
NOTICE OF EXTRAORDINARY GENERAL MEETING

BACUI TECHNOLOGIES INTERNATIONAL LTD.

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

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular to shareholders dated 7 November 2024 issued by Bacui Technologies International Ltd. (“Circular”).

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Bacui Technologies International Ltd. (the “**Company**”) will be held at 137 Cecil Street #04-01 Cecil Building Singapore 069537 on Friday, 22 November 2024 at 10.30 a.m for the purpose of considering and, if thought fit, passing (with or without any modifications) the following resolutions:

ORDINARY RESOLUTION 1: THE PROPOSED RIGHTS ISSUE

THAT subject to and contingent upon the passing of Ordinary Resolution 3 herein in this Notice of EGM:

- (1) the non-renounceable non-underwritten rights issue of up to 3,287,352,906 new ordinary shares (“**Rights Shares**”) of the Company at an issue price of S\$0.0015 (“**Issue Price**”) on the basis of three (3) Rights Shares for every one (1) existing ordinary share of the Company (“**Shares**”) held as at the Books Closure Date to be determined, fractional entitlements to be disregarded, and the allotment and issue of the Rights Shares, be and is hereby approved; and
- (2) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give full effect to this Ordinary Resolution 1 and implement any of the foregoing as the Directors may in their absolute discretion deem fit and in the interests of the Company.

ORDINARY RESOLUTION 2: THE PROPOSED WHITEWASH RESOLUTION

THAT subject to and contingent upon the passing of Ordinary Resolution 1 herein in this Notice of EGM and subject to the satisfaction of all the conditions set out in the Securities Industry Council’s letter of 10 October 2024, the Independent Shareholders (other than Xinlong Investment Holding Limited (“**Xinlong**”) – as defined in the Circular to Shareholders dated 7 November 2024, as well as parties not independent of Xinlong) do hereby, on a poll taken, unconditionally and irrevocably waive their rights to receive a mandatory general offer from Xinlong and parties acting in concert with it under Rule 14 of the Singapore Code on Take-Overs and Mergers for all the Shares not already owned or controlled by them, as a result of the Proposed Rights Issue.

ORDINARY RESOLUTION 3: THE POTENTIAL TRANSFER OF CONTROLLING INTEREST IN THE COMPANY TO XINLONG INVESTMENT HOLDING LIMITED

That subject to and contingent upon the passing of Ordinary Resolution 1 herein in this Notice of EGM:

- (1) approval be and is hereby given for the allotment and issuance by the Company of Rights Shares and Excess Rights Shares to Xinlong on and subject to the terms of the Rights Issue, the issuance of such Rights Shares and Excess Rights Shares constituting a transfer of Controlling Interest in the Company to Xinlong pursuant to Rule 803 of the Catalist Rules; and
- (2) the Directors and each of them be and are hereby authorised to complete, enter and do all such acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give full effect to this Ordinary Resolution 3 and implement any of the foregoing as the Directors may in their absolute discretion deem fit and in the interests of the Company.

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By Order of the Board

Mr. Yeo Kan Yen
Independent Non-Executive Chairman
7 November 2024

NOTES:

The EGM is being convened, and will be held physically at 137 Cecil Street #04-01 Cecil Building Singapore 069537 on 22 November 2024 at 10.30 a.m.. **There will be no option for Shareholders to participate virtually.**

Printed copies of this Circular will not be despatched to Shareholders. Instead, printed copies of the Notice of EGM, the accompanying Proxy Form together with a request form (to request for a printed copy of the Circular) ("**Request Form**") will be mailed to Shareholders. Shareholders can also access this Circular, the Notice of EGM, and accompanying Proxy Form electronically via the Company's website at the URL <http://yyb.bcyj.cn/news.php> and on the website of the SGX-ST at the URL <https://www.sgx.com/securities/company-announcements>.

Shareholders who wish to request for a printed copy of the Circular may complete and sign the Request Form and submit the Request Form to the Company via email to info.bacui@bcjy.cn no later than Friday, 15 November 2024.

Physical Participation in the EGM

- a. Members of the Company, including Central Provident Fund Investment Scheme investors ("**CPF Investors**") and Supplementary Retirement Scheme investors ("**SRS Investors**"), may participate in the EGM by:-
 - (i) attending the EGM in person;
 - (ii) submitting questions in relation to any agenda item in this Notice of EGM in advance of, or at the EGM; and/or
 - (iii) voting at the EGM by (1) themselves personally; or (2) through duly appointed proxy(ies).
- b. CPF Investors and SRS Investors who wish to appoint the Chairman of the EGM (and not third-party proxy(ies) as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.30 a.m., on Tuesday, 12 November 2024, being at least seven (7) working days before the EGM. Please refer to Proxy Voting under item (c) below for details.
- c. Members, including CPF Investors and SRS Investors, or, where applicable, their appointed proxy(ies) who are attending the EGM in person should bring along their NRIC/passport to enable the Company to verify your identity. Members are requested to arrive early to facilitate the registration process and are advised not to attend the EGM if they are feeling unwell. Members are strongly encouraged to exercise social responsibility to rest at home and consider appoint/appoint a proxy(ies) to attend the EGM.

Submission of Questions

- a. Members may raise questions at the EGM or submit questions in advance of the EGM by 10.30 a.m. on Wednesday, 13 November 2024, in the following manner:-
 - (i) by email, to Complete Corporate Services Pte Ltd at bacui-egm@complete-corp.com; or
 - (ii) by post, to be deposited with Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903.

For verification purpose, when submitting any questions by post or via email, members MUST provide the Company with their particulars (comprising full name (for individuals)/company name (for corporates), email address, contact number, NRIC/passport number/company registration number, shareholding type and number of shares held), failing which the Company shall be entitled to regard the submission as invalid.

- b. Members are strongly encouraged to submit their questions by email in advance of the EGM. The Company will publish its responses to the substantial and relevant questions submitted by members prior to the abovementioned deadline by Friday, 17 November 2024, which is at least 48 hours before the proxy form deadline.
- c. For questions received after 13 November 2024, the Company will endeavour to address all substantial and relevant questions submitted by members prior to or during the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. For questions addressed during the EGM, the Company will publish the responses to such questions together with the minutes of the EGM on SGXNet and the Company's website within one (1) month after the date of the EGM.

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Proxy Voting

- a. A member of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her/its behalf. A member can appoint the Chairman of the EGM as his/her/its proxy but this is not mandatory. A proxy need not be a member of the Company.
- b. Duly completed Proxy Forms must be submitted in the following manner:-
 - (i) by email, to Complete Corporate Services Pte Ltd at bacui-egm@complete-corp.com; or
 - (ii) 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 Tuesday, 19 November 2024 (being not less than seventy-two (72) 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.

- c. 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 and subsequently, to complete and sign the Proxy Form before submitting it by (i) post to the address provided above, or (ii) scanning and sending it to the email address provided above.
- d. If a member wishes to appoint the Chairman of the EGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the EGM as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
- e. Where a member appoints proxy(ies), he/she/it may give specific instructions as to voting, or abstentions from voting, in respect of the resolutions in the Proxy Form, failing which the proxy(ies) will vote or abstain from voting at his/her/its discretion, as he/she/it may on any other matter arising at the EGM.
- f. Completion and submission of the instrument appointing a proxy(ies) by a member 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.
- g. Persons who hold Shares through relevant intermediaries, other than CPF Investors and SRS Investors, and who wish to participate in the EGM should contact the relevant intermediary through which they hold such Shares as soon as possible. Persons who hold shares through relevant intermediaries, other than CPF Investors and SRS Investors, may (i) vote at the EGM if they are appointed as proxies by their respective relevant intermediaries; or (ii) specify their voting instructions to/arrange for their votes to be submitted with their respective relevant intermediaries, and should contact their respective relevant intermediaries as soon as possible in order for the necessary arrangements to be made.
- h. In addition, CPF Investors and SRS Investors may (a) vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks and SRS Operators, and should contact their respective CPF Agent Banks and SRS Operators if they have any queries regarding their appointment as proxies; or (b) specify their voting instructions to/arrange for their votes to be submitted with their respective CPF Agent Banks and SRS Operators, and should approach their respective CPF Agent Banks and SRS Operators by 10.30 a.m. on Tuesday, 12 November 2024, being at least seven (7) working days before the date of the EGM, to ensure their votes are submitted.
- i.
 - (i) A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy (expressed as a percentage as a whole) shall be specified in the form of proxy.
 - (ii) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified). Where such member appoints more than one proxy, the appointments shall be invalid unless the member specifies the number of shares in relation to which each proxy has been appointed in the proxy form.

"Relevant intermediary" has the meaning as ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore (the "**Act**");

- (i) a banking corporation licensed under the Banking Act 1970, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (ii) a person holding a capital market services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity;
- (iii) or the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.

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- j. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his/her 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.

PERSONAL DATA PRIVACY

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote 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 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 guideline (collectively, the "Purposes"), (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 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 shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.