



HAW PAR CORPORATION LIMITED
(Incorporated in the Republic of Singapore)
Company Registration Number: 196900437M

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "EGM") of Haw Par Corporation Limited (the "Company") will be held at Parkroyal on Pickering, William Pickering Ballroom, Level 2, 3 Upper Pickering Street, Singapore 058289 on 23 August 2017 at 10.30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following ordinary resolution:

All capitalised terms which are not defined in this Notice of EGM shall carry the same meanings ascribed to them in the circular to Shareholders dated 8 August 2017 ("Circular").

ORDINARY RESOLUTION – THE PROPOSED DISPOSAL OF 60,000,000 SHARES IN THE CAPITAL OF UNITED INDUSTRIAL CORPORATION LIMITED IN EXCHANGE FOR 27,272,727 SHARES IN THE CAPITAL OF UOL GROUP LIMITED

That:

- (a) the proposed disposal by the Company of 60,000,000 shares in the capital of United Industrial Corporation Limited on the terms and subject to the conditions contained in the Option Agreement entered into between the Company and UOL Group Limited (as set out in the Circular to the Shareholders), being an interested person transaction for the purposes of Chapter 9 of the Listing Manual respectively is hereby approved and confirmed; and
- (b) the Directors and each of them be and are/is hereby authorised to complete and do all such acts and things (including but not limited to the execution of all such agreements and documents as may be required) as they/he may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Ordinary Resolution as they/he may deem fit.

BY ORDER OF THE BOARD

Zann Lim (Ms)
Company Secretary

8 August 2017

Notes:

1. A member of the Company who is not a relevant intermediary is entitled to appoint one or two proxy/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 shall be specified in the form of proxy.
2. A member of the Company 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'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, Cap. 50.
3. A proxy need not be a member of the Company. To be effective, the instrument appointing a proxy(ies) must be deposited at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 72 hours before the time set for holding the EGM. The submission of the instrument appointing a proxy(ies) by a member does not preclude him from attending and voting in person at the EGM if the member is able to do so. In such event, the relevant instrument appointing a proxy(ies) will be deemed to be revoked.

4. Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data (including, but not limited to, name, personal identification number, address, telephone number) by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis 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) to update its scrip holders' information (if applicable) and to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "Purposes") and acknowledges that photography and video and/or audio recordings may be taken for the purposes of the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM and/or any adjournment thereof, (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 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 (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.



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