

INNOTEK LIMITED

(Company Registration No.: 199508431Z)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be convened and held by way of electronic means on 29 April 2021 at 10.30 a.m. (or immediately following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 9.30 a.m. on the same day) for the purpose of considering and, if thought fit, passing with or without any modifications, the Resolutions as set out below.

This Notice has been made available on SGXNet and the Company's website and may be accessed at the URL <http://innotek.listedcompany.com/agmegm2021.html>. A printed copy of this Notice will NOT be despatched to members.

Ordinary Resolution 1: The Proposed Adoption of the InnoTek Employees' Share Option Scheme 2021 ("Scheme")

That a new employee share option scheme to be known as the "InnoTek Employees' Share Option Scheme 2021" (the "**Scheme**"), the details and rules of which are set out in the Circular to Shareholders dated 13 April 2021 (the "**Circular**"), be and is hereby approved and adopted substantially in the form set out in the rules of the Scheme, and the Directors of the Company ("**Directors**") be and are hereby authorised:

- (a) to establish and administer the Scheme;
- (b) to modify and/or amend the Scheme from time to time, provided that such modification and/or amendment is effected in accordance with the rules of the Scheme and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Scheme; and
- (c) to offer and grant options ("**Options**") in accordance with the rules of the Scheme (as may be modified from time to time) and to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the Options under the Scheme, whether granted during the subsistence of this authority or otherwise, provided that the aggregate number of Shares to be issued pursuant to the Scheme when added to the number of Shares issued and/or issuable or transferred/transferable in respect of (a) all Options granted under the Scheme and (b) all Shares, options or awards granted under any other share option or share scheme of the Company then in force, shall not exceed fifteen per cent. (15%) of the issued Shares of the Company (excluding Shares held by the Company as Treasury Shares) from time to time.

Ordinary Resolution 2: Proposed Grant of Authority to Offer and Grant Options under the Scheme at a Discount

That subject to and contingent upon the passing of Ordinary Resolution 1, the Directors of the Company be and are hereby authorised to offer and grant Options in accordance with the rules of the Scheme with exercise prices set at a discount to the Market Price (as defined in the Circular), provided that such discount does not exceed the 20% limit set by the Singapore Exchange Securities Trading Limited.

BY ORDER OF THE BOARD

Linda Sim Hwee Ai
Company Secretary

13 April 2021

Notes:

1. A member (including shareholders which are legal entities) of the Company who is entitled to attend and vote at the EGM is entitled to appoint the Chairman of the Meeting as a proxy to vote in his/her/its stead.
2. The instrument appointing the Chairman of the Meeting as proxy must be duly 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** or sent by email to **AGM.TeamE@boardroomlimited.com** not less than 72 hours before the time appointed for the holding of the EGM.

Personal Data Privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, or (b) completing the pre-registration in accordance with this Notice, or (c) submitting any question prior to the EGM in accordance with this Notice, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as a proxy for the EGM (including any adjournment thereof);
- (ii) the processing of the pre-registration for purposes of granting access to members (or their corporate representatives in the case of members which are legal entities) to the live webcast or live audio feed of the EGM proceedings and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from members received before the EGM and if necessary, following up with the relevant members in relation to such questions;
- (iv) the preparation and compilation of the attendance lists, proxy lists, minutes and any other documents relating to the EGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

Participation in the EGM via live webcast or live audio feed:

1. The EGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. This Notice will also be made available at the Company's website at <http://innotek.listedcompany.com/agmegt2021.html>.
2. Shareholders will **NOT** be able to attend the EGM in person. All shareholders or their corporate representatives (in the case of shareholders which are legal entities) will be able to participate in the EGM proceedings by accessing a live webcast or live audio feed. To do so, shareholders are required to pre-register their participation in the EGM at this link: <http://smartagm.sg/innotekagmegt2021> ("EGM Registration and Q&A Link") by 10.30 a.m. on 26 April 2021 ("Registration Deadline") for verification of their status as shareholders (or the corporate representatives of such shareholders).
3. Upon successful verification, each such shareholder or its corporate representative will receive an email by 1.00 p.m. on 28 April 2021. The email will contain instructions to access the live webcast or live audio feed of the EGM proceedings. Shareholders or their corporate representatives must not forward the email to other persons. Shareholders or their corporate representatives who have pre-registered by the Registration Deadline in accordance with paragraph 2 above but do not receive an email by 1.00 p.m. on 28 April 2021 should contact the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at (65) 6536 5355 (between 9.00 a.m. to 4.00 p.m. on 28 April 2021).

Voting by proxy

4. Shareholders may only exercise their voting rights at the EGM via proxy voting (see paragraph 5 and 6 below).
5. Shareholders who wish to vote on any or all of the resolutions at the EGM must appoint the Chairman of the Meeting as their proxy to do so on their behalf.
6. The duly executed proxy form 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 or sent by email to **AGM.TeamE@boardroomlimited.com** not less than 72 hours before the time appointed for the holding of the EGM.

Submission of questions prior to the EGM

7. Shareholders will not be able to ask questions “live” during the broadcast of this EGM. Shareholders may submit questions related to the resolutions to be tabled at the EGM during pre-registration via the EGM Registration and Q&A Link by 9.30 a.m. on 21 April 2021 so that they may be addressed during the EGM proceedings.
8. The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion) received. The Company will publish the minutes of the EGM on SGXNET and the Company’s website within one month after the date of the EGM.

Important reminder

9. Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders are advised to regularly check the Company’s website or announcements released on SGXNET for updates on the EGM. Further, in light of the current COVID-19 measures, which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.