A Shareholder who is not a Relevant Intermediary (as defined below) is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such Shareholder's proxy form appoints more than one (1) proxy, the proportion of his/her/its shareholding concerned 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 shareholding and any second named proxy as an alternate to the first named or at the Company's option to treat the proxy form as invalid.
- (b) A Shareholder who is a Relevant Intermediary (as defined below) is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder's proxy form 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.

"**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act.

1.2. A proxy need not be a member of the Company.

1.3. The proxy form appointing the Chairman of the AGM (or any person other than the Chairman of the AGM) as proxy to vote on the Shareholder's behalf at the AGM, duly executed, must be submitted in hard copy form or electronically via email:

- (a) if submitted by post, to be lodged at the registered office of the Company at 75 Beach Road #04-01 Singapore 189689 (for Singapore Shareholders), or at the Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Hong Kong Shareholders); or
- (b) if submitted electronically, be submitted via email to the Company, at agm@lhngroup.com.sg,

in either case, by 27 January 2024, 10:00 a.m., being no less than seventy-two (72) hours before the time appointed for the holding of the AGM (or at any adjournment thereof) and in default the proxy form shall be treated as invalid.

The completion and return of a proxy form by a Shareholder does not preclude him from attending and voting in person at the AGM should he subsequently decide to do so, although the appointment of the proxy shall be deemed to be revoked by such attendance.

1.4. SRS investors:

- (a) may vote at the AGM if they are appointed as proxies by their SRS Operators, and should contact their SRS Operators if they have any queries regarding their appointment as proxies; or
- (b) may appoint the Chairman of the AGM as proxy, in which case they should approach their SRS Operators to submit their votes by 18 January 2024, 5:00 p.m..

1.5. The Annual Report, this notice of AGM and the proxy form may be accessed from the SGX-ST website at (www.sgx.com), the SEHK website at (www.hkexnews.hk) and on the Company's website at (www.lhngroup.com). For Shareholders in Hong Kong, in accordance with the requirements of the HK Listing Rules, effective from 31 December 2023, all corporate communications (including the Annual Report, this notice of AGM and the proxy form) will be made available by electronic means through the SEHK website at (www.hkexnews.hk) and on the Company's website at (www.lhngroup.com). If you wish to receive the corporate communications in printed version, please complete the request form of the Company dated 29 December 2023 and submit the same to us.

Please note that only printed copies of this notice of AGM, proxy form and request form (on how to request for a copy of the Annual Report) will be despatched to Shareholders in Singapore as the Company has opted for electronic dissemination.

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2. QUESTIONS

2.1. Submission of questions in advance of the AGM

Members can submit their questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM in the following manner:

- (a) by post to the registered office of the Company at 75 Beach Road #04-01 Singapore 189689 (for Singapore Shareholders only), or at the Company's principal place of business in Hong Kong at 5th Floor, Standard Chartered Bank Building, 4-4A Des Voeux Road Central, Hong Kong (for Hong Kong Shareholders only); or
- (b) by email to the Company at agm@lhngroup.com.sg,

by 16 January 2024, 10:00 a.m.. Shareholders who submit questions in advance of the AGM should identify themselves by stating (i) his/her/its full name; (ii) NRIC/Passport No./HKID No. (if the Shareholder is an individual) or the Company Registration No. (if the Shareholder is a corporation); and (iii) the manner in which he/she/it holds his/her/its Shares in the Company for verification purposes.

The Company will endeavour to respond to substantial and relevant questions from members submitted in advance and received by the Company via the SGX-ST website at (www.sgx.com), the SEHK website at (www.hkexnews.hk) and the Company's website at (www.lhngroup.com) no later than 48 hours before the deadline for submission of the proxy forms. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters.

2.2. Asking questions at the AGM

Members and (where applicable) their duly appointed proxies will be able to ask questions related to the resolutions to be tabled for approval at the AGM, live at the AGM itself.

The Company will endeavour to respond to and address substantial and relevant questions as far as reasonably practicable during the AGM. Where there are substantially similar questions, the Company will consolidate such questions and consequently not all questions may be individually addressed.

3. PERSONAL DATA

3.1. Personal Data Privacy

"**Personal data**" in this notice has the meaning ascribed to it pursuant to the Personal Data Protection Act 2012 of Singapore ("**PDP**A"), which includes your name, address and NRIC/Passport number. By submitting (a) details for the registration to observe or participate in the proceeding of the AGM, (b) an instrument appointing a proxy or proxies to attend, speak and vote at the AGM and/or any adjournment thereof, or (c) any questions prior to the AGM in accordance with this notice of AGM, 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 the appointment of the proxy(ies) for the AGM (including any adjournment thereof), processing the registration for purpose of granting access to members (or their appointed proxy(ies)) to observe and participate in the proceedings of the AGM, addressing relevant and substantial questions from members received before the AGM and if necessary, following-up with the relevant members in relation to such questions, 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, listing rules, regulations and/or guidelines (collectively, the "**Use of Data 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 Use of Data 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.

Photographic, sound and/or video recordings at the AGM (including any adjournment thereof) may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

NOTICE OF ANNUAL GENERAL MEETING

3.2. Personal Information Collection Statement

“**Personal Data**” in this statement has the same meaning as “personal data” as defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“**PDPO**”) and, where applicable, as defined in the PDPA, which include your name(s) and address(es) and those of your proxy(ies). For Shareholders on the register of members in Hong Kong, your supply of your and your proxy’s (or proxies’) Personal Data is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the “**Purposes**”). We may transfer your and your proxy’s (or proxies’) Personal Data to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) Personal Data will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant Personal Data can be made in accordance with the provisions of the PDPO (or, where applicable, the PDPA) and any such request should be in writing to Tricor Investor Services Limited at the above address or to the Company at its registered office address.