

# SUNNINGDALE TECH LTD.

(Company Registration No. 199508621R)  
(Incorporated in the Republic of Singapore)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

*Unless otherwise defined or the context otherwise requires, all capitalised terms herein shall bear the same meanings as used in the circular to the shareholders of the Company dated 20 October 2014.*

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting ("**EGM**") of Sunningdale Tech Ltd. ("**Company**") will be held on 6 November 2014 at 10:30 a.m. at Grand Park City Hall, 10 Coleman Street, Ballroom II, Level 2, Singapore 179809, for the purpose of considering, and if thought fit, passing, with or without modification, the resolutions set out below.

### **ORDINARY RESOLUTION 1: THE PROPOSED ACQUISITION OF ANCHORAGE SINGAPORE HOLDINGS PTE. LTD.**

THAT approval be and is hereby given for:

- (a) the Company to purchase 23,900,001 ordinary shares representing 100% of the Issued and paid-up share capital of Anchorage Singapore Holdings Pte. Ltd., on the terms and subject to the conditions set out in the Share Purchase Agreement between the Company and the Vendors; and
- (b) the Directors or any of them be and are hereby authorised to complete and to do all such acts and things, and to negotiate, agree to, approve, amend, modify, supplement and execute such documents, as they or any of them may consider necessary, expedient or incidental in connection with the Proposed Acquisition, and generally to do all such things as the Directors or any of them deem necessary, incidental, expedient or in the interests of the Company for all the foregoing purposes.

### **ORDINARY RESOLUTION 2: THE PROPOSED ISSUE AND ALLOTMENT OF 2,771,618 NEW SHARES TO CREDIT SUISSE (SINGAPORE) LIMITED**

THAT approval be and is hereby given for:

- (a) the Company's profits to be capitalised for the purposes of the Proposed Issue and Allotment of Shares and for the Company to issue and allot to Credit Suisse 2,771,618 new Shares at the Issue Price, each fully paid-up, as part of Credit Suisse's remuneration under the Credit Suisse Mandate for its role as financial advisers to the Company with respect to the Proposed Acquisition; and
- (b) the Directors or any of them be and are hereby authorised to complete and to do all such acts and things, and to negotiate, agree to, approve, amend, modify, supplement and execute such documents, as they or any of them may consider necessary, expedient or incidental in connection with capitalisation of the Company's profits and for the Proposed Issue and Allotment of Shares, and generally to do all such things as the Directors or any of them deem necessary, incidental, expedient or in the interests of the Company for all the foregoing purposes.

By Order of the Board  
**SUNNINGDALE TECH LTD.**

Khoo Boo Hor  
Chief Executive Officer and Executive Director  
20 October 2014

#### **Notes:**

1. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 48 hours before the time fixed for holding the EGM in order to be entitled to attend and vote at the EGM.
2. A member entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote in his stead and any such proxy need not be a member of the Company.
3. If a proxy is appointed, the Proxy Form must be deposited at the registered office of the Company at 51 Joo Koon Circle, Singapore 629069, at least 48 hours before the time fixed for the holding of the EGM.
4. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.