

# ISOTEAM LTD.

(Incorporated in the Republic of Singapore)  
(Company Registration No. 201230294M)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of ISOTeam Ltd. (the “**Company**”) will be held at 8 Changi North Street 1, ISOTeam Building, Singapore 498829 on Tuesday, 24 October 2023 at 12.00 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting of the Company to be convened on the same day at 10.00 a.m.) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution, which will be proposed as an Ordinary Resolution.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 9 October 2023.

## **ORDINARY RESOLUTION: THE PROPOSED ADOPTION OF THE ISOTEAM PERFORMANCE SHARE PLAN 2023**

That:

- (a) a performance share plan to be known as the “ISOTeam Performance Share Plan 2023” (“**PSP 2023**”), particulars of which are set out in the Circular, under which awards (“**Awards**”) of fully paid-up ordinary shares in the capital of the Company (the “**Shares**”) may be granted, free of charge, to selected employees of the Company and/or its subsidiaries, be and is hereby approved and adopted substantially in the form set out in the rules of the PSP 2023; and
- (b) the Directors of the Company be and are hereby authorised:
  - (i) to establish and administer the PSP 2023;
  - (ii) to modify and/or alter the PSP 2023 from time to time, provided that such modification and/or alteration is effected in accordance with the provisions of the PSP 2023, and to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the PSP 2023;
  - (iii) to grant Awards in accordance with the provisions of the PSP 2023 and pursuant to Section 161 of the Companies Act, to allot and issue from time to time such number of fully paid-up Shares as may be required to be issued pursuant to the vesting of Awards granted under the PSP 2023, provided that the aggregate number of Shares to be issued or transferred pursuant to the Awards granted under the PSP 2023, when added to the number of Shares issued and issuable and/or transferred and transferable in respect of all Awards granted thereunder, and all Shares issued and issuable and/or transferred and transferable in respect of all options granted or awards granted under any other share incentive schemes or share plans adopted by the Company and for the time being in force shall not exceed fifteen per cent. (15%) of the issued share capital (excluding treasury shares and subsidiary holdings) of the Company on the day preceding the relevant date of Award, and provided also that such adjustments as may be made to the PSP 2023 as a result of any variation in the capital structure of the Company;
  - (iv) subject to the same being allowed by law, to apply any share purchased or acquired under any share buyback mandate and to deliver such existing Shares (including treasury shares) towards the satisfaction of Awards granted under the PSP 2023; and

- (v) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this Ordinary Resolution.

BY ORDER OF THE BOARD

Lim Kok Meng  
Teo Teck Sing  
Company Secretaries

9 October 2023  
Singapore

**Notes:**

1. Members of the Company are invited to **attend physically** at the EGM. **There will be no option for members to participate virtually.** Printed copies of this Notice of EGM and Proxy Form will be sent to members of the Company. These documents are also made available on the SGXNet and the Company's website at <http://isoteam.listedcompany.com/>. Members are advised to check SGXNet and/or the Company's website regularly for updates.
2. The Circular is made available on the SGXNet and the Company's website at <http://isoteam.listedcompany.com/>. Printed copies of the Circular will not be sent to members. Members who wish to receive a printed copy of the Circular will need to complete and submit a Request Form (which can be found in the Letter to Shareholders dated 9 October 2023) to the Company by 5.00 p.m. on 16 October 2023. Printed copies of the Letter to Shareholders dated 9 October 2023 will be sent to members together with the Notice of EGM and Proxy Form. The Letter to Shareholders dated 9 October 2023 is also made available on the SGXNet and the Company's website at <http://isoteam.listedcompany.com/>.
3. Members may submit questions related to the resolution to be tabled for approval at the EGM in advance:
  - (a) by email to [ir@iso-team.com](mailto:ir@iso-team.com); or
  - (b) by post to the registered office of the Company at 8 Changi North Street 1, ISOTeam Building, Singapore 498829.

All questions must be submitted by 5.00 p.m. on 16 October 2023.

Members, including SRS investors, who wish to submit their questions by post or by email are required to indicate their full names (for individuals)/company names (for corporates), NRIC/passport/company registration numbers, contact numbers, shareholding types and number of Shares held together with their submission of questions, to the office address or email address provided. Investors who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), excluding SRS investors, should contact their respective relevant intermediaries to submit their questions based on the abovementioned instructions.

The Company will endeavour to address the substantial and relevant questions from members soonest possible and in any case, not later than 48 hours before the closing date and time for the lodgement of Proxy Forms. The responses to questions from members will be posted on the SGXNet and the Company's website. Any subsequent clarifications sought by the members after 5.00 p.m. on 16 October 2023 will be addressed at the EGM. The minutes of the EGM will be published on the SGXNet and the Company's website within one (1) month after the date of the EGM.

4. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote at the EGM. Where such member appoints two (2) proxies, the proportion of his shareholding to be represented by each proxy shall be specified in the Proxy Form.

A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than one (1) proxy, the number 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 1967.

5. A proxy need not be a member of the Company.
6. The Proxy Form, duly executed together with the power of attorney or other authority, if any, under which the Proxy Form is signed or a notarially certified copy of that power of attorney or other authority (failing previous registration with the Company), must be submitted:
  - (a) by email to [ir@iso-team.com](mailto:ir@iso-team.com); or
  - (b) by post to the registered office of the Company at 8 Changi North Street 1, ISOTeam Building, Singapore 498829,in each case, not less than 48 hours before the time appointed for holding the EGM, i.e. by 12.00 p.m. on 22 October 2023.
7. The Proxy Form must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.
8. Persons who hold Shares through relevant intermediaries (including SRS investors) and wish to exercise their votes by appointing the Chairman of the EGM as proxy should approach their respective relevant intermediaries (which would include SRS operators) through which they hold such Shares at least seven (7) working days before the EGM to submit their voting instructions in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by 12.00 p.m. on 22 October 2023.
9. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time appointed 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 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 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 of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM 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**"); and (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.

---

This notice has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Hong Leong Finance Limited. It has not been examined or approved by the Exchange and the Exchange 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 Mr Kaeson Chui, Vice President, at 16 Raffles Quay, #01-05 Hong Leong Building, Singapore 048581, Telephone (65) 6415 9886.

This page has been intentionally left blank