

INFORMATICS EDUCATION LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 198303419G)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“**EGM**”) of INFORMATICS EDUCATION LTD. (the “**Company**”) will be held at 83 Clemenceau Avenue, 2nd Floor, Singapore 239920 on Tuesday, 28 February 2023 at 2.00 p.m. (Singapore time) (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 1.30 p.m. (Singapore time) on the same day and at the same venue), for the purpose of considering and, if thought fit, passing the following resolutions, with or without any amendments:

RESOLUTION 1

ORDINARY RESOLUTION - PROPOSED DISPOSAL OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF NCC EDUCATION LIMITED AND INFORMATICS EDUCATION (HK) LIMITED (THE “DISPOSAL”)

That:-

- (a) approval be and is hereby given for the Company to enter into the Disposal; and
- (b) the Directors of the Company and each of them be and is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, to approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they and/or he may consider necessary, desirable or expedient in order to implement, finalise and give full effect to this Ordinary Resolution and/or the matters contemplated herein.

RESOLUTION 2

SPECIAL RESOLUTION - PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

That:-

- (a) the proposed adoption of the new Constitution of the Company be and is hereby approved and adopted in place of the existing Constitution of the Company; and
- (b) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to this Special Resolution.

BY ORDER OF THE BOARD

Mr Allan Maxwell Norton
Company Secretary

6 February 2023

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act 1967 of Singapore (the “**Companies Act**”), a member is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.
2. Pursuant to Section 181(1C) of the Companies Act, a member who is a Relevant Intermediary is entitled to appoint more than two (2) 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 (2) 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:

- (i) a banking corporation licenced under the Banking Act 1970 of Singapore, 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;
 - (ii) a person holding a capital market services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
 - (iii) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore (the “**CPF Act**”), in respect of shares purchased under the subsidiary legislation made under the CPF 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.
3. Where a member appoints two (2) proxies, he shall specify the proportion of his 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 second proxy as an alternate to the first named.
 4. The signed instrument appointing a proxy or proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a certified copy thereof, must be submitted to the Company in the following manner:
 - (i) if submitted electronically, be submitted via email to the Company’s Share Registrar at gpe@mncsingapore.com; or
 - (ii) if submitted by post, be lodged at the office of the Company’s Share Registrar, M&C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902,

in either case, by 2.00 p.m. on 25 February 2023, being seventy-two (72) hours before the time appointed for the EGM, failing which the Company shall be entitled to regard the instrument appointing a proxy or proxies as invalid.

The instrument appointing a proxy or proxies must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or signed on its behalf by an attorney or a duly authorised officer of the corporation. Where the instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed, 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 proxies (such as in the case where the appointor submits more than one (1) instrument of proxy).

5. Members who hold their Shares through a Relevant Intermediary (as defined in Section 181 of the Companies Act) (including CPF Investors and SRS Investors) may attend and cast his vote(s) at the EGM in person. CPF Investors and/or SRS Investors who are unable to attend the EGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy, in which case, the CPF Investors and/or SRS Investors shall be precluded from attending the EGM. CPF Investors and/or SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes by 2.00 p.m. on 17 February 2023, being seven (7) working days before the date of the EGM.
6. All resolutions put to vote at the EGM shall be decided by way of poll.
7. Documents relating to the business of the EGM, which comprise the new Constitution (“**Constitution**”) of the Company as well as the Notice of EGM and the Proxy Form have been published on the Company’s website at <http://www.informaticseducation.com/investor-media-centre/announcements>. Printed copies of the Constitution will NOT be despatched to shareholders.

Personal data privacy:

By submitting an instrument appointing a proxy or proxies 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of the appointment of the proxy 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, regulations and/or guidelines (collectively the “**Purposes**”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) 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.