

**CIRCULAR DATED 7 APRIL 2026**

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.**

***If you are in any doubt as to the contents herein or the course of action you should take, you should consult your bank manager, stockbroker, solicitor, accountant, tax adviser or other professional adviser immediately.***

*Unless otherwise defined, capitalised terms appearing on the cover of this Circular bear the same meanings ascribed to them in the section entitled “Definitions” of this Circular.*

If you have sold or transferred all your shares in the capital of the Company held through The Central Depository (Pte) Limited (“**CDP**”), you need not forward this Circular with the Notice of EGM and the enclosed Proxy Form to the purchaser or transferee as arrangements will be made by CDP for a separate Circular with the Notice of EGM and the accompanying proxy form to be sent to the purchaser or transferee. If you have sold or transferred all your shares in the capital of the Company represented by physical share certificate(s), you should immediately forward this Circular, together with the Notice of EGM, and the accompanying proxy form to the purchaser or transferee, or to the bank, stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

This Circular has been reviewed by the Company’s Sponsor, SAC Capital Private Limited (“**Sponsor**”). This Circular has not been examined or approved by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and the SGX-ST assumes no responsibility for the contents of this Circular, including the correctness of any of the statements or opinions made or reports contained in this Circular.

The contact person for the Sponsor is Ms Audrey Mok (Tel: (65) 6232 3210) at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.



## **CIRCULAR TO SHAREHOLDERS**

### **IN RELATION TO**

- (1) THE PROPOSED TRANSFER OF LISTING OF THE COMPANY FROM THE CATALIST BOARD TO THE MAINBOARD OF THE SGX-ST**
- (2) THE PROPOSED ADOPTION OF THE NEW SHARE ISSUE MANDATE**

### **IMPORTANT DATES AND TIMES**

- |  |   |   |
|--|---|---|
| Last date and time for lodgement of Proxy Form | : | 26 April 2026 at 11.30 a.m.   |
| Date and time of EGM                           | : | 29 April 2026 at 11.30 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the EGM which is to be held at 11.00 a.m. on the same day and at the same place) |
| Place of EGM                                   | : | 10 Woodlands Loop, Singapore 738388   |

## DEFINITIONS

In this Circular, the following definitions apply throughout except where the context otherwise requires:

- “ACRA”** : The Accounting and Corporate Regulatory Authority of Singapore
- “AGM”** : The Annual General Meeting of the Company
- “Associate”** : (a) in relation to any Director, Chief Executive Officer, Substantial Shareholder or Controlling Shareholder (being an individual) means:
- (i) his immediate family;
  - (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; or
  - (iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more; and
- (b) in relation to a Substantial Shareholder or a Controlling Shareholder (being a company) means any company which is its subsidiary or holding company or is a subsidiary of any such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more,
- or such other definition as the Catalist Rules may from time to time prescribe
- “associated company”** : A company in which at least 20% but not more than 50% of its shares are held by the Company or the Group
- “Board”** : The Board of Directors of the Company as at the date of this Circular
- “Catalist”** : The sponsor-supervised listing platform of the SGX-ST
- “Catalist Rules”** : The Listing Manual Section B:Rules of Catalist of the SGX-ST, as amended, modified or supplemented from time to time
- “CDP”** : The Central Depository (Pte) Limited
- “Circular”** : This Circular dated 7 April 2026
- “Companies Act”** : The Companies Act 1967 of Singapore, as amended, modified or supplemented from time to time
- “Company”** : Choo Chiang Holdings Ltd.
- “Constitution”** : The constitution of the Company, as amended, modified or supplemented from time to time
- “Control”** : The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of a company

<b>“Controlling Shareholder”</b>	: A person (including a corporation) who:
	(a) holds directly or indirectly 15% or more of the nominal amount of all voting Shares. The SGX-ST may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or
	(b) in fact exercises Control over the Company
<b>“Director(s)”</b>	: The director(s) of the Company as at the date of this Circular
<b>“EGM”</b>	: The extraordinary general meeting of the Company to be convened on 29 April 2026 to seek Shareholders’ approval for the Proposed Listing Transfer.
<b>“Existing Share Issue Mandate”</b>	: The existing share issue mandate of the Company which was approved by Shareholders at the AGM
<b>“FY”</b>	: Financial year of the Company ended or ending 31 December (as the case may be)
<b>“Group”</b>	: The Company and its subsidiaries
<b>“Group Employee”</b>	: A confirmed employee of the Group, including an Executive Director
<b>“Group Executive Director”</b>	: A director who is employee of the Group and who performs an executive function
<b>“Issued Shares”</b>	: The total number of issued Shares (excluding treasury shares) as at the Latest Practicable Date
<b>“Latest Practicable Date”</b>	: 12 March 2026 being the latest practicable date prior to the printing of this Circular
<b>“Listing Manual”</b>	: The Catalist Rules or Mainboard Rules (as the case may be), as amended, modified or supplemented from time to time.
<b>“Mainboard”</b>	: The Mainboard of the SGX-ST.
<b>“Mainboard Rules”</b>	: The rules of the Listing Manual applicable to issuers listed on the Mainboard, as amended, modified or supplemented from time to time.
<b>“Market Day”</b>	: A day on which the SGX-ST is open for trading in securities.
<b>“New Shares”</b>	: Has the meaning ascribed to it in Section 4 of this Circular.
<b>“New Share Issue Mandate”</b>	: The proposed general mandate to allot and issue new Shares and convertibles securities in the capital of the Company, details of which are set out in Section 3 of this Circular
<b>“Notice of EGM”</b>	: The notice of EGM as set out on pages 17 to 20 of this Circular.
<b>“Ordinary Resolution”</b>	: A resolution proposed and passed as such by a majority consisting more than 50% of the total number of votes cast for and against such resolution at a meeting of Shareholders
<b>“Proposed Adoption of the New Share Issue Mandate”</b>	: The proposed adoption of the New Share Issue Mandate to replace the Existing Share Issue Mandate
<b>“Proposed Resolutions”</b>	: Has the meaning ascribed to it in Section 1 of this Circular

<b>“Proposed Listing Transfer”</b>	:	The proposed transfer of the listing of the Company from the Catalyst Board to the Mainboard of the SGX-ST.
<b>“Proxy Form”</b>	:	The Proxy Form as set out on pages 21 to 22 of this Circular.
<b>“Proposed Transfer ”</b>	:	The Proposed Listing Transfer
<b>“Period Under Review”</b>	:	The period comprising FY2022, FY2023 and FY2024
<b>“Public”</b>	:	Persons other than: <ul style="list-style-type: none"> <li>(a) directors, chief executive officer, Substantial Shareholders, or Controlling Shareholders of the Company or its subsidiary companies; and</li> <li>(b) associates of the persons in paragraph (a)</li> </ul>
<b>“Securities Account”</b>	:	The securities account maintained by a Depositor with CDP (but does not include a securities sub-account maintained with a Depository Agent)
<b>“SFA”</b>	:	The Securities and Futures Act 2001 of Singapore, as amended, modified or supplemented from time to time
<b>“SGX-ST”</b>	:	Singapore Exchange Securities Trading Limited
<b>“Shareholders”</b>	:	The registered holders of the Shares in the register of members of the Company, except where the registered holder is CDP, the term “Shareholders” shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts are credited with such Shares
<b>“Shares”</b>	:	Ordinary shares in the issued share capital of the Company
<b>“Special Resolution”</b>	:	The special resolution as set out in the notice of EGM on pages 17 to 20 of this Circular.
<b>“Sponsor”</b>	:	SAC Capital Private Limited
<b>“SRS”</b>	:	Supplementary Retirement Scheme
<b>“SRS Investor”</b>	:	An investor who holds shares under the SRS
<b>“Substantial Shareholder”</b>	:	A person (including a corporation) who holds directly or indirectly 5% or more of the total voting Shares
<b>“\$” and “cents”</b>	:	Singapore dollars and cents respectively, being the lawful currency of the Republic of Singapore
<b>“%” or “per cent”</b>	:	Percentage or per centum

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the same meanings ascribed to them, respectively, in Section 81SF of the SFA or any statutory modification thereof, as the case may be.

The term **“subsidiary”** shall have the same meaning ascribed to it in Section 5 of the Companies Act. The term **“treasury shares”** shall have the same meaning ascribed to it in Section 4 of the Companies Act. The term **“subsidiary holdings”** is defined in the Catalyst Rules to mean shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act.

Words importing the singular shall, where applicable, include the plural and vice versa, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall include corporations.

Any reference in this Circular to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted. Any word or term defined under the Companies Act, the SFA, the Listing Manual or any statutory modification thereof and used in this Appendix shall, where applicable, have the same meaning ascribed to it under said act or rule or any statutory modification thereof, as the case may be, unless the context otherwise requires. Any references to "Section" are to the sections of this Circular, unless otherwise stated. Any reference in this Circular to "Rule" or "Chapter" is a reference to the relevant rule or chapter in the Listing Manual, unless otherwise stated.

Any reference to a time of day and to dates in this Appendix shall be a reference to Singapore time and dates, respectively, unless otherwise stated.

Any discrepancies in this Appendix between the sum of the figures stated and the total thereof are due to rounding. Accordingly, figures shown as totals in this Appendix may not be an arithmetic aggregation of the figures which precede them.

### **Cautionary Note on Forward-Looking Statements**

All statements other than statements of historical facts included in this Circular are or may be forward looking statements. Forward-looking statements include but are not limited to, those using words such as "expect", "seek", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect the Company's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information as at the Latest Practicable Date.

Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Company nor the Sponsor undertakes any obligation to update publicly or revise any forward-looking statements for any reasons, even if new information becomes available or other events occur in the future, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.

# LETTER TO SHAREHOLDERS

## CHOO CHIANG HOLDINGS LTD.

(Incorporated in the Republic of Singapore)  
(Company Registration No. 201426379D)

### Directors

Mr Lim Teck Chuan, Thomas (*Executive Chairman and CEO*)  
Mr Lim Teck Seng, Rocky (*Executive Director*)  
Mr Lim Teck Chai, Danny (*Lead Independent Director*)  
Mr Sho Kian Hin, Eric (*Independent Director*)  
Mr Tan Soon Liang (*Independent Director*)

### Registered Office

10 Woodlands Loop  
Singapore 738388

7 April 2026

To: The Shareholders of Choo Chiang Holdings Ltd.

Dear Sir/Madam,

- (1) **THE PROPOSED TRANSFER OF LISTING OF THE COMPANY FROM THE CATALIST BOARD TO MAINBOARD OF THE SGX-ST**
- (2) **THE PROPOSED ADOPTION OF THE NEW SHARE ISSUE MANDATE**

### 1. INTRODUCTION

1.1 The Directors propose to seek the approval of Shareholders at the forthcoming EGM to be held on Wednesday, 29 April 2026 at 11:30 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the AGM which is to be held at 11.00 a.m. on the same day and at the same place) at Choo Chiang HQ level 2 conference room @ 10 Woodlands Loop, Singapore 738388 for the following resolutions in the notice of EGM as announced on the same date as the date of this Circular:

- (a) the proposed transfer of listing of the Company from the Catalist Board to the Mainboard of the SGX-ST as set out in paragraph 2 below; and
- (b) in conjunction with the Proposed Transfer, the Proposed Adoption of the New Share Issue Mandate to comply with the requirements under Rule 806(2) of the Mainboard Rules.

(collectively, the “**Proposed Resolutions**”)

1.2 The purpose of this Circular is to provide Shareholders with information relating to, and to seek Shareholders’ Approval for, the Proposed Resolutions set out above at the EGM. The Notice of EGM is set out at pages 17 to 20 of this Circular.

Shareholders should note that the resolution relating to the Proposed Adoption of the New Share Issue Mandate is conditional upon the passing of the resolution approving the Proposed Transfer but not vice versa. In the event that the special resolution relating to the Proposed Transfer is not passed, the resolution relating to the Proposed Adoption of the New Share Issue Mandate will also not be passed.

- 1.3 This Circular has been prepared solely for the purpose set out herein and may not be relied upon by any persons (other than Shareholders) or for any other purpose.
- 1.4 The SGX-ST assumes no responsibility for the correctness of any of the statements made, reports contained or opinions expressed in this Circular.

## **2. THE PROPOSED TRANSFER**

### **2.1 Announcement**

On 19 March 2026, the Company announced that it had submitted an application to the SGX-ST via its Sponsor in respect of the Proposed Listing Transfer. On 30 March 2026, the Company announced that it had obtained approval in-principle from the SGX-ST in relation to the Proposed Listing Transfer, subject to the following conditions:

- (a) compliance with the SGX-ST's listing requirements;
- (b) an immediate announcement via SGXNET of the Proposed Transfer;
- (c) Shareholders' approval being obtained for the Proposed Listing Transfer via a Special Resolution under Rule 408(5) of the Catalist Rules;
- (d) submission of:
  - (i) a written undertaking from the Company in the format set out in Appendix 2.3.1 of the Mainboard Rules to comply with all of the SGX-ST's requirements and policies applicable to issuers listed on the Mainboard;
  - (ii) a written undertaking by the Company and its Sponsor that they are not aware of any material information which has not been previously announced via SGXNET which will affect the Company's suitability for the transfer to the Mainboard;
  - (iii) a written undertaking from each Director in the form set out in Appendix 7.7 of the Mainboard Rules and an undertaking from the Company to procure the same written undertaking from any new director appointed to the Company's Board after the Proposed Listing Transfer; and
  - (iv) a written confirmation from the Company that it is in compliance with all applicable Catalist Rules.

The approval in-principle from the SGX-ST is not to be taken as an indication of the merits of the Proposed Listing Transfer, the Company, its subsidiaries or its securities.

### **2.2 Background and Rationale of the Proposed Transfer**

The Directors are of the view that the Proposed Transfer would be in line with the Group's long-term strategy and would enhance the long-term value for Shareholders for the following reasons:

- a) For the past four (4) financial years, the Group has demonstrated stable and sustained profitability, recording net profit attributable to owners of the Company of approximately S\$9.02 million in FY2022, S\$10.54 million in FY2023, S\$11.80 million in FY2024 and S\$9.52 million in FY2025 (based on the Company's unaudited financial results for FY2025 released on 23 February 2026), respectively. Over the same period, the Group has maintained healthy gross profit margins and generated consistent operating cash flows, reflecting the resilience of its core distribution business as well as the recurring nature of its property rental income.
- b) Listing on the Mainboard is expected to enhance the Company's corporate profile and visibility among a broader and more diverse investor base, including institutional and overseas investors. This may, in turn, improve trading liquidity, broaden the shareholder base and potentially enhance the Company's valuation over the medium to long term.
- c) Taking into account the Group's operating scale, track record of stable profitability and its readiness to meet the admission criteria of the Mainboard, the Directors are of the view that the Proposed Listing Transfer is timely and in the best interests of the Shareholders. The Company will comply with all applicable Mainboard admission requirements, including those relating to public float and corporate governance, and will submit the requisite documentation to the SGX-ST in connection with the Proposed Listing Transfer.

As such, the Directors are satisfied that the Company has demonstrated a track record of sustainable profitability. Having regard to the Company's established market position, stage of development and financial stability, the Directors consider the Proposed Listing Transfer to be timely and appropriate. Following the transfer of the listing of the Company from the Catalist Board to the Mainboard of SGX-ST becoming effective, the Company has no intention to make immediate changes to the current Board.

### 3. Compliance with the Requirements for the Proposed Listing Transfer

A transfer from the Catalist Board to the Mainboard is governed by Rule 408 of the Catalist Rules and Part IV of Chapter 2 of the SGX-ST Listing Manual. As shown in the following table, the Company has met all the requirements for the Proposed Transfer, save for the requirement for Shareholders' approval which is the subject of this Circular.

Relevant Rules	Provision of Catalist Rule	Compliance by the Company										
Catalist Rule 408(1)  Mainboard Rule 212(1)	The issuer must be listed on SGX-ST Catalist for at least two (2) years.	The Company was listed on the Catalist Board on 29 July 2015.  Accordingly, both Rule 408(1) of the Catalist Rules and Rule 212(1) of the Mainboard Rules have been complied with.										
Catalist Rule 408(2)  Mainboard Rule 212(2)	<p>The Company must meet:</p> <p>(a) the following minimum quantitative requirements:</p> <p>(i) <u>Mainboard Rules 210(2)(a) and 210(3); or</u></p> <p>(ii) Mainboard Rules 210(2)(b) and 210(3); or</p> <p>(iii) Mainboard Rules 210(2)(c) and 210(4)(a); and</p> <p>(b) any other listing requirements that the Exchange may prescribe (either generally or in any particular case).</p> <p>When determining whether the issuer complies with the market capitalisation requirement in Mainboard Rule 210(2)(b) or Mainboard Rule 210(2)(c), the Exchange will take into account the issuer's average daily market capitalisation for one month preceding the application date.</p> <p>The Company will be relying on Mainboard Rules 210(2)(a) and 210(3) for the Proposed Transfer.</p>	<p>The Company complies with the quantitative requirements set out in Mainboard Rules 210(2)(a) and 210(3), therefore complies with Catalist Rule 408(2)(a)(ii) on the following grounds:</p> <p><u>Compliance with Mainboard Rule 210(2)(a)</u></p> <p><i>Pursuant to Mainboard Rule 210(2)(a), the Company must be a going concern or be the successor of a going concern, and has a minimum consolidated pre-tax profit (based on full year consolidated audited accounts) of at least S\$10 million for the latest financial year and an operating track record of at least three years.</i></p> <p>The Company has satisfied the requirements under Mainboard Rule 210(2) (a) as follows:</p> <p>(a) The Group has an operating track record of more than 30 years, and have been listed on Catalist since July 2015.</p> <p>(b) The Group's audited adjusted pre-tax profits for FY2024 is set out as follows:</p> <table border="1" data-bbox="943 1720 1439 2004"> <thead> <tr> <th>FY</th> <th>Pre-tax Profits (S\$'000)</th> </tr> </thead> <tbody> <tr> <td>2022 (audited)</td> <td>10,784</td> </tr> <tr> <td>2023 (audited)</td> <td>12,837</td> </tr> <tr> <td>2024 (audited)</td> <td>11,780</td> </tr> <tr> <td>2025 (unaudited)</td> <td>11,327</td> </tr> </tbody> </table>	FY	Pre-tax Profits (S\$'000)	2022 (audited)	10,784	2023 (audited)	12,837	2024 (audited)	11,780	2025 (unaudited)	11,327
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Relevant Rules	Provision of Catalyst Rule	Compliance by the Company
		<p>The Company's consolidated pre-tax profit after adjusting for one-off items based on the latest full year consolidated audited accounts for the FY2024 was approximately S\$11.8 million. Please refer to the table in paragraph (c) under "Compliance with Mainboard Rule 210(3)" below for more information on the calculation of the above consolidated pre-tax profit.</p> <p><u>Compliance with Mainboard Rule 210(3)</u></p> <p>Pursuant to Mainboard Rule 210(3), with respect to the profit tests in, among others, Mainboard Rule 210(2)(a):</p> <p>(a) <i>An issuer must have been engaged in substantially the same business and have been under substantially the same management throughout the period for which the three years operating track record applies.</i></p> <p>During the Period Under Review, the Group has been substantially engaged in the same business, being (i) the supply of electrical products and accessories; and assemblers of lighting fittings and fixtures; and (ii) the property investment and real estate management.</p> <p>The Company has been under the same management throughout the Period Under Review, namely Thomas Lim (Executive Chairman and Chief Executive Officer), Rocky Lim (Executive Director), Morland Fu (Chief Financial Officer), Wilson Foo (Chief Operating Officer), Josephine Tay (Administrative Manager), and the Andy Tay (Head of Sales - Retail).</p> <p>(b) <i>[Deleted]</i></p> <p>(c) <i>In determining the profits, non-recurrent income and items generated by activities outside the ordinary course of business must be excluded.</i></p>

Relevant Rules	Provision of Catalist Rule	Compliance by the Company																
		<p>The Group's profit before tax after adjusting for non-recurrent income and items generated by activities outside the ordinary course of business for FY2024 is as follows:</p> <table border="1" data-bbox="946 383 1447 958"> <thead> <tr> <th data-bbox="954 394 1289 450">Item</th> <th data-bbox="1289 394 1439 450">FY2024 (S\$'000)</th> </tr> </thead> <tbody> <tr> <td data-bbox="954 450 1289 495">Profit before tax</td> <td data-bbox="1289 450 1439 495">13,809</td> </tr> <tr> <td colspan="2" data-bbox="954 495 1439 528"><u>Adjustment for:</u></td> </tr> <tr> <td data-bbox="954 528 1289 629">- Reversal of impairment loss on property, plant and equipment</td> <td data-bbox="1289 528 1439 629">(430)</td> </tr> <tr> <td data-bbox="954 629 1289 730">- Reversal of impairment loss on investment properties</td> <td data-bbox="1289 629 1439 730">(331)</td> </tr> <tr> <td data-bbox="954 730 1289 808">- Gain on disposal of investment properties</td> <td data-bbox="1289 730 1439 808">(1,177)</td> </tr> <tr> <td data-bbox="954 808 1289 898">- Gain on disposal of property, plant and equipment</td> <td data-bbox="1289 808 1439 898">(31)</td> </tr> <tr> <td data-bbox="954 898 1289 943"><b>Adjusted Profit</b></td> <td data-bbox="1289 898 1439 943"><b>11,840</b></td> </tr> </tbody> </table> <p data-bbox="946 981 1447 1245">d) <i>The Exchange will normally not consider an application for listing from an issuer which has changed or proposes to change its financial year end if the Exchange is of the opinion that the purpose of the change is to take advantage of exceptional or seasonal profits to show a better profit record.</i></p> <p data-bbox="1018 1272 1447 1451">The Company has not changed its financial year end and does not propose to change its financial year end in a manner that would raise concerns under Mainboard Rule 210(3)(d).</p> <p data-bbox="954 1480 1447 1536">Accordingly, Catalist Rule 408(4) has been complied with.</p>	Item	FY2024 (S\$'000)	Profit before tax	13,809	<u>Adjustment for:</u>		- Reversal of impairment loss on property, plant and equipment	(430)	- Reversal of impairment loss on investment properties	(331)	- Gain on disposal of investment properties	(1,177)	- Gain on disposal of property, plant and equipment	(31)	<b>Adjusted Profit</b>	<b>11,840</b>
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Catalist Rule 408(3)  Mainboard Rule 212(3)	The issuer is to provide the Exchange with an undertaking to comply with all the Exchange's requirements and policies applicable to issuers listed on the SGX Mainboard (the " <b>Undertaking</b> "). The Undertaking must be in the form set out in Appendix 2.3.1 of the Mainboard Rules.	The Company has provided the Undertaking in the form set out in Appendix 2.3.1 of the Mainboard Rules.  Accordingly, both Catalist Rule 408(3) and Mainboard Rule 212(3) have been complied with.																
Catalist Rule 408(4)	An offer information statement required by the SFA (meeting the requirements in the Sixteenth Schedule) must be lodged with the Monetary Authority of Singapore (" <b>MAS</b> ") if the issuer intends to offer additional securities on SGX Mainboard, or a draft shareholder's circular to approve the transfer must be submitted to the Exchange where there is no additional offer of securities.	The Company does not intend to offer additional securities on the Mainboard. This Circular is being provided to Shareholders to, among others, provide them with the requisite information relating to the Proposed Listing Transfer.  Accordingly, Catalist Rule 408(4) has been complied with.																

Relevant Rules	Provision of Catalyst Rule	Compliance by the Company									
Catalist Rule 408(5)	The issuer's shareholders have approved the Proposed Transfer by way of a special resolution.	<p>The Directors are convening the EGM to seek the approval of Shareholders for the Proposed Transfer by way of a Special Resolution.</p> <p>Accordingly, upon the approval of Shareholders being obtained at the EGM for the Proposed Transfer, Catalyst Rule 408(5) will be complied with.</p>									
Catalist Rule 408(6)	The issuer is in compliance with all applicable Catalyst Rules.	<p>The Company has confirmed that the Company is in compliance with all applicable Catalyst Rules.</p> <p>Accordingly, Catalyst Rule 408(6) has been complied with.</p>									
Catalist Rule 408(7)  Mainboard Rule 213	<p>For the purpose of the Proposed Transfer, the issuer may be required to increase the proportion of its issued and paid-up capital held in public hands to meet the minimum shareholding spread requirements as set out in Mainboard Rule 210(1). The following shareholding spread requirements must be met:</p> <table border="1" data-bbox="416 976 911 1229"> <thead> <tr> <th colspan="3" data-bbox="416 976 911 1025">Public Float</th> </tr> <tr> <th data-bbox="416 1025 584 1182">Market Capitalisation (S\$ million) ("M")</th> <th data-bbox="584 1025 746 1182">Proportion of post-invitation share capital in public hands</th> <th data-bbox="746 1025 911 1182">Number of shareholders</th> </tr> </thead> <tbody> <tr> <td data-bbox="416 1182 584 1229"><b>M&lt;300</b></td> <td data-bbox="584 1182 746 1229"><b>25%</b></td> <td data-bbox="746 1182 911 1229"><b>500</b></td> </tr> </tbody> </table>	Public Float			Market Capitalisation (S\$ million) ("M")	Proportion of post-invitation share capital in public hands	Number of shareholders	<b>M&lt;300</b>	<b>25%</b>	<b>500</b>	<p>The Company will comply with the public float and shareholding spread requirements under Mainboard Rule 210(1)(a) on the following bases:</p> <p>(a) The Company's market capitalisation as at the Latest Practicable Date was approximately S\$91.47 million, determined by multiplying the number of total issued Shares (excluding treasury shares) of 207,877,800 by the last trading price of the Shares of S\$0.44 on the Latest Practicable Date.</p> <p>(b) As at the Latest Practicable Date, the number of shares held by public shareholders is approximately 61,874,600 Shares, which comprises 29.76% of the total issued Shares (excluding treasury shares). This fulfils the requirement of a public float under Mainboard Rule 210(1)(a).</p> <p>(c) As at the Latest Practicable Date, the Company has 507 public shareholders. This fulfils the requirement of a minimum of 500 shareholders under Mainboard Rule 210(1)(a).</p> <p>Accordingly, both Catalist Rule 408(7) and Mainboard Rule 213 have been complied with.</p>
Public Float											
Market Capitalisation (S\$ million) ("M")	Proportion of post-invitation share capital in public hands	Number of shareholders									
<b>M&lt;300</b>	<b>25%</b>	<b>500</b>									

## 4. THE PROPOSED ADOPTION OF THE NEW SHARE ISSUE MANDATE

### 4.1 Introduction

The Existing Share Issue Mandate of the Company which was obtained at the AGM in accordance with the Catalist Rules, authorises the Directors to allot and issue new Shares in the capital of the Company (“**New Shares**”) in accordance with the provisions under Rule 806 of the Catalist Rules.

Under the Existing Share Issue Mandate, the Directors are empowered to allot and issue Shares not exceeding 100% of the total number of Issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the AGM, of which the aggregate number of Shares to be issued other than on a pro-rata basis to the existing Shareholders shall not exceed 50% of the total number of Issued Shares (excluding treasury shares and subsidiary holdings).

Pursuant to the aforementioned thresholds, based on the Company’s issued share capital of 207,877,800 Shares (excluding treasury shares) as at the date of the AGM, the maximum number of Shares to be issued other than on a pro-rata basis is 103,938,900 Shares, representing 50% of the total number of Issued Shares.

Upon the transfer of the listing of the Company from the Catalist Board to the Mainboard of SGX-ST becoming effective, the Company is subject to the requirements of the Mainboard Rules. Consequently, in order for the Directors to continue issuing Shares without seeking any further approval from Shareholders, the Existing Share Issue Mandate (which is regulated by the Catalist Rules) is proposed to be replaced with the New Share Issue Mandate which complies with the Mainboard Rules.

The main differences between the Catalist Rules and Mainboard Rules relating to the general share issue mandate are summarised in the table below:

	<b>Catalist Rules</b>	<b>Mainboard Rules</b>
<b>Limits</b>	The limit of the general share issue mandate set out in Rule 806(2)(a) of the Catalist Rules is 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of the resolution approving the mandate.	The limit of the general share issue mandate set out in Rule 806(2) of the Mainboard Rules is 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of the resolution approving the mandate.
<b>Non-Pro Rata Limits (ordinary resolution)</b>	Pursuant to Rule 806(2)(a) of the Catalist Rules, issuers can only issue not more than 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of the resolution approving the mandate on a non-pro rata basis.	Pursuant to Rule 806(2) of the Mainboard Rules, issuers can only issue not more than 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of the resolution approving the mandate on a non-pro rata basis.
<b>Non-Pro Rata Limits (special resolution)</b>	Pursuant to Rule 806(2)(b) of the Catalist Rules, issuers can issue up to 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of the resolution approving the mandate on a non-pro rata basis if Shareholders approve this by way of a special resolution.	Nil.

Accordingly, the Company will be seeking Shareholders’ approval at the EGM for the Proposed Adoption of the New Share Issue Mandate to authorise the Directors to:

- (a) allot and issue shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or

- (b) make or grant Instruments that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other Instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit pursuant to Section 161 of the Companies Act and Rule 806 of the Mainboard Rules.

#### **4.2 Rationale for the Proposed Adoption of the New Share Issue Mandate**

A general share issue mandate pursuant to Rule 806 of the Mainboard Rules, if granted by Shareholders at the EGM to be convened, will empower the Directors to issue and allot Shares and/or convertible securities within the express limits of the mandate during the validity of such mandate, without seeking any further approval from Shareholders. A general (as opposed to a specific) approval for the Directors to issue Shares and/or convertible securities of the Company under the New Share Issue Mandate will enable the Company to act quickly and take advantage of market conditions.

#### **4.3 Limits of the New Share Issue Mandate**

Pursuant to Rule 806 of the Mainboard Rules, the aggregate number of Shares that may be issued by the Company pursuant to the New Share Issue Mandate (including Shares to be issued in pursuance of the Instruments made or granted pursuant to the New Share Issue Mandate) shall not exceed 50% of the Shares (excluding treasury shares and subsidiary holdings), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing Shareholders of the Company shall not exceed 20% of the Shares (excluding treasury shares and subsidiary holdings).

For illustrative purposes only, based on the 207,877,800 Shares (excluding treasury shares and subsidiary holdings) as at the Latest Practicable Date, the aggregate number of Shares that may be issued by the Company pursuant to the New Share Issue Mandate (including Shares to be issued in pursuance of the Instruments made or granted pursuant to the New Share Issue Mandate) shall not exceed 103,938,900 Shares, representing 50% of the Shares (excluding treasury shares and subsidiary holdings), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing Shareholders of the Company shall not exceed 41,575,560 Shares, representing 20% of the Shares (excluding treasury shares and subsidiary holdings). For the avoidance of doubt, the Company does not intend to further utilise the Existing Share Issue Mandate and will consider the need to utilise the general share issue mandate only after the approval of Shareholders for the New Share Issue Mandate.

Subject to such manner of calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this authority), the percentage of total Shares shall be based on the Shares (excluding treasury shares and subsidiary holdings) as at the date of EGM, after adjusting for:

- (a) new Shares arising from the conversion or exercise of any convertible securities outstanding;
- (b) new Shares arising from exercising share options or vesting of share awards outstanding and/or subsisting as at the date of EGM, provided the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Mainboard Rules; and
- (c) any subsequent bonus issue, consolidation or subdivision of Shares.

Adjustments in accordance with sub-sections 4.3(a) and 4.3(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate.

Additionally, in exercising the authority to issue Shares, the Company will comply with the provisions of the Mainboard Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and the Constitution for the time being of the Company.

#### 4.4 Validity period of the New Share Issue Mandate

The New Share Issue Mandate, which is to be tabled as an ordinary resolution at the EGM, if approved by Shareholders, will supersede and replace the Existing Share Issue Mandate and shall take force and effect from the effective date of the transfer of the listing of the Company from the Catalist Board to the Mainboard of SGX-ST, and the Existing Share Issue Mandate shall correspondingly be deemed revoked with effect from the same date. The New Share Issue Mandate shall continue in force until the next annual general meeting of the Company or the date by which the next annual general meeting is required to be held, whichever is earlier, unless prior thereto, the New Share Issue Mandate is carried out to the full extent mandated or the New Share Issue Mandate is revoked or varied by the Company in a general meeting.

### 5. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

5.1 The interests of the Directors and Substantial Shareholders in the share capital of the Company as at the Latest Practicable Date are as follows:

	Direct Interest		Deemed Interest	
	Number of Shares	% <sup>(1)</sup>	Number of Shares	% <sup>(1)</sup>
<b>Directors</b>				
Mr Lim Teck Chuan, Thomas <sup>(2)(3)</sup>	–	–	131,041,200	63.04
Mr Lim Teck Seng, Rocky <sup>(4)</sup>	14,560,000	7.00	272,000	0.13
Mr Lim Teck Chai, Danny <sup>(5)</sup>	–	–	130,000	0.06
<b>Substantial Shareholders</b>				
TL Investment Holdings Pte. Ltd. (formerly known as Lim Trust Pte. Ltd.)	131,040,000	63.04	–	–

**Notes:**

- <sup>(1)</sup> Based on the total number of issued shares of the Company (excluding Treasury Shares) as at the Latest Practicable Date.
- <sup>(2)</sup> Mr Lim Teck Chuan holds 100% of the issued share capital of TL Investment Holdings Pte. Ltd.. Accordingly, Mr Lim Teck Chuan is deemed to be interested in all the shares held by TL Investment Holdings Pte. Ltd. in the Company by virtue of Section 7 of the Singapore Companies Act 1967.
- <sup>(3)</sup> Mr Lim Teck Chuan is deemed to be interested in the 1,200 shares held by his spouse, Tan Meow Noi by virtue of Section 7 of the Singapore Companies Act 1967.
- <sup>(4)</sup> Mr Lim Teck Seng is deemed to be interested in the 272,000 shares held by his spouse, Tay Sok Cheng by virtue of Section 7 of the Singapore Companies Act 1967.
- <sup>(5)</sup> Mr Lim Teck Chai, Danny is deemed to be interested in the 130,000 shares held via iFast Financial Pte. Ltd..

5.2 None of the Directors or Substantial Shareholders or their associates has any interest, direct or indirect, in the Proposals (other than through their respective shareholdings in the Company as disclosed in Section 5.1 of this Circular, if any).

### 6. DIRECTORS' RECOMMENDATIONS

The Directors, in rendering their recommendations, have not had regard to the specific investment objectives, financial situation, tax position and/or unique needs and constraints of any Shareholder. As different Shareholders would have different investment objectives, the Directors recommend that any individual Shareholder who may require specific advice in relation to the Proposed Transfer should consult his stockbroker, bank manager, solicitor, accountant or other professional advisers.

#### 6.1 Special Resolution - Proposed Listing Transfer

The Directors, having considered and reviewed the rationale for and benefits of the Proposed Transfer, are of the opinion that the Proposed Transfer is in the best interests of the Company. Accordingly, the Directors recommend that Shareholders vote in favour of the Special Resolution relating to the Proposed Transfer, as set out in the Notice of EGM.

## 6.2 Ordinary Resolution – Proposed Adoption of the New Share Issue Mandate

The Directors, having considered and reviewed the information and rationale for the Proposed Adoption of the New Share Issue Mandate, are of the opinion that the New Share Issue Mandate is in the best interests of the Company. Accordingly, the Directors recommend that Shareholders vote in favour of the ordinary resolution relating to the Proposed Adoption of the New Share Issue Mandate as set out in the Notice of EGM. Shareholders should note that the resolution relating to the Proposed Adoption of the New Share Issue Mandate is conditional upon the passing of the Special Resolution approving the Proposed Transfer but not vice versa. In the event that the Special Resolution relating to the Proposed Transfer is not passed, the resolution relating to the Proposed Adoption of the New Share Issue Mandate will also not be passed.

## 7. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 17 to 20 of this Circular, will be held immediately after the conclusion of the Company's annual general meeting for its FY2025, which will be held on 29 April 2026, for the purposes of considering, and, if thought fit, passing with or without modifications, the Proposed Resolutions as set out in the Notice of EGM.

## 8. ACTIONS TO BE TAKEN BY SHAREHOLDERS

A Shareholder who is unable to attend the EGM and wish to appoint a proxy to attend and vote at the EGM on his behalf must complete, sign and return the Proxy Form attached in accordance with the instructions stated thereon as soon as possible and in any event so as to arrive at the Company's registered office at 10 Woodlands Loop Singapore 738388, not less than 72 hours before the time appointed for holding the EGM.

The completion and return of a proxy form by a Shareholder does not preclude him from attending and voting in person at the EGM should he subsequently decide to do so, although the appointment of the proxy shall be deemed to be revoked by such attendance.

A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register at least 72 hours before the time appointed for holding the EGM.

### 8.1 Key Dates and Times

Key Dates and Times	Action(s) to be taken
17 April 2026 at 12.00 p.m.	Deadline for Shareholders (including SRS Investors) and proxyholders to submit comments, queries and/or questions in advance of the EGM.  Comments, queries and/or questions on the resolutions being set forth at the EGM are welcome (a) via email to the Company at <a href="mailto:egm@choochiang.com">egm@choochiang.com</a> ; or (b) by post to 10 Woodlands Loop Singapore 738388, attention to Choo Chiang EGM.
17 April 2026 at 5.00 p.m.	Deadline for SRS Investors who wish to appoint the Chairman of the EGM as proxy to approach their respective SRS Operators to submit their votes.
23 April 2026	All substantive and relevant questions related to the resolutions to be tabled for approval at the EGM will be addressed and published by 23 April 2026 via SGXNet and the Company's website. This is to allow Shareholders sufficient time and opportunity to consider the Company's response before the deadline for the submission of proxy forms, which is at 12.00 p.m. on 26 April 2026.  Substantive and relevant questions which are submitted after 12.00 p.m. on 17 April 2026 will be consolidated and addressed at the EGM.

<b>Key Dates and Times</b>	<b>Action(s) to be taken</b>
<b>26 April 2026 at 12.00 p.m.</b>	Deadline for Shareholders to submit proxy forms by (a) email to <a href="mailto:egm@choochiang.com">egm@choochiang.com</a> ; or (b) post to or by hand at the Company's registered office at 10 Woodlands Loop Singapore 738388.
<b>29 April 2026 at 12.00 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting to be convened on the same day)</b>	Attend the EGM in person at 10 Woodlands Loop Singapore 738388.  Shareholders, including SRS Investors, and (where applicable) duly appointed proxies, will need to register in person at the registration counter(s) at the EGM venue, and should bring along their NRICs/passports to enable the Company to verify their identity.

The Company will publish the minutes of the EGM via SGXNet and on the Company's corporate website within one (1) month after the EGM.

## **9. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposals, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

## **10. DOCUMENTS AVAILABLE FOR INSPECTION**

The following documents are available for inspection at the registered office of the Company at 10 Woodlands Loop Singapore 738388, during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the Company's Constitution; and
- (b) the Annual Report of the Company for FY2025.

Yours faithfully

For and on behalf of the Board of Directors of  
**Choo Chiang Holdings Ltd.**

**Lim Teck Chuan, Thomas**  
Executive Chairman and Chief Executive Officer



**CHOO CHIANG**

**CHOO CHIANG HOLDINGS LTD.**

(Incorporated in the Republic of Singapore)  
(Company Registration No. 201426379D)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting (“**EGM**”) of **Choo Chiang Holdings Ltd.** (the “**Company**”) will be held physically at Choo Chiang HQ Level 2 Conference Room @ 10 Woodlands Loop Singapore 738388 on Wednesday, 29 April 2026 at 12.00 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting to be convened on the same day and at the same venue) for the purpose of considering and, if thought fit, passing or without modification, the following resolutions:

*Unless otherwise defined or the context otherwise requires, all capitalised terms herein shall bear the same meaning as ascribed thereto in the circular to the shareholders of the Company dated 7 April 2026 (the “**Circular**”).*

**Shareholders should note that the Resolution 2 as set out in this Notice of EGM is conditional upon the passing of Resolution 1 as a special resolution but not vice versa. This means that if Resolution 1 is not approved, Resolution 2 will not be duly approved as well.**

**RESOLUTION 1 (SPECIAL RESOLUTION) - THE PROPOSED TRANSFER OF LISTING OF THE COMPANY FROM CATALIST BOARD TO THE MAINBOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”)**

THAT:

- (a) approval be and is hereby given for the Company to transfer its listing from Catalist Board to the Mainboard of the SGX-ST (the “**Proposed Transfer**”); and
- (b) the directors of the Company (“**Directors**”) and each of them be and is hereby authorised to complete and do all acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Transfer) as he/she/they may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Transfer.

**RESOLUTION 2 (ORDINARY RESOLUTION) – THE PROPOSED ADOPTION OF THE NEW SHARE ISSUE MANDATE**

THAT contingent upon the passing of Resolution 1 as a special resolution:

- (a) Pursuant to Section 161 of the Companies Act 1967 (“**Act**”) and Rule 806 of the Mainboard Listing Manual of the SGX-ST (“**Mainboard Rules**”), authority be and is hereby given to the Directors of the Company to:
  - (i) allot and issue new ordinary shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise and/or;
  - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this resolution), shall not exceed 50.0% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued (including Shares to be issued pursuant to the Instruments) other than on a pro-rata basis to existing Shareholders shall not exceed 20.0% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued pursuant to the Instruments) and Instruments that may be issued under sub-paragraph (1) above, the percentage of Shares that may be issued shall be based on the total number of issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time of passing of this resolution, after adjusting for:
- (i) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;
  - (ii) new Shares arising from exercising of any share options or vesting of share awards outstanding and/or subsisting at the time of passing of this resolution, provided that such share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Mainboard Rules; and
  - (iii) any subsequent bonus issue, consolidation or sub-division of Shares;
- Adjustments in accordance with subparagraphs (2)(i) and (2)(ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of this resolution;
- (3) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Mainboard Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Act and the Constitution for the time being of the Company; and
- (4) the authority conferred by this resolution shall, unless revoked or varied by the Company in a general meeting, continue to be in force from the effective date of transfer of the listing of the Company from the Catalist Board to the Mainboard of the SGX-ST until (i) the conclusion of the next annual general meeting (“AGM”) of the Company or (ii) the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

BY ORDER OF THE BOARD

Morland Fu  
Lai Foon Kuen  
Company Secretaries  
Singapore, 7 April 2026

Notes:

1. The members of the Company are invited to **attend physically** at the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”). **There will be no option for shareholders to participate virtually.** This Notice, the proxy form, the Request Form (to request for printed copy of the Circular) and the Circular are available on the Company’s corporate website at <https://www.choochiang.com/investor-relations/>, and the SGX website at <https://www.sgx.com/securities/company-announcements>. A member will need an internet browser and PDF reader to view these documents. Printed copies of this Notice, proxy form and Request Form will also be sent by post to members.

Members who wish to receive a printed copy of the circular are required to complete the Request Form and return it to the Company by 16 April 2026:

- (a) via post or personally a physical copy at the registered office of the Company at 10 Woodlands Loop Singapore 738388; or
  - (b) via email a scanned copy at [egm@choochiang.com](mailto:egm@choochiang.com).
2. Members attending the EGM in person will need to bring along their NRIC/passport for verification purposes at the registration counter(s) outside the EGM venue on the day of the event.
  3. *Arrangements for participation in the EGM*

Members (including Supplementary Retirement Scheme investors (“**SRS Investors**”)) may participate in the EGM by:

- (a) attending the EGM in person;
  - (b) submitting questions in relation to any agenda item in this Notice in advance of, or at, the EGM; and/or
  - (c) voting at the EGM
    - (i) themselves personally; or (ii) through their duly appointed proxy(ies).
- SRS investors who wish to appoint the Chairman of the Meeting (and not third party proxy(ies)) as proxy to approach their respective SRS Operators to submit their votes.
4. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the EGM and shall specify the proportion of his/her shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100% of the shareholding and any subsequent named proxy as an alternate to the earlier named.
  5. 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 such member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

6. A proxy need not be a member of the Company.
7. A member can appoint the Chairman of the Meeting as his/her/its proxy but this is not mandatory.

If a member wishes to appoint the Chairman of the Meeting 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 Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.

8. SRS Investors who hold shares through SRS Operators:
  - (a) may vote at the Meeting if they are appointed as proxies by their respective SRS Operators, and should contact their respective SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Meeting, in which case they should approach their SRS Operator to submit their votes at least seven (7) working days prior to the date of EGM ie by 5.00 p.m. on 17 April 2026.

9. *Submission of instrument of proxy(ies) (“**Proxy Form**”)*

The Proxy Form must be submitted through any one of the following means:

- (a) via post or personally a physical copy at the registered office of the Company at 10 Woodlands Loop Singapore 738388; or
- (b) via email a scanned copy at [egm@choochiang.com](mailto:egm@choochiang.com),

in either case, not less than seventy-two (72) hours before the time appointed for holding the Meeting i.e. by **12.00 p.m. on 26 April 2026**, and failing which, the Proxy Form will not be treated as valid.

10. A depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at seventy-two (72) hours before the time appointed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.
11. The Company shall be entitled to, and will, treat the Proxy Form delivered by a member to the Company before **12.00 p.m. on 26 April 2026** as a valid instrument appointing a proxy to attend, speak and vote at the Meeting if (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and (b) the member has not withdrawn the appointment by 12.00 p.m. on 26 April 2026.
12. If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised in writing.
13. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the Meeting if he/she so wishes. The appointment of the proxy(ies) for the Meeting shall be deemed to be revoked if the member attends the Meeting 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 Meeting.
14. *Submission of questions in advance of the Meeting*
  - (a) Members may also submit questions related to the resolutions to be tabled for approval at the Meeting. All questions, together with the members' full names, identification numbers, contact numbers and email addresses and manner in which they hold shares in the Company, must be submitted no later than **12.00 p.m. on 17 April 2026** (the "**Questions Submission Date**") via email at [egm@choochiang.com](mailto:egm@choochiang.com) or by post to the registered office of the Company at 10 Woodlands Loop Singapore 738388.
  - (b) Please note that the Company will address all substantial and relevant questions relating to the resolutions to be tabled for approval by 23 April 2026 ("**Responses to Q&A**").
  - (c) The Company endeavours to address (i) subsequent clarifications sought (ii) follow-up questions or (iii) subsequent substantial and relevant questions which are received after the Questions Submission Date at the Meeting itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.
  - (d) The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNet, and the minutes will include the responses to the questions which are addressed during the EGM, if any.
15. Members are reminded to check SGXNet for any latest updates on the status of the EGM.

#### **PERSONAL DATA PRIVACY**

By submitting an instrument appointing 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 the appointment of proxy(ies) and/or representative(s) 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) 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.

Photographic, sound and/or video recordings of the Meeting may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the Meeting. Accordingly, the personal data of a member of the Company (such as his name) 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 ("**Sponsor**"). This Notice has not been examined or approved by 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 Audrey Mok, at 1 Robinson Road #21-01 AIA Tower Singapore 048542, Telephone: +65 6232 3210*

# CHOO CHIANG HOLDINGS LTD.

(Incorporated in the Republic of Singapore)  
(Company Registration No. 201426379D)

## IMPORTANT:

1. The EGM is held physically at the registered office of the Company. Members have no option to participate virtually.
2. This Proxy Form is not valid for use by Supplementary Retirement Scheme ("SRS investors") and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS investors who wish to vote should contact their SRS Operators by 5:00 p.m. on 17 April 2026, being seven (7) working days before the date of the EGM to submit his/her voting instructions.

## Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Company's Notice of Extraordinary General Meeting dated 7 April 2026.

## PROXY FORM

(PLEASE SEE NOTES OVERLEAF BEFORE COMPLETING THIS FORM)

\*I/We, \_\_\_\_\_ NRIC/Passport/Co. Registration No. \_\_\_\_\_

of \_\_\_\_\_

being a \*member/members of CHOO CHIANG HOLDINGS LTD. (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons referred to above, the Chairman of the Extraordinary General Meeting (the "EGM" / "Meeting") as \*my/our \*proxy/proxies to attend, speak or vote for \*me/us on \*my/our behalf at the Meeting of the Company to be held physically at 10 Woodlands Loop Singapore 738388 on Wednesday, **29 April 2026 at 12.00 p.m.** (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting to be convened on the same day and at the same venue) and at any adjournment thereof. \*I/We direct \*my/our \*proxy/proxies to vote for, against or abstain from voting on the Resolutions to be proposed at the Meeting as indicated hereunder.

If no specific direction as to voting or abstention from voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the \*proxy/proxies/Chairman of the Meeting will vote or abstain from voting at \*his/her/their discretion. The authority herein includes the right to demand or to join in demanding a poll and to vote on a poll.

No	Resolutions Relating To:	Number of Votes		
		For	Against	Abstain
	<b>SPECIAL RESOLUTION</b>			
1	Proposed Transfer of Listing of the Company from Catalist Board to the Mainboard of the Singapore Exchange Securities Trading Limited			
	<b>ORDINARY RESOLUTION</b>			
2	Proposed Adoption of the New Share Issue Mandate			

(If you wish to exercise all your votes "For", "Against" or "Abstain", please tick [✓] within the box provided. Alternatively, please indicate the number of votes as appropriate.)

\*Delete where inapplicable

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2026

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

\_\_\_\_\_  
Signature of Shareholder(s) /  
or Common Seal of Corporate Shareholder

## NOTES

1. Each of the resolutions to be put to the vote of members at the EGM (and at any adjournment thereof) will be voted on by way of a poll.
2. Please insert the total number of Shares you hold. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the register of Shareholders of our Company, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the register of Shareholders, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the register of Shareholders. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares in the capital of the Company held by you.
3. This proxy form may be accessed at the Company's corporate website at <https://www.choochiang.com/investor-relations/>, and the SGX's website at <https://www.sgx.com/securities/company-announcements>.
4. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100% of the shareholding and any subsequent named proxy as an alternate to the earlier named.
5. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend 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 member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

"Relevant intermediary" means:

- (a) 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;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or
- (c) 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 that subsidiary legislation.

A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

6. The instrument appointing a proxy(ies) ("**Proxy Form**") must be submitted to the Company in the following manner: -
  - (a) if submitted by post, be lodged at the registered office of the Company at 10 Woodlands Loop Singapore 738388; or
  - (b) if submitted electronically, be submitted via email to [egm@choochiang.com](mailto:egm@choochiang.com),in either case, **no later than 26 April 2026, 12.00 p.m., being at least seventy-two (72) hours before the time appointed for holding the EGM**, failing which, the proxy form shall not be treated as valid.
7. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of the 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(s) appointed under the relevant Proxy Form to the EGM.
8. The Proxy Form must be under the hand of the appointor or of his/her attorney duly authorised in writing. In the case of joint holders, all joint holders must sign this Proxy Form. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised in writing. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with this Proxy Form, failing which the Proxy Form may be treated as invalid.
9. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967 of Singapore.
10. A SRS investor who wishes to vote should approach his/her SRS Operators by 5:00 p.m. on 17 April 2026, being no later than seven (7) working days before the date of the EGM to submit his/her voting instructions.

## PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 7 April 2026.

## GENERAL

The Company shall be entitled to reject the instrument appointing a proxy or prox(ies) 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 prox(ies). In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or prox(ies) lodged if the member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.