



**AUTAGCO LTD.**

(Company Registration Number 200311348E)  
(Incorporated in the Republic of Singapore)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (the “**EGM**”) of Autagco Ltd. (the “**Company**”) will be held at 114 Lavender Street, #05-56 CT Hub 2, Singapore 338729 on 18 June 2025 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the Ordinary Resolution as set out below:

*All capitalised terms used in this notice of EGM which are not otherwise defined shall have the same meanings as ascribed to them in the Company’s circular to its shareholders dated 3 June 2025 (“**Circular**”).*

### **ORDINARY RESOLUTION**

#### **PROPOSED APPOINTMENT OF GRANT THORNTON AUDIT LLP AS THE AUDITOR OF THE COMPANY**

THAT:

- (a) Grant Thornton Audit LLP, having consented to act, be and is hereby appointed as auditor of the Company with effect from the date of the Shareholders’ approval of this Ordinary Resolution, to hold office until the conclusion of the next annual general meeting of the Company, at a fee and on such terms as may be agreed by the Directors with Grant Thornton Audit LLP (“**Proposed Appointment of Auditor**”); and
- (b) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation to prepare and finalise, approve, ratify, sign, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Ordinary Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company to give effect to this Ordinary Resolution.

*(See explanatory note)*

By Order of the Board  
**AUTAGCO LTD.**

Ng Boon Hui  
Executive Chairman and Chief Executive Officer  
3 June 2025

#### Explanatory Note:

1. The Ordinary Resolution is to seek shareholders' approval to appoint Grant Thornton Audit LLP as the Auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Directors of the Company to fix its remuneration.

The previous Auditor of the Company, Forvis Mazars LLP (previously known as Mazars LLP), had notified the Board in writing that it would not be seeking re-appointment as the Auditor of the Company at the FY2024 AGM. Accordingly, Forvis Mazars LLP retired as the Auditor of the Company following the FY2024 AGM.

In accordance with the requirements of Rule 712(3) of the Section B: Rules of Catalyst of the listing manual of the Singapore Exchange Securities Trading Limited (the "**Catalist Rules**"):

- (a) Forvis Mazars LLP has confirmed by way of a letter to Grant Thornton Audit LLP dated 14 May 2025 ("**Professional Clearance Letter**") that it is not aware of any professional reasons why Grant Thornton Audit LLP should not accept appointment as Auditor of the Company;
- (b) save for the Disclaimer of Opinion, the Company confirms that there were no disagreements with Forvis Mazars LLP on accounting treatments within the last 12 months up to the date of retirement of Forvis Mazars LLP;
- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Appointment of Auditor that should be brought to the attention of the Shareholders which has not been disclosed in the Circular;
- (d) the Company confirms that the specific reasons for the Proposed Appointment of Auditor are disclosed in Section 2.1 of the Circular. There are no other specific reasons for the Proposed Appointment of Auditor that ought to be brought to the attention of the Shareholders which have not been disclosed in the Circular. The Proposed Appointment of Auditor is neither due to the dismissal of Forvis Mazars LLP nor the replacement of Forvis Mazars LLP as directed by the Singapore Exchange Securities Trading Limited; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the Proposed Appointment of Auditor.

#### Important Information:

- (a) The shareholders of the Company are invited to attend physically only at the EGM. This Notice of EGM, proxy form, the Request Form (to request for printed copy of the Circular) and the Circular will be made available to shareholders by electronic means via publication on the Company's corporate website at the URL: <https://autagco.com.sg/> and on the SGXNet at the URL: <https://www.sgx.com/securities/company-announcements>. Printed copies of this Notice of EGM, proxy form and the Request Form (to request for printed copy of the Circular) will also be sent by post to shareholders. Shareholders who wish to receive a printed copy of the Circular are required to complete the Request Form and return it to the Company by 11 June 2025:
  - (i) via email to [invest@autagco.com.sg](mailto:invest@autagco.com.sg); or
  - (ii) via post to the Company's registered address at 36 Robinson Road, #20-01 City House, Singapore 068877.
- (b) Pursuant to Section 181(1C) of the Companies Act 1967 of Singapore ("**Companies Act**"), a shareholder who is a Relevant Intermediary (as defined under Section 181(6) of the Companies Act) is entitled to appoint more than 2 proxies to attend, speak 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 shareholder. Where such shareholder appoints more than one proxy, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the instrument of proxy.
- (c) Central Provident Fund ("**CPF**") Investment Scheme ("**CPFIS**") investors ("**CPFIS Investors**") and Supplementary Retirement Scheme ("**SRS**") investors ("**SRS Investors**") who hold the Company's Shares through CPF Agent Banks and/or SRS Operators:
  - (a) may vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks and/or SRS Operators (as the case may be), and should approach their respective CPF Agent Banks and/or SRS Operators (as the case may be) if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM,

in which case they should approach their respective CPF Agent Banks and/or SRS Operators (as the case may be) to submit their voting instructions at least seven (7) business days before the EGM (i.e. by 6 June 2025), in order to allow sufficient time for their respective CPF Agent Banks and/or SRS Operators to in turn submit a proxy form to vote on their behalf by 10.00 a.m. on 15 June 2025 (being not less than 72 hours before the time appointed for holding the EGM).

- (d) Shareholders, including CPFIS Investors and SRS Investors, and (where applicable) duly appointed proxies can attend the EGM in person. To do so, they will need to register in person at the registration counter(s) outside the EGM venue on the date of the EGM. Shareholders must bring along their NRIC/passport so as to enable the Company to verify their identity. Shareholders are requested to arrive early to facilitate the registration process and are advised not to attend the EGM if they are feeling unwell.
- (e) Substantial and relevant questions related to the agenda of the EGM may be submitted in advance in the following manner:
- (i) via email to [invest@autagco.com.sg](mailto:invest@autagco.com.sg); or
  - (ii) via post to the Company's registered address at 36 Robinson Road, #20-01 City House, Singapore 068877,
- in either case, by 10.00 a.m. on 10 June 2025 for the purposes of the EGM.
- When submitting the questions, please provide the Company with the following details, for verification purpose:
- (i) full name;
  - (ii) NRIC/passport/company registration number;
  - (iii) current address;
  - (iv) contact number; and
  - (v) number of Shares held and the manner in which such Shares are held in the Company (e.g. via CDP, CPFIS, SRS or scrip).
- (f) Shareholders are encouraged to submit their questions on or before 10.00 a.m. on 10 June 2025, as this will allow the Company sufficient time to address and respond to these questions on or before 10.00 a.m. on 13 June 2025 (not less than 48 hours prior to the closing date and time for the lodgement of the proxy forms). The responses will be published on SGXNet and the Company's corporate website. Where substantial and relevant questions submitted by shareholders are unable to be addressed prior to the EGM, including any questions received by the Company after 10.00 a.m. on 13 June 2025, the Company will address them during the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
- (g) The Directors will endeavour to address as many substantial and relevant questions as possible during the EGM. However, shareholders should note that there may not be sufficient time available at the EGM to address all questions raised. Please note that individual responses will not be sent to shareholders. The minutes of the EGM will be published on SGXNet within one month after the date of the EGM.
- (h) Shareholders who wish to exercise their voting rights at the EGM may:
- (i) (where such shareholders are individuals) attend and vote at the EGM or (where such shareholders are individuals or corporates) appoint proxies (other than the Chairman of the EGM) to attend and vote at the EGM on their behalf; or
  - (ii) (where such shareholders are individuals or corporates) appoint the Chairman of the EGM as their proxy to vote on their behalf at the EGM.
- (i) Persons who hold Shares of the Company through Relevant Intermediaries, including CPFIS Investors and SRS Investors, can also submit their questions related to the resolution to be tabled for approval at the EGM based on the abovementioned instructions.
- (j) Except for a shareholder who is a Relevant Intermediary, a shareholder of the Company entitled to attend, speak and vote at the EGM is entitled to appoint not more than 2 proxies to attend, speak and vote in his stead. Where such shareholder appoints more than 1 proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.
- (k) A proxy need not be a shareholder of the Company.
- (l) A corporation which is a shareholder of the Company may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with its Constitution and Section 179 of the Companies Act.
- (m) The instrument appointing the proxy(ies) must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the proxy(ies) is executed by a corporation, it must be executed under seal or the hand of its duly authorised officer or attorney. Where the instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- (n) The instrument appointing the proxy(ies), together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be deposited in the following manner:
- (i) via email to [invest@autagco.com.sg](mailto:invest@autagco.com.sg); or
  - (ii) via post to the Company's registered address at 36 Robinson Road, #20-01 City House, Singapore 068877,

in either case, by 10.00 a.m. on 15 June 2025, being not less than 72 hours before the time appointed for holding the EGM. The completion and return of the proxy form by a shareholder shall not preclude him from attending, speaking and voting at the EGM in place of his proxy should he subsequently wish to do so.

- (o) The Company shall be entitled to reject the instrument appointing the proxy(ies) 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 proxy(ies) (such as in the case where the appointor submits more than one instrument of proxy).
- (p) 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, speak and vote at the EGM.

**Personal Data Privacy:**

By (a) attending, speaking or voting at the EGM and/or any adjournment thereof; (b) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof; or (c) submitting any questions prior to, or at, the EGM and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder'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 of meeting 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 shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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. Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a shareholder of the Company (such as his/her name, his/her presence at the EGM and any questions he/she may raise or motions he/she proposes/seconds) may be recorded by the Company for such purpose.

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*This Notice has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**").*

*This Notice has not been examined or approved by the Singapore Exchange Securities Trading Limited (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. Lim Qi Fang (Telephone: (65) 6232 3210) at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.*