SAPPHIRE CORPORATION LIMITED
盛世企业有限公司

(Incorporated in the Republic of Singapore)
(Company Registration Number 198502465W)
(the "**Company**")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the "**EGM**") of **Sapphire Corporation Limited** (the "**Company**") will be held at 135 Cecil Street, #07-01, Singapore 069536 on Wednesday, 20 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:

*All capitalised terms used in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 29 October 2024 (the "**Circular**") in relation to the Proposed Change of Auditor and the proposed adoption of the New Constitution.*

ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITOR

That:

(i) the resignation of Foo Kon Tan LLP ("**FKT**") as auditor of the Company be and is hereby noted;

(ii) the appointment of Forvis Mazars LLP ("**Forvis Mazars SG**") as auditor of the Company in place of FKT, with effect from the date of Shareholders' approval of this Ordinary Resolution to hold office until the conclusion of the next AGM at such remuneration and on such terms to be agreed between the Directors and Forvis Mazars SG be and is hereby approved; and

(iii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditor and/or the transactions authorised by this Ordinary Resolution.

SPECIAL RESOLUTION: THE PROPOSED ADOPTION OF THE NEW CONSTITUTION

That:

(i) the regulations contained in the New Constitution as set out in Appendix 2 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 Constitution; and

(ii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the proposed adoption of the New Constitution and/or the transactions authorised by this Special Resolution.

BY ORDER OF THE BOARD

Wang Heng

Executive Director and Chief Executive Officer
SAPPHIRE CORPORATION LIMITED
Singapore

29 October 2024

NOTES:

1. The EGM will be convened and held at 135 Cecil Street, #07-01, Singapore 069536 on Wednesday, 20 November 2024 at 10.30 a.m. for the purpose of considering and if thought fit, passing, with or without any modification, the Ordinary Resolution relating to the Proposed Change of Auditor and the Special Resolution relating to the proposed adoption of the New Constitution. **There will be no option for Shareholders to participate virtually.**

2. Printed copies of the Notice of EGM, the Proxy Form and the Request Form will be sent to Shareholders. Printed copies of the circular relating to the Proposed Change of Auditor and the proposed adoption of the New Constitution ("**Circular**") will not be sent to Shareholders. Shareholders may request printed copies of the Circular by completing and returning the Request Form no later than 5.00 p.m. on Tuesday, 5 November 2024. This Notice of EGM, the Proxy Form and the Circular may be accessed at the Company's website at the URL https://www.sapphirecorp.com.sg and are also available on SGXNET at the URL https://www.sgx.com/securities/company-announcements.

3. Arrangements relating to submission of comments, queries and/or questions to the Chairman of the EGM in advance of and at the EGM of the Company, addressing of substantial and relevant comments, queries and/or questions at least 48 hours prior to the closing date and time for the lodgement of the Proxy Forms and during the EGM, and voting physically or appointing proxy(ies) (including the Chairman of the EGM) to vote at the EGM of the Company, are set out in this Notice of EGM.

4. **The Company has decided that the forthcoming EGM will be held at 135 Cecil Street, #07-01, Singapore 069536. There will be no option for Shareholders to participate virtually at the EGM. Shareholders (whether individual or corporate) may vote at the EGM by themselves or may appoint proxy(ies) (including the Chairman of the EGM) to attend, speak and vote on his/her/its behalf at the EGM in accordance with the instructions on the Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the EGM.** The Proxy Form for the EGM may be accessed at the Company's website at the URL https://www.sapphirecorp.com.sg and is also available on SGXNET at the URL https://www.sgx.com/securities/company-announcements.

5. A Shareholder:

   (a) who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM on his/her/its behalf. Where such Shareholder's form of proxy appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM on his/her/its behalf, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder's form of proxy appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "**Relevant Intermediary**" shall have the same meaning ascribed to it in Section 181 of the Companies Act 1967.

6. CPF/SRS investors:

   (a) 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

   (b) may appoint the Chairman of the EGM as proxy, in which case they should approach their respective CPF agent banks or SRS operators to submit their votes by 5.00 p.m. on Monday, 11 November 2024 (that is, at least seven (7) working days before the date of the EGM).

7. Duly appointed proxy(ies), including the Chairman of the EGM acting as proxy, need not be a Shareholder of the Company. A Shareholder may choose to appoint the Chairman of the EGM as his/her/its proxy.

8. The Proxy Form must be submitted to the Company in the following manner:

   (a) if submitted by post, be deposited at the Company's address at 3 Shenton Way, Shenton House, #25-05, Singapore 068805; or

   (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at ir@sapphirecorp.com.sg,

   in any case, by 10.30 a.m. on Sunday, 17 November 2024 (that is, not less than 72 hours before the time fixed for holding the EGM). A Shareholder who wishes to submit the Proxy Form must first complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means.**

9. Shareholders may submit comments, queries and/or questions relating to the resolutions in the Notice of EGM in advance of the EGM of the Company, together with their full name (as per CDP/CPF/SRS/Script-based records), identification number (e.g. NRIC/Passport/Company Registration Number), shareholding type (e.g. CDP/CPF/SRS/Script-based), email address and contact number to enable the Company (or its agents or service providers) to authenticate their status as Shareholders of the Company, in the following manner:

   (a) by email to the Company at ir@sapphirecorp.com.sg; or

   (b) by post to the Company's address at 3 Shenton Way, Shenton House, #25-05, Singapore 068805

   in either case, by 10.30 a.m. on Tuesday, 5 November 2024.

10. Shareholders or (where applicable) their duly appointed proxy(ies) and representatives will also be able to raise questions at the EGM of the Company itself.

11. The Company will endeavour to address all substantial and relevant questions received from Shareholders before the EGM. The Company will publish its responses to comments, queries and/or questions on the Company's website at the URL https://www.sapphirecorp.com.sg and is also available on SGXNET at the URL https://www.sgx.com/securities/company-announcements by 10.30 a.m. on Friday, 15 November 2024 (that is, at least 48 hours prior to the closing date and time for the lodgement of the Proxy Forms).

12. Shareholders and (where applicable) duly appointed proxies and representatives may participate in the EGM physically at **135 Cecil Street, #07-01, Singapore 069536**. **There will be no option for Shareholders to participate virtually.**

13. The Company will publish the minutes of the EGM on the Company's website at the URL https://www.sapphirecorp.com.sg and is also available on SGXNET at the URL https://www.sgx.com/securities/company-announcements within one (1) month after the EGM.

Personal data privacy:

By attending the EGM and/or any adjournment thereof and/or submitting the Proxy Form 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 (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), and (b) 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 or service providers), 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (c) 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.