

# ARION ENTERTAINMENT SINGAPORE LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199407135Z)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

All capitalised terms used in this Notice of Extraordinary General Meeting (“EGM”) which are not defined herein shall have the same meaning ascribed to them in the circular to the Shareholders of the Company dated 7 July 2023 (“Circular”).

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Arion Entertainment Singapore Limited (the “Company”) will be held at The National University of Singapore Society (NUSS), Suntec City Guild House, 3 Temasek Boulevard, Tower 5, #02-401/402, Suntec City Mall, Singapore 038983 on Monday, 31 July 2023 at 10.30 a.m. (or as soon as after the conclusion or adjournment of the Annual General Meeting to be held at 9.30 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the special and ordinary resolutions as set out below.

**SPECIAL RESOLUTION 1: THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “BACUI TECHNOLOGIES INTERNATIONAL LTD.”**  
That, subject to the approval of the Accounting and Corporate Regulatory Authority:

- the name of the Company be changed from “Arion Entertainment Singapore Limited” to “Bacui Technologies International Ltd.” and that the name “Bacui Technologies International Ltd.” be substituted for “Arion Entertainment Singapore Limited” whenever the latter name appears in the Constitution of the Company; and
- the Directors (or anyone of them) be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or each of them may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Name of the Company and/or this resolution.

### ORDINARY RESOLUTION 2: THE PROPOSED CHANGE OF CORE BUSINESS

That, approval be and is hereby granted for the Company to change the core business of the Group into the Proposed New Business:

- subject to compliance with the Catalyst Rules of the SGX-ST requiring approval from Shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to undertake the Proposed New Business for the purpose of or in connection with the Proposed Change of Core Business on such terms and conditions, including from time to time, investing in, purchasing or otherwise acquiring, any such assets, businesses, investments and shares/interests in any entity, as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal or to effect the Proposed Change of Core Business; and
- the Directors (or anyone of them) be and are hereby authorised to complete and do all act and things as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

### SPECIAL RESOLUTION 3: THE PROPOSED ADOPTION OF NEW CONSTITUTION

That, approval be and is hereby given:

- the regulations contained in the new constitution of the Company reproduced in its entirety in Appendix B to the Circular, be and are hereby approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association of the Company; and
- that the Directors or any one of them be and are hereby authorised and empowered to approve and complete and do and execute all such things and acts (including, without limitation, executing 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 Special Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

By Order of the Board of Directors  
of **Arion Entertainment Singapore Limited**

Chua Kern  
Company Secretary  
Singapore, 7 July 2023

#### Notes:

The Company’s EGM will be held in a wholly (physical) (Singapore University of Singapore Society (NUSS), Suntec City Guild House, 3 Temasek Boulevard, Tower 5, #02-401/402, Suntec City Mall, Singapore 038983 on **Monday, 31 July 2023 at 10.30 a.m.** (Singapore time) or as soon as practicable following the conclusion of the Annual General Meeting convened at 9.30 a.m. on the same day and at the same place, for considering and, if thought fit, passing the resolutions set out in the Notice of EGM. There will be no option for shareholders to participate virtually.

Copies of the Notice of EGM and the accompanying documents (including the Circular and Proxy Form) will be sent by post to members and published on the Company’s corporate website at the URL <http://www.egl.com.sg/press.html> and the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

Shareholders should take note of the following arrangements for the EGM:

#### (a) Participation in the EGM

Shareholders, including investors who hold the Company’s shares (a) using their contribution pursuant to the Central Provident Fund Investment Scheme (“**CPF Investors**”); and (b) purchased under the Supplementary Retirement Scheme (“**SRS Investors**”) (CPF Investors and SRS Investors shall be collectively referred to as the “**Investors**”), may participate in the EGM by:-

- attending the EGM in person;
- submitting questions in relation to any agenda item in this notice of EGM in advance of, or at the EGM; and/or
- voting at the EGM by (1) themselves; or (2) through duly appointed proxy(ies).

Details of the steps for registration, asking of questions and voting at the EGM by Shareholders, are set out in items (b) to (e) below.

#### (b) Register in person to attend the EGM

Shareholders, including the 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 day of the event. Registration will commence one (1) hour before the EGM. Every attendee is required to bring along his/her NRIC/passport to enable the Company to verify his/her identity. The Company reserves the right to refuse admittance to the EGM if the attendee’s identity cannot be verified accurately.

*For Shareholders who hold shares through relevant intermediaries (as defined under Section 181 of the Companies Act 1967 of Singapore) (“**Relevant Intermediary Investors**”), please refer to item (e) for the procedures to attend and vote at the EGM.*

Shareholders are advised not to attend the EGM if they are feeling unwell.

#### (c) Submitting Questions in relation to the EGM agenda

Shareholders and Investors who have questions in relation to any agenda item in this Notice of EGM can ask questions at the EGM or submit their questions to the Company in advance, by **Friday, 14 July 2023, 10.30 a.m.**, through any of the following means:

- by email to Complete Corporate Services Pte Ltd at [arion-agm-egm@complete-corp.com](mailto:arion-agm-egm@complete-corp.com); or
- by post, to be deposited with Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903.

Shareholders and Investors (including the Relevant Intermediary Investors) must identify themselves when posting questions through email or mail by providing the following details:

- Full Name;
- Contact Telephone Number (optional);
- Email Address; and
- The manner in which you hold shares (if you hold shares directly, please provide your Central Depository (Pte) Limited account number; otherwise, please state if you hold your shares through CPF or SRS, or are a Relevant Intermediary Investors).

Shareholders and Investors (including the Relevant Intermediary Investors) are encouraged to submit their questions by email. The Company will address all substantial and relevant questions through an announcement on SGXNet at the URL <https://www2.sgx.com/securities/company-announcements> and the Company’s website at the URL <http://www.egl.com.sg/press.html> by Thursday, 27 July 2023, 10.30 a.m. (the “**cut-off time**”). Where substantially similar questions are received, such questions will be consolidated and consequently not all questions may be individually addressed.

Substantial and relevant questions which are submitted after cut-off time and before Saturday, 29 July 2023, 10.30 a.m. will be consolidated and addressed at the EGM. The Company will publish the minutes of the EGM, which will include the responses from the Board and management of the Company on the substantial and relevant questions received from Shareholders and Investors (including the Relevant Intermediary Investors) relating to the agenda of the EGM via an announcement on SGXNet and the Company’s website within one (1) month after the EGM.

#### (d) Voting at the EGM

*For Relevant Intermediary Investors, please refer to item (e) for the procedures to vote at the EGM.*

*For CPF Investors or SRS Investors, please refer to item (f) for the procedures to vote at the EGM.*

Shareholders will be able to vote at the EGM in person, or by appointing proxy(ies) to vote on their behalf.

Duly completed Proxy Forms must be submitted through any of the following:

- by email to Complete Corporate Services Pte Ltd at [arion-agm-egm@complete-corp.com](mailto:arion-agm-egm@complete-corp.com); or
- by post, to be deposited with Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903, in either case, by **10.30 a.m. on 29 July 2023** (being not less than forty-eight (48) hours before the time appointed for holding the EGM) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument appointing proxy(ies) can either use the printed copy of the Proxy Form which is sent to him/her/it by post or download a copy of the Proxy Form from the SGXNet and the Company’s corporate website, which may be accessed at the respective URLs <https://www2.sgx.com/securities/company-announcements> and <http://www.egl.com.sg/press.html>, and subsequently, to complete and sign the Proxy Form before submitting it by (a) post to the address provided above, or (b) scanning and sending it to the email address provided above.

Completion and submission of the instrument appointing a proxy(ies) by a shareholder will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of a proxy(ies) for the EGM shall be deemed to be revoked if the member attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies), to the EGM.

Please refer to the detailed instructions set out in the Proxy Form.

#### (e) Voting at the EGM by Relevant Intermediary Investors

Relevant Intermediary Investors who wish to appoint the proxy(ies) to vote at the EGM should not make use of the Proxy Form and should instead approach their respective relevant intermediaries as soon as possible for the proxy(ies) appointment or by **10.30 a.m. on 20 July 2023**, being at least seven (7) working days before the EGM.

#### (f) Voting at the EGM by CPF Investors or SRS Investors

CPF Investors or SRS Investors who wish to vote may:

- vote at the EGM 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
- appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF agent banks or SRS operators to submit their votes by **10.30 a.m. on 20 July 2023**, being at least seven (7) working days before the EGM, in order to allow sufficient time for their respective relevant intermediaries in turn submit their Proxy Form to appoint the Chairman to vote on their behalf.

#### Personal Data Privacy

**Personal data** in this notice of EGM has the same meaning as “personal data” in the Personal Data Protection Act 2012 of Singapore, which includes his/her name, address and NRIC/Passport number. 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 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 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, 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.