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## NOTICE OF EGM

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**FABCHEM CHINA LIMITED**  
(Company Registration No.: 200413128G)  
(Incorporated in the Republic of Singapore)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("**EGM/Meeting**") of Fabchem China Limited ("**Company**") will be held by way of electronic means (via LIVE WEBCAST and AUDIO ONLY MEANS) on 14 October 2021, at 10.00 am for the purpose of considering and, if thought fit, passing with or without amendments, the Resolutions as set out below.

*All capitalised terms used in this notice which are not defined herein shall have the meanings ascribed to them in the circular dated 22 September 2021 ("**Circular**") to shareholders of the Company ("**Shareholders**").*

This Notice of EGM along with its accompanying proxy form has been made available on SGXNET and the Company's corporate website which may be accessed at the URL: <https://www.fabchemchina.com>. **A printed copy of this Notice and the accompanying proxy form will NOT be despatched to Shareholders.**

**Shareholders should note that the passing of Resolutions 1 and 2 set out in this Circular are inter-conditional. As such, if any one of Resolutions 1 or 2 is not passed, the remaining Resolution will not be carried.**

#### **ORDINARY RESOLUTION 1: To approve the Proposed Resolution as an IPT**

1. **THAT**, contingent upon passing Special Resolution 2, approval be and is hereby given:
  - (a) for the disposal by the Company of its entire ownership of Yinguang Technology to its Controlling Shareholder, Triple Vision, pursuant to the terms and subject to the conditions set out in the SPA dated 19 March 2021 entered into between the Company and Triple Vision, being an "interested person transaction" and a "major transaction" respectively under Chapters 9 and 10 of the Listing Rules and a disposal of the whole or substantially the whole of the Company's undertaking or property under Section 160 of the Act ("**Proposed Disposal**"); and
  - (b) the Directors be authorised to do all such acts and things (including, without limitation, entering into all such transactions, arrangements and agreements and executing all such documents) as they may consider necessary or expedient for the purposes of giving effect to the SPA and the Proposed Disposal.

#### **SPECIAL RESOLUTION 2: To approve the Proposed Capital Reduction**

2. **THAT**, pursuant to Section 78A read with Section 78C of the Act and Regulation 60(2) of the Constitution of the Company and contingent upon passing Ordinary Resolution 1:
  - (a) the issued and paid-up share capital of the Company be reduced by the sum of up to S\$17,222,400 and such reduction be effected by returning the sum of up to S\$17,222,400 ("**Cash Distribution**") from the issued and paid-up share capital of the Company to the Entitled Shareholders, other than the Company, except that where the registered holder is The Central Depository (Pte) Limited, the term "Shareholder" shall mean Depositors (other than the Company), as defined under the SFA, on the basis of S\$0.368 for each Share held by an Entitled Shareholder or on his behalf as at the Record Date ("**Proposed Capital Reduction**"); and

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- (b) the Directors be authorised to do all such acts and things (including, without limitation, entering into all such transactions, arrangements and agreements and executing all such documents) as they may consider necessary or expedient for the purposes of giving effect to the Proposed Capital Reduction and Cash Distribution.

**By Order of the Board**

Wee Phui Gam  
Acting Chairman and Lead Independent Director

22 September 2021

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### Notes:

1. The Meeting is being convened, and 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.
2. Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be able to attend the Meeting in person. Shareholders will be able to watch the proceedings of the Meeting through a “live” webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio feed via telephone. In order to do so, Shareholders who wish to watch the “live” webcast or listen to the “live” audio feed must pre-register by 10.00 am on 9 October 2021, at the URL: <https://globalmeeting.bigbangdesign.co/fabchem2021egm>. Following authentication of their status as Shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the proceedings of the Meeting by 10.00 am on 13 October 2021. Shareholders who do not receive an email by 10.00 am on 13 October 2021 should contact the Company by email at [ir@fabchemchina.com](mailto:ir@fabchemchina.com).

Persons holding shares through relevant intermediaries who wish to participate in the Meeting via webcast should contact their relevant intermediaries through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the Meeting.

3. Shareholders who pre-register to watch the “live” webcast or listen to the “live” audio feed may also submit questions relating to the resolutions to be tabled for approval at the Meeting. Please note that Shareholders will not be able to ask questions at the Meeting “live” during the webcast and the audio feed.

All questions must be submitted by 10.00 am on 9 October 2021 by email to [ir@fabchemchina.com](mailto:ir@fabchemchina.com).

The Company will address substantial questions relevant to the resolutions to be tabled for approval at the Meeting as received from Shareholders either before or during the Meeting. The Company will, within one month after the date of the Meeting, publish the minutes of the Meeting on SGXNet and the Company’s website.

4. Shareholders will not be able to attend the Meeting in person. Shareholders (whether individuals or corporates) who wish to exercise their voting rights at the Meeting must appoint the chairman of the Meeting (“**Chairman of the Meeting**”) as their proxy to attend, speak and vote on their behalf at the Meeting. In appointing the Chairman of the Meeting as proxy, Shareholders (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
5. The Chairman of the Meeting, as proxy, need not be a Shareholder.
6. The instrument appointing the Chairman of the Meeting as proxy must:
  - (a) if submitted by post, be deposited at the registered office of the Company at 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
  - (b) if submitted electronically, be submitted via email to the Company at [ir@fabchemchina.com](mailto:ir@fabchemchina.com).

in either case no later than 10.00 am on 12 October 2021, and in default the instrument of proxy shall not be treated as valid. Shareholders who wish to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

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7. The Circular in relation to the Proposed Transactions has been made available on SGXNET and may be accessed at the Company's website on <https://www.fabchemchina.com>.
8. The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.
9. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
10. The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy (such as in the case where the appointor submits more than one instrument of proxy).
11. In the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the Shareholder, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

### Important Reminders

Due to the constantly evolving COVID-19 situation, the Company may be required to change its Meeting arrangements at short notice. Shareholders are advised to regularly check the Company's website or announcements released on SGXNET for updates on the Meeting. Further, in view of the current COVID-19 measures which may make it difficult for Shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

### Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Meeting and/or any adjournment thereof, (b) completing the pre-registration in accordance with this Notice, or (c) submitting any question prior to the Meeting in accordance with this Notice, the Shareholder consents to the collection, use and disclosure of his/her/it's personal data by the Company (or its agents or service providers) for the following purposes:

- (i.) processing, administration and analysis by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as proxy for the Meeting (including any adjournment thereof);
- (ii.) processing of the pre-registration for purposes of granting access to Shareholders to the "live" webcast or "live" audio feed of the Meeting proceedings and providing them with any technical assistance where necessary;
- (iii.) addressing substantial and relevant questions from Shareholders received before the Meeting and if necessary, following up with the relevant Shareholders in relation to such questions;
- (iv.) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Meeting (including any adjournment thereof), and
- (v.) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.