



DATAPULSE TECHNOLOGY LIMITED

(Company Registration No.: 198002677D)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Datapulse Technology Limited (the "Company") will be held at Fuji Room, 137 Cecil Street, Hengda Building, #03-01, Singapore 069537 on 20 April 2018 at 2.00 p.m. for the purpose of considering and, if thought fit, passing (with or without any modifications) the following resolutions set out below.

All capitalised terms in this Notice which are not defined herein shall have the same meanings ascribed to them in the circular to Shareholders of the Company dated 26 March 2018 (the "Circular").

ORDINARY RESOLUTION 1:

THAT Mr Low Beng Tin be removed as non-executive Chairman and director of the Company with effect from the date of the EGM, and for all necessary steps to be taken to remove him from all appointments with the Company, its subsidiaries and its associated and investee companies.

ORDINARY RESOLUTION 2:

THAT Mr Thomas Ng Der Sian be removed as director of the Company with effect from the date of the EGM, and for all necessary steps to be taken to remove him from all appointments with the Company, its subsidiaries and its associated and investee companies.

ORDINARY RESOLUTION 3:

THAT Mr Rainer Teo Jia Kai be removed as director of the Company with effect from the date of the EGM, and for all necessary steps to be taken to remove him from all appointments with the Company, its subsidiaries and its associated and investee companies.

ORDINARY RESOLUTION 4:

THAT Mr Wilson Teng Wai Leung be removed as director of the Company with effect from the date of the EGM, and for all necessary steps to be taken to remove him from all appointments with the Company, its subsidiaries and its associated and investee companies.

(Ordinary Resolutions 1 to 4 shall collectively be referred to as "**Proposed Removal of Existing Directors**")

ORDINARY RESOLUTION 5:

THAT Mr Ng Boon Yew be appointed as director of the Company with effect from the date of the EGM.

ORDINARY RESOLUTION 6:

THAT Mr Loo Cheng Guan be appointed as director of the Company with effect from the date of the EGM.

ORDINARY RESOLUTION 7:

THAT Ms Ng Bie Tjin @ Djuniarti Intan be appointed as director of the Company with effect from the date of the EGM.

ORDINARY RESOLUTION 8:

THAT Mr Koh Wee Seng be appointed as director of the Company with effect from the date of the EGM.

(Ordinary Resolutions 5 to 8 shall collectively be referred to as "**Proposed Appointment of Proposed New Directors**")

ORDINARY RESOLUTION 9: THE PROPOSED BUSINESS DIVERSIFICATION

That approval be and is hereby given for the Company to undertake the expansion and diversification of the core business(es) of the Group to include the Proposed Consumer Business and the Proposed Investment Business, subject to the Company adopting the recommendations set out in the Internal Controls Review report (as defined below) (the "**Proposed Business Diversification**").

Internal Controls Review report refers to the report to be issued by RHTLaw Taylor Wessing LLP pursuant to the review of such matters as set out in the Notice of Compliance issued by SGX-ST on 23 February 2018.

Ordinary Resolution 9 will NOT be put up for voting by Shareholders in the event:-

- (i) **any** of the Ordinary Resolutions 5, 6, 7 and/or 8 is passed by a majority of Shareholders present and voting (on a poll) at the EGM; and/or
- (ii) **more than one of** Ordinary Resolutions 1, 2, 3, and 4 are passed by a majority of Shareholders present and voting (on a poll) at the EGM.

ORDINARY RESOLUTION 10: THE PROPOSED SPECIAL DIVIDEND

That a special one-tier tax exempt dividend be and is hereby approved and declared on the basis of S\$0.01 for each Share held by a shareholder as at the books closure date to be determined by the Board of Directors ("**Proposed Special Dividend**").

Explanatory Notes:

Ordinary Resolution 9

Assuming any of Ordinary Resolutions 5, 6, 7 and/or 8 (Proposed Appointment of Proposed New Directors) is passed at the EGM, there would be a need to reconstitute the board of directors of the Company with the appointment of one or more of the Proposed New Directors. By not putting up Ordinary Resolution 9 for voting by Shareholders at the EGM, the reconstituted board would be given the opportunity to reconsider the Proposed Business Diversification and decide on the appropriate course of action for the Company thereafter.

Assuming only one of Ordinary Resolutions 1, 2, 3 and 4 (Proposed Removal of Existing Directors) is passed at the Company EGM, the majority of the existing board of directors of the Company will remain and will be able to implement the Proposed Business Diversification, and accordingly Ordinary Resolution 9 will be put up for voting by Shareholders.

By Order of the Board

DATAPULSE TECHNOLOGY LIMITED

Lee Kam Seng
Chief Financial Officer and Company Secretary
28 March 2018

Notes:-

1. Shareholders should note that by voting for Ordinary Resolution 9, they will be indirectly rejecting or not approving the No Diversification Resolution (further details of which are set out in Section 2.4 of the Circular) of the Second Requisition Notice, which was received on 20 February 2018.
2. (a) A member (otherwise than a relevant intermediary) is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
(b) A member who is a relevant intermediary is entitled to appoint more than two 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 him. Where such member's form of proxy appoints more than two 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" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.
3. A proxy need not be a member of the Company.
4. The instrument appointing the proxy or proxies must be deposited at the Company's Share Registrar Office, M&C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902, not less than 48 hours before the time appointed for the meeting.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the Extraordinary General Meeting 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 Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (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.