

Notice of Annual General Meeting

Singapore Exchange Limited

Company Registration No. 199904940D

(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that the Twenty-Fourth Annual General Meeting of Singapore Exchange Limited (the “Company”) will be held at Marina Bay Sands Expo and Convention Centre, Level 4, Peony Ballroom, 10 Bayfront Avenue, Singapore 018956 and using virtual meeting technology on Thursday, 5 October 2023 at 10.30 a.m. (Singapore time) to transact the following business:

ROUTINE BUSINESS

Ordinary Resolution 1 To receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 30 June 2023 and the Auditor’s Report thereon.

Ordinary Resolution 2 To declare a final tax-exempt dividend of 8.5 cents per share for the financial year ended 30 June 2023 (“Final Dividend”). (FY2022: 8 cents per share)

To re-elect the following Directors who will be retiring by rotation under Article 97 of the Constitution of the Company and who, being eligible, offer themselves for re-election:

Ordinary Resolution 3(a) ▪ Mr Lim Chin Hu;

Ordinary Resolution 3(b) ▪ Mr Loh Boon Chye;

Ordinary Resolution 3(c) ▪ Mr Mark Makepeace; and

Ordinary Resolution 3(d) ▪ Mr Yeoh Oon Jin.

To re-elect the following Directors who will cease to hold office in accordance with Article 103 of the Constitution of the Company and who, being eligible, offer themselves for re-election:

Ordinary Resolution 4(a) ▪ Ms Julie Gao; and

Ordinary Resolution 4(b) ▪ Ms Lin Huey Ru.

Ordinary Resolution 5 To approve the sum of S\$980,000 to be paid to the Chairman as director’s fees for the financial year ending 30 June 2024. (FY2023 (and since FY2019): S\$930,000 for Chairman)

Ordinary Resolution 6 To approve the sum of up to S\$1,800,000 to be paid to all Directors (other than the Chief Executive Officer) as directors’ fees for the financial year ending 30 June 2024. (FY2023 (and since FY2016): up to S\$1,600,000 for all Directors other than the Chief Executive Officer)

Ordinary Resolution 7 To re-appoint KPMG LLP as Auditor of the Company and to authorise the Directors to fix its remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without modifications, the following resolutions, which will be proposed as Ordinary Resolutions:

Ordinary Resolution 8 That Ms Claire Perry O’Neill be and is hereby appointed as a Director of the Company pursuant to Article 103 of the Constitution of the Company.

Ordinary Resolution 9 That authority be and is hereby given to the Directors to allot and issue from time to time such number of new ordinary shares of the Company as may be required to be allotted and issued pursuant to the Singapore Exchange Limited Scrip Dividend Scheme.

Ordinary Resolution 10 That authority be and is hereby given to the Directors to:

- (a) (i) issue shares 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

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- (b) (notwithstanding 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,

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 10 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("SGX-ST")) 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) at the time this Resolution is passed, after adjusting for:
- (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
- (ii) any subsequent bonus issue or consolidation or subdivision of shares,
- and, in sub-paragraph (1) above and this sub-paragraph (2), "subsidiary holdings" has the meaning given to it in the Listing Manual of the SGX-ST;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the Monetary Authority of Singapore) and the Constitution for the time being of the Company; and
- (4) (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.

Ordinary Resolution 11

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the "Companies Act"), the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire issued ordinary shares of the Company ("Shares") not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) market purchase(s) on the Singapore Exchange Securities Trading Limited ("SGX-ST") and/or any other securities exchange on which the Shares may for the time being be listed and quoted ("Other Exchange"); and/or
- (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST or, as the case may be, Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, Other Exchange, as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "Share Purchase Mandate");

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- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
- (i) the date on which the next Annual General Meeting of the Company is held;
 - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
 - (iii) the date on which purchases and acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;
- (c) in this Resolution:
- “Average Closing Price” means the average of the closing market prices of a Share over the five consecutive trading days on which the Shares are transacted on the SGX-ST or, as the case may be, Other Exchange, immediately preceding the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs during the relevant five-day period and the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase;
- “date of the making of the offer” means the date on which the Company makes an offer for the purchase or acquisition of Shares from holders of Shares stating therein the relevant terms of the equal access scheme for effecting the off-market purchase;
- “Maximum Percentage” means that number of issued Shares representing 10 per cent. of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST)); and
- “Maximum Price” in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall not exceed, whether pursuant to a market purchase or an off-market purchase, 105 per cent. of the Average Closing Price of the Shares; and
- (d) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

By Order of the Board

Ding Hui Yun (Ms)

Seah Kim Ming Glenn (Mr)

Company Secretaries

Singapore Exchange Limited

11 September 2023

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EXPLANATORY NOTES

Routine Business

Ordinary Resolutions 3(a), 3(b), 3(c) and 3(d) are to re-elect Mr Lim Chin Hu, Mr Loh Boon Chye, Mr Mark Makepeace and Mr Yeoh Oon Jin who will be retiring by rotation under Article 97 of the Constitution of the Company.

Ordinary Resolutions 4(a) and 4(b) are to re-elect Ms Julie Gao and Ms Lin Huey Ru who will cease to hold office under Article 103 of the Constitution of the Company.

Mr Lim Chin Hu will, upon re-election, continue to serve as Chairman of the Remuneration & Staff Development Committee and as a member of the Nominating & Governance Committee and a member of the Risk Management Committee. Upon the conclusion of the Twenty-Fourth Annual General Meeting, Mr Lim will step down as a member of the Audit Committee. Mr Loh Boon Chye will, upon re-election, continue to serve as the Chief Executive Officer of the Company. Mr Mark Makepeace will, upon re-election, be appointed as a member of the Risk Management Committee with effect from the conclusion of the Twenty-Fourth Annual General Meeting. Mr Yeoh Oon Jin will, upon re-election, continue to serve as Chairman of the Audit Committee and as a member of the Risk Management Committee. Ms Julie Gao will, upon re-election, continue to serve as a member of the Audit Committee. Ms Lin Huey Ru will, upon re-election, continue to serve as a member of the Risk Management Committee. Detailed information on these Directors (including information as set out in Appendix 7.4.1 of the Listing Manual of the Singapore Exchange Securities Trading Limited) can be found under "Board of Directors" and "Supplemental Information on Directors Seeking Re-election at the 2023 AGM" in the Company's Annual Report 2023.

Mr Lim, Mr Yeoh, Ms Gao and Ms Lin are each considered an independent Director. Mr Loh is considered an executive and non-independent Director. Mr Makepeace is considered a non-executive and non-independent Director.

Ordinary Resolution 5 is to seek approval for the payment of S\$980,000 to the Chairman as director's fees for undertaking duties and responsibilities as Chairman of the Board for the financial year ending 30 June 2024 ("FY2024") (S\$930,000 for the financial year ended 30 June 2023 ("FY2023") and which had remained unchanged since the financial year ended 30 June 2019). As was the case for FY2023, the sum of S\$980,000 does not include any director's fees payable for serving as Chairman or member of any Board committee(s). However, there will be no other emoluments or separate attendance fees payable to the Chairman. In arriving at the proposed Chairman's fee of S\$980,000, the Company took into account:

- (a) the significant leadership role played by the Chairman on the Board, and in providing clear oversight and guidance to management;
- (b) the amount of time the Chairman spends on Company matters, including providing input and guidance on strategy and supporting management in engaging with a wide range of other stakeholders such as partners, governments and regulators, as well as travelling to visit with industry global peers; and
- (c) comparable benchmarks from other large listed companies and peers in the financial industry in Singapore that have chairmen with similar roles and responsibilities, as well as benchmarks from global bourses.

The increase of S\$50,000 over the sum approved for FY2023 is in line with the increase in the basic fee and committee fee payable to Directors for FY2024 onwards (please see explanatory notes for Ordinary Resolution 6 below for more details).

Additional information on the role of the Chairman can be found under "Corporate Governance" in the Company's Annual Report 2023.

Approximately three-quarters of the Chairman's fee of S\$980,000 for FY2024 will be paid in cash and approximately one-quarter will be delivered in SGX shares in the form of a share award to be granted under the SGX Restricted Share Plan for the Chairman who, on the date of grant of the share award, has served as a Director for at least 12 months. All fees payable for serving as Chairman or member of any Board committee(s) will be paid entirely in cash. The actual number of shares to be awarded will be determined by reference to the volume-weighted average price of a share on the Singapore Exchange Securities Trading Limited over the 14 trading days immediately following the date of the Twenty-Fourth Annual General Meeting at which the Chairman's fee is approved, rounded down to the nearest share. The award will consist of fully paid shares, with no performance conditions attached and no vesting period imposed, but there will be a moratorium on the sale of such shares for a period of up to one year after the grant of the award (this will be lifted if the Chairman steps down from the Board before the end of the moratorium period).

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Ordinary Resolution 6 is to seek approval for the payment of up to S\$1,800,000 to all Directors (other than the Chief Executive Officer) as directors' fees for the financial year ending 30 June 2024 ("FY2024") (up to S\$1,600,000 for the financial year ended 30 June 2023 ("FY2023") and which had remained unchanged since the financial year ended 30 June 2016).

The fees for the non-executive Directors reflect the scope and extent of a Director's responsibilities and obligations, and are measured competitively against industry benchmarks. The basic fee and committee fee payable to Directors will be increased for FY2024 onwards to bring these fees in line with market norms, and to ensure that the Company is able to attract and retain the right calibre of Directors necessary to contribute effectively to the Board in an ever-increasingly competitive market. The fee structure for FY2023 and the revised fee structure for FY2024 onwards are set out below.

FY2023 fee structure and revised fee structure for FY2024 onwards

Non-Executive Director	FY2023	FY2024	Increase
Basic Fee – Member	S\$75,000	S\$82,500	S\$7,500
Audit Committee – Chairman	S\$55,000	S\$60,500	S\$5,500
Audit Committee – Member	S\$40,000	S\$44,000	S\$4,000
Risk Management Committee – Chairman	S\$55,000	S\$60,500	S\$5,500
Risk Management Committee – Member	S\$40,000	S\$44,000	S\$4,000
Other Committee – Chairman	S\$40,000	S\$44,000	S\$4,000
Other Committee – Member	S\$25,000	S\$27,500	S\$2,500

The directors' fees are calculated based on, among other things, the number of Directors expected to hold office during the course of that year. The increase of S\$200,000 over the sum approved for FY2023 is to cater for the increase in the basic fee and committee fee payable to Directors for FY2024 onwards as well as for any unforeseen circumstances, including, for example, the appointment of additional Directors or additional members to Board committee(s), and the formation of any ad-hoc and/or additional Board committee(s).

Approximately three-quarters of the basic fee for the non-executive Directors for FY2024 will be paid in cash and approximately one-quarter will be delivered in SGX shares in the form of a share award to be granted under the SGX Restricted Share Plan for the non-executive Directors (other than Dr Beh Swan Gin and Ms Lim Sok Hui) who, on the date of grant of the share awards, have served as a Director for at least 12 months. All fees payable for serving as Chairman or member of any Board committee(s) will be paid entirely in cash. The actual number of shares to be awarded will be determined by reference to the volume-weighted average price of a share on the Singapore Exchange Securities Trading Limited over the 14 trading days immediately following the date of the Twenty-Fourth Annual General Meeting, rounded down to the nearest share. The award will consist of fully paid shares, with no performance conditions attached and no vesting period imposed, but it is subject to a selling moratorium whereby each non-executive Director is required to hold the equivalent of one year's basic retainer fees for his or her tenure as a Director and this will be lifted if the non-executive Director steps down from the Board before the end of the moratorium period.

The following persons will receive all of their directors' fees for FY2024 in cash (calculated on a pro-rated basis): (i) Ms Chew Gek Khim, who will be stepping down from the Board upon the conclusion of the Twenty-Fourth Annual General Meeting, (ii) Ms Julie Gao and Ms Lin Huey Ru, who were both appointed to the Board on 1 May 2023 and will not have served as a Director for at least 12 months prior to the date of grant of the share awards, (iii) Ms Claire Perry O'Neill, who is proposed to be appointed as an additional Director at the Twenty-Fourth Annual General Meeting and will not have served as a Director for at least 12 months prior to the date of grant of the share awards, (iv) any other non-executive Director who is appointed as an additional Director during the course of FY2024 in accordance with Article 103 of the Constitution of the Company, and (v) any non-executive Director who steps down before the date of grant of the share awards. The directors' fees for FY2024 for Dr Beh Swan Gin and Ms Lim Sok Hui will be paid in cash to their respective employers, Public Service Division, Prime Minister's Office and DBS Bank Ltd.

The exact amount of director's fees received by each non-executive Director for FY2023 is disclosed in full in the Company's Annual Report 2023.

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Special Business

Ordinary Resolution 8 is to appoint Ms Claire Perry O'Neill as an additional Director pursuant to Article 103 of the Constitution of the Company. Ms O'Neill will be considered an independent Director. Detailed information on Ms O'Neill (including information as set out in Appendix 7.4.1 of the Listing Manual of the Singapore Exchange Securities Trading Limited) can be found under "Board of Directors" and "Supplemental Information on Directors Seeking Re-election at the 2023 AGM" in the Company's Annual Report 2023.

Ordinary Resolution 9 is to empower the Directors, should they choose to apply the Singapore Exchange Limited Scrip Dividend Scheme (the "Scrip Dividend Scheme") to a qualifying dividend, to issue such number of new ordinary shares of the Company as may be required to be issued pursuant to the Scrip Dividend Scheme to members who, in respect of a qualifying dividend, have elected to receive scrip in lieu of the cash amount of that qualifying dividend.

The Company announced the adoption of the Scrip Dividend Scheme on 13 September 2021. The terms and conditions of the Scrip Dividend Scheme are set out in the Scrip Dividend Scheme Statement appended to the Company's announcement, which is available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

The Company will, in compliance with Rule 863 of the Listing Manual of the Singapore Exchange Securities Trading Limited, announce whether the Scrip Dividend Scheme is to apply to a particular dividend promptly after the decision is taken and in any event, no later than the market day following the record date for that particular dividend.

Ordinary Resolution 10 is to empower the Directors to issue shares and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding 50 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings), with a sub-limit of 10 per cent. for issues other than on a *pro rata* basis to shareholders. The sub-limit of 10 per cent. for non *pro rata* issues is lower than the 20 per cent. sub-limit allowed under the Listing Manual of the SGX-ST. The Company believes that the lower limit sought for the issue of shares made on a non *pro rata* basis to shareholders is adequate for the time being and will review this limit annually. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time that Ordinary Resolution 10 is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time that Ordinary Resolution 10 is passed, and (b) any subsequent bonus issue or consolidation or subdivision of shares. As at 15 August 2023, the Company had 3,654,841 treasury shares and no subsidiary holdings.

Ordinary Resolution 11 is to renew the mandate to allow the Company to purchase or otherwise acquire Shares, on the terms and subject to the conditions set out in the Resolution.

The Company may use internal or external sources of funds or a combination of both to finance its purchase or acquisition of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend on whether the Shares are purchased or acquired out of capital and/or retained profits of the Company, the number of Shares purchased or acquired, the consideration paid for such Shares and whether the Shares purchased or acquired are held as treasury shares or cancelled.

Based on the existing issued Shares (excluding treasury shares) as at 15 August 2023 (the "Latest Practicable Date"), and assuming that on or prior to the Twenty-Fourth Annual General Meeting (i) no further Shares are issued or repurchased, or held by the Company as treasury shares, and (ii) no Shares are held as subsidiary holdings, the purchase by the Company of up to the maximum limit of 10 per cent. of its issued Shares (excluding treasury shares) will result in the purchase or acquisition of 106,798,755 Shares.

In the case of both market purchases and off-market purchases by the Company, assuming that the Maximum Price is S\$10.13 for one Share (being the price equivalent to 5 per cent. above the Average Closing Price of the Shares immediately preceding the Latest Practicable Date), having regard to the Company's share capital and cash and cash equivalents of approximately S\$423,056,000 and S\$130,098,000 respectively, the maximum number of Shares the Company is able to purchase or acquire out of capital to be held as treasury shares or to be cancelled for the duration of the proposed Share Purchase Mandate is 12,842,843 Shares representing 1.20 per cent. of the total number of issued Shares (excluding treasury shares) as at the Latest Practicable Date.

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In the case of both market purchases and off-market purchases by the Company, assuming that the Maximum Price is S\$10.13 for one Share (being the price equivalent to 5 per cent. above the Average Closing Price of the Shares immediately preceding the Latest Practicable Date), having regard to the Company's retained profits and cash and cash equivalents of approximately S\$882,316,000 and S\$130,098,000 respectively, the maximum number of Shares the Company is able to purchase or acquire out of retained profits to be held as treasury shares or to be cancelled for the duration of the proposed Share Purchase Mandate is 12,842,843 Shares representing 1.20 per cent. of the total number of issued Shares (excluding treasury shares) as at the Latest Practicable Date.

The financial effects of the purchase or acquisition of such Shares by the Company pursuant to the proposed Share Purchase Mandate on the audited financial statements of the Company and the Group for the financial year ended 30 June 2023 based on the assumptions set out above are set out in paragraph 2.7 of the Letter to Shareholders dated 11 September 2023.

NOTES

Format of Meeting

- (1) The Twenty-Fourth Annual General Meeting will be held at Marina Bay Sands Expo and Convention Centre, Level 4, Peony Ballroom, 10 Bayfront Avenue, Singapore 018956 ("Physical Meeting") and using virtual meeting technology ("Virtual Meeting") on Thursday, 5 October 2023 at 10.30 a.m. (Singapore time). Shareholders, including CPFIS and SRS investors who hold SGX shares through CPF Agent Banks or SRS Operators, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Twenty-Fourth Annual General Meeting by attending the Physical Meeting or by participating in the Virtual Meeting via live audio-visual webcast.

Printed copies of this Notice and the accompanying proxy form will be sent by post to members (other than those who have signed up for the electronic service provided by the Company to its members to receive notices of meetings, annual reports and other shareholder communications electronically, for online proxy appointment and for the access and use of an SGX-designated website (collectively, "Electronic Service") and where such service has been made available). These documents will also be published on the Company's website at the URL <https://investorrelations.sgx.com/financial-information/annual-reports> and SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

Arrangements for Participating in Meeting

- (2) Arrangements relating to:
- (a) in-person attendance at the Twenty-Fourth Annual General Meeting by shareholders, including CPFIS and SRS investors, and (where applicable) duly appointed proxies and representatives (including arrangements by which they are to register in person for the Physical Meeting);
 - (b) attendance at the Twenty-Fourth Annual General Meeting by shareholders, including CPFIS and SRS investors, and (where applicable) duly appointed proxies and representatives using virtual meeting technology (including arrangements by which shareholders are to pre-register themselves or (where applicable) their duly appointed proxies or representatives at the pre-registration website at the URL <https://investorrelations.sgx.com/financial-information/annual-reports> for access to the Virtual Meeting electronically via live audio-visual webcast or live audio-only stream);
 - (c) submission of questions by shareholders, including CPFIS and SRS investors, in advance of, or at, the Twenty-Fourth Annual General Meeting, and addressing of substantial and relevant questions in advance of, or at, the Twenty-Fourth Annual General Meeting; and
 - (d) voting at the Twenty-Fourth Annual General Meeting by (i) shareholders or their duly appointed proxies (other than the Chairman of the Meeting) or representative(s); (ii) CPFIS and SRS investors if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) shareholders, or CPFIS and SRS investors, appointing the Chairman of the Meeting as proxy to vote on their behalf at the Twenty-Fourth Annual General Meeting,

are set out in the accompanying Company's announcement dated 11 September 2023. This announcement may be accessed at the Company's website at the URL <https://investorrelations.sgx.com/financial-information/annual-reports> and SGXNet at the URL <https://www.sgx.com/securities/company-announcements>. For convenience, printed copies of the announcement will also be sent by post to members (other than those who have signed up for the Electronic Service and where such service has been made available).

- (3) Each of the resolutions to be put to the vote of members at the Twenty-Fourth Annual General Meeting (and at any adjournment thereof) will be voted on by way of a poll.

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Appointment of Proxy(ies)

- (4) (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Twenty-Fourth Annual General Meeting. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
- (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Twenty-Fourth Annual General Meeting, 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 proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

- (5) A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
- (6) Completion and return of the instrument appointing a proxy(ies) by a member will not prevent the member from attending, speaking and voting at the Twenty-Fourth Annual General Meeting if the member so wishes. The appointment of the proxy(ies) for the Twenty-Fourth Annual General Meeting will be deemed to be revoked if the member attends the Physical Meeting or accesses the Virtual Meeting and in such event, the Company reserves the right to refuse to admit any proxy(ies) appointed under the relevant instrument appointing a proxy(ies) to the Physical Meeting and/or terminate such proxy(ies)' access to the Virtual Meeting.
- (7) The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
- (a) if submitted personally or by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632;
- (b) if submitted electronically via email, be submitted to the Company's Share Registrar at sgxagm2023@boardroomlimited.com; or
- (c) if submitted electronically via the SGX-designated website for online proxy appointments (for members who have signed up for the Electronic Service and where such service has been made available), be submitted via the online proxy appointment process through the Electronic Service,

and in each case, must be lodged or received (as the case may be) not less than 72 hours before the time appointed for holding the Twenty-Fourth Annual General Meeting.

- (8) CPFIS and SRS investors:
- (a) may vote at the Twenty-Fourth Annual General Meeting 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
- (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Twenty-Fourth Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 25 September 2023.

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Access to Documents

(9) The Company's Annual Report 2023 and the Letter to Shareholders dated 11 September 2023 (in relation to the proposed renewal of the share purchase mandate) have been published and may be accessed at the Company's website as follows:

- (a) the Company's Annual Report 2023 may be accessed at the URL <https://investorrelations.sgx.com/financial-information/annual-reports>; and
- (b) the Letter to Shareholders dated 11 September 2023 may be accessed at the URL <https://investorrelations.sgx.com/financial-information/annual-reports>.

The above documents will also be made available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

A member who has not signed up for the Electronic Service and who wishes to request for a printed copy of the Company's Annual Report 2023 and the Letter to Shareholders dated 11 September 2023 may do so by completing and returning the Request Form which is sent to him/her/it by post together with printed copies of this Notice and the accompanying proxy form, or otherwise made available on the Company's website at the URL <https://investorrelations.sgx.com/financial-information/annual-reports> and SGXNet at the URL <https://www.sgx.com/securities/company-announcements>, by 20 September 2023.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Twenty-Fourth Annual General Meeting 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 Twenty-Fourth Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Twenty-Fourth Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over 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.

NOTICE OF BOOKS CLOSURE

NOTICE IS ALSO HEREBY GIVEN that, subject to the approval of shareholders for the Final Dividend being obtained at the Twenty-Fourth Annual General Meeting, the Transfer Books and Register of Members of the Company will be closed from 5.00 p.m. on Friday, 13 October 2023 up to (and including) Monday, 16 October 2023 for the preparation of dividend warrants. Duly completed registrable transfers of ordinary shares of the Company received by the Company's 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, 13 October 2023 will be registered to determine shareholders' entitlements to the proposed Final Dividend. Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company at 5.00 p.m. on Friday, 13 October 2023 will be entitled to the proposed Final Dividend. Payment of the Final Dividend, if approved by shareholders at the Twenty-Fourth Annual General Meeting, will be made on Friday, 20 October 2023.