



SINJIA LAND
limited

SINJIA LAND LIMITED

(Incorporated in the Republic of Singapore on 26 February 2004)
(Company Registration Number: 200402180C)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“EGM”) of **SINJIA LAND LIMITED** (the “Company”) will be held at TKP Conference Center (Cecil Street), 137 Cecil Street Level 4, Shibuya, Singapore 069537 on 30 November 2017 at 3:00 p.m. for the purpose of considering, and, if thought fit, passing with or without modifications, the following ordinary resolution:

All capitalised terms used in this Notice of EGM which are not defined herein shall bear the same meaning ascribed to them in the circular to shareholders of the Company dated 15 November 2017 (the “Circular”).

ORDINARY RESOLUTION – THE PROPOSED SALE OF SHARES IN HLN RUBBER PRODUCTS PTE. LTD.

THAT:

- (a) approval be and is hereby given for the proposed sale of the entire issued and paid-up share capital of HLN Rubber Products Pte. Ltd. held by the Company to KH Investment Group Limited for the Consideration, on the terms and subject to the conditions of the SPA entered into between the Company, the Purchaser and the HLN Group, such sale being a major transaction for the purposes of Chapter 10 of the Catalist Rules of the SGX-ST; and
- (b) all Directors of the Company and each of them be and are hereby authorised to do any and all such acts and things (including, but not limited to, executing all such documents as may be required) as such Director may, in their absolute discretion deem fit, advisable, necessary or expedient to give effect to the matters referred to in paragraph (a) of this resolution and to give effect to this resolution (including any amendments to and execution of any agreements or documents, such as the SPA) as he shall think fit and in the interests of the Company, and the taking of any and all actions whatsoever, by any Director on behalf of the Company in connection with the Proposed Sale prior to the date of the EGM be and are hereby approved, ratified and confirmed.

By Order of the Board

Cheong Weixiong
Group Chief Executive Officer and Executive Director
15 November 2017

Notes:

- (a) A member of the Company (other than a Relevant Intermediary*) entitled to attend and vote at a general meeting is entitled to appoint not more than two (2) proxies to attend and vote on his behalf. Where a member of the Company (other than a Relevant Intermediary*) appoints more than one (1) proxy, he/she shall specify the proportion of his/her Shares to be represented by each proxy, failing which, the nomination shall be deemed to be alternative.
 - (b) Pursuant to Section 181 of the Companies Act (Cap. 50), any member who is a Relevant Intermediary is entitled to appoint one (1) or more proxies to attend, speak and vote at a general meeting (but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by him/her (which number and class of Shares shall be specified)).
 - (c) If a proxy is to be appointed, the form must be deposited at the registered office of the Company at 16 Kallang Place, #01-16, Singapore 339156 not less than 48 hours before the meeting.
 - (d) A proxy need not be a member of the Company. The instrument appointing a proxy or proxies must be under the hand of the appointor or on his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its seal or under the hand of an officer or attorney duly authorised.
- * A Relevant Intermediary is either:
- (i) a banking corporation licensed under the Banking Act (Cap. 19) or its wholly-owned subsidiary corporation which provides nominee services and holds shares in that capacity;
 - (ii) a capital market services license holder which provides custodial services for securities under the Securities and Futures Act (Cap. 289) and holds shares in that capacity; or
 - (iii) the Central Provident Fund (“CPF”) Board established by the Central Provident Fund Act (Cap. 36) (“CPF Act”), in respect of shares purchased under the subsidiary legislation made under the CPF Act providing for the making of investments from the contributions and interest standing to the credit of members of the CPF, if the Board of Directors holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal Data Privacy:

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting of the Company 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Extraordinary General Meeting of the Company (including any adjournment thereof), and in order for the Company (or its agents) 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), 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) 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.

This notice has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (the “Sponsor”), for compliance with the Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this notice.

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.