



聯明集團有限公司

LIAN BENG GROUP LTD

(Incorporated in the Republic of Singapore)
(Company Registration Number: 199802527Z)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Lian Beng Group Ltd (the “**Company**”) will be held at 29 Harrison Road, Lian Beng Building, Singapore 369648 on 30 January 2018 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions as set out below:

All capitalised terms used in this notice which are not otherwise defined shall have the same meaning as ascribed to them in the Company’s circular to its shareholders dated 15 January 2018.

ORDINARY RESOLUTION:

THE PROPOSED MATERIAL DILUTION OF 20% OR MORE OF THE COMPANY’S SHAREHOLDING INTEREST IN LBD HOLDING PTE. LTD., WHICH WILL BE A PRINCIPAL SUBSIDIARY OF THE COMPANY, PURSUANT TO THE PROPOSED SPIN-OFF AND THE PROPOSED LISTING

That:-

- (a) subject to the grant by the SGX-ST and/or any other relevant regulatory authority of approval for the Proposed Spin-Off and the Proposed Listing, approval be and is hereby given for a material dilution of 20% or more of the Company’s shareholding interest in LBD resulting from the issue by LBD of the new LBD Shares in connection with the Proposed Listing; and
- (b) the Directors be and are hereby authorised to complete and do all such acts and things (including without limitation, executing all such documents or approving any amendment or modification to the terms of the Proposed Spin-Off, the Proposed Listing, and the Restructuring as may be required) as they may deem necessary or expedient or in the interests of the Company in order to give effect to this Resolution.

By Order of the Board

Wee Woon Hong
Srikanth Rayaprolu
Company Secretaries
15 January 2018

Notes:

- (1) A member of the Company entitled to attend and vote at the Extraordinary General Meeting of the Company (“**EGM**”) may appoint not more than two proxies to attend and vote in his/her stead.
- (2) Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing the proxies. A proxy need not be a member of the Company.
- (3) Intermediaries such as banks and capital markets services licence holders which provide custodial services and are members of the Company may appoint more than two proxies provided that each proxy is appointed to exercise the rights attached to different shares held by the member. Where such member appoints more than two (2) proxies, the number and class of shares to be represented by each proxy must be stated.
- (4) If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.
- (5) The instrument appointing a proxy must be duly deposited at the Registered Office of the Company at 29 Harrison Road, Lian Beng Building, Singapore 369648 not less than 48 hours before the time appointed for the holding of the EGM.
- (6) A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s and its proxy(ies)’s or representative(s)’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 EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and 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 express 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, (iii) undertakes that the member will only use the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iv) 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. The member’s proxy and/or representative’s personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the Purposes, and retained for such period as may be necessary for the Company’s verification and record purposes.