

CIRCULAR DATED 28 OCTOBER 2024

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

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, TAX ADVISER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

If you have sold or transferred all your shares in the capital of AMOS Group Limited (the “**Company**”) held through The Central Depository (Pte) Limited (“**CDP**”), you do not need to forward this Circular, the Notice of Extraordinary General Meeting and the Proxy Form to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee. If you have sold or transferred all your Shares which are not deposited with CDP, you should immediately forward this Circular, the Notice of Extraordinary General Meeting and the 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 (together with the enclosed Notice of Extraordinary General Meeting and the enclosed Proxy Form) may be accessed at the Company's website at the URL <https://www.amosgroup.com> and is also available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>. A printed copy of this Circular will NOT be despatched to Shareholders. However, the standalone Notice of Extraordinary General Meeting (together with the enclosed Proxy Form and Request Form for members to request a printed copy of the Circular) will be mailed out to Shareholders by post.

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.



AMOS GROUP LIMITED
(Company Registration No.: 201004068M)
(Incorporated in the Republic of Singapore)

CIRCULAR TO SHAREHOLDERS

in relation to

THE PROPOSED CHANGE OF AUDITORS FROM BAKER TILLY TFW LLP TO BDO LLP

IMPORTANT DATES AND TIMES:

Last date and time for lodgment of Proxy Form : 9 November 2024 at 3.00 p.m.

Date and time of Extraordinary General Meeting : 12 November 2024 at 3.00 p.m.

Place of Extraordinary General Meeting : 156 Gul Circle, Singapore 629613

CONTENTS

DEFINITIONS	3
1. INTRODUCTION	5
2. THE PROPOSED CHANGE OF AUDITORS	5
3. INFORMATION ON BDO LLP AND THE AUDIT ENGAGEMENT PARTNER.....	6
4. COMPLIANCE WITH RULES 712, 715 AND 1203(5) OF THE LISTING MANUAL.....	6
5. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS.....	7
6. AUDIT COMMITTEE'S RECOMMENDATION.....	7
7. DIRECTORS' RECOMMENDATION	7
8. EXTRAORDINARY GENERAL MEETING.....	8
9. ACTION TO BE TAKEN BY SHAREHOLDERS.....	8
10. DIRECTORS' RESPONSIBILITY STATEMENT.....	8
11. DOCUMENTS AVAILABLE FOR INSPECTION	8
APPENDIX A – LETTER NOT SEEKING REAPPOINTMENT FROM BAKER TILLY TFW LLP... ..	A-1
APPENDIX B – BDO LLP CONSENT LETTER.....	B-1
NOTICE OF EXTRAORDINARY GENERAL MEETING.....	N-1
PROXY FORM	

DEFINITIONS

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

“EGM”	:	The Extraordinary General Meeting of the Company to be convened and held on 12 November 2024 at 3.00 p.m., at 156 Gul Circle, Singapore 629613, notice of which is set out in the Notice of EGM on pages N-1 to N-3 of this Circular
“ACRA”	:	The Accounting and Corporate Regulatory Authority of Singapore
“AGM”	:	An Annual General Meeting of the Company
“Audit Committee”	:	The Audit Committee of the Company
“Auditors”	:	The auditor of the Company as appointed from time to time
“BDO”	:	BDO LLP
“Baker Tilly”	:	Baker Tilly TFW LLP
“Board”	:	The Board of Directors of the Company as at the date of this Circular
“CDP”	:	The Central Depository (Pte) Limited
“Circular”	:	This circular to Shareholders dated 28 October 2024
“Companies Act”	:	The Companies Act 1967 of Singapore
“Company”	:	AMOS Group Limited
“Constitution”	:	The Constitution of the Company, as the same may be amended, varied or supplemented from time to time
“Directors”	:	The directors of the Company as at the date of this Circular, each a “Director”
“FY”	:	Financial year of the Company ended or ending 31 March (as the case may be)
“Group”	:	The Company and its subsidiaries
“Latest Practicable Date”	:	16 October 2024, being the latest practicable date prior to the publication of this Circular
“Listing Manual”	:	The listing manual of the SGX-ST, as the same may be amended, varied or supplemented from time to time
“Notice of EGM”	:	The Notice of EGM as set out on pages N-1 to N-3 of this Circular
“Proposed Change of Auditors”	:	The proposed change of the Company’s Auditors from Baker Tilly to BDO
“Proposed Resolution”	:	The ordinary resolution for the Proposed Change of Auditors, approval for which will be sought from Shareholders at the EGM

“Proxy Form”	:	The proxy form in respect of the EGM set out in this Circular
“Register of Members”	:	The register of members of the Company
“Securities Account”	:	A securities account of a holder maintained with CDP, or a sub-account of a holder maintained with a Depository Agent
“SFA”	:	The Securities and Futures Act 2001 of Singapore, as amended or modified from time to time
“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“Shareholders”	:	Persons who are registered as holders of Shares in the register of members of the Company, except that where the registered holder is CDP, the term “Shareholders” shall mean the Depositors who have Shares credited to their Securities Accounts
“Share Registrar”	:	The share registrar of the Company, being In.Corp Corporate Services Pte. Ltd.
“Shares”	:	Ordinary shares in the issued share capital of the Company
“Substantial Shareholder”	:	A person (including a corporation) who has an interest directly or indirectly in 5% or more of the total number of voting Shares in the Company
“\$” or “S\$” and “cents”	:	Singapore dollars and cents, respectively
“%” or “per cent.”	:	Per centum or percentage

The terms "Depositor", "Depository", "Depository Agent" and "Depository Register" shall have the meanings ascribed to them, respectively, in Section 81SF of the SFA.

The term "Subsidiary" shall have the same meanings ascribed to it in the Companies Act.

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

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

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

Any discrepancies in figures included in this Circular between the listed amounts and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables in this Circular may not be an arithmetic aggregation of the figures that precede them.

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 term defined under the Companies Act, the SFA, or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA, or statutory modifications (as the case may be).

Any reference to any agreement or document shall include such agreement or document as amended, modified, varied, novated, supplemented or replaced from time to time.

AMOS GROUP LIMITED
(Company Registration No.: 201004068M)
(Incorporated in the Republic of Singapore)

LETTER TO SHAREHOLDERS

Directors:

Mr. Kyle Arnold Shaw, Jr (Executive Chairman)
Mr. Marcel Eugene Beraud (Executive Director)
Mr. David Wood Hudson (Lead Independent Non-Executive Director)
Mr. Lim Shook Kong (Independent Non-Executive Director)
Ms. Edwina Cheung Pui Yin (Independent Non-Executive Director)

Registered Office:

156 Gul Circle,
Singapore 629613

28 October 2024

To: The Shareholders of AMOS Group Limited

Dear Sir / Madam

THE PROPOSED CHANGE OF AUDITORS FROM BAKER TILLY TFW LLP TO BDO LLP

1 INTRODUCTION

- 1.1 The Directors are convening an EGM to be held on 12 November 2024 to seek the approval of the Shareholders for the Proposed Change of Auditors.
- 1.2 The purpose of this Circular is to explain the reasons for, and to provide Shareholders with information relating to the Proposed Change of Auditors to be tabled at the EGM for Shareholders' approval. The Notice of EGM is set out on pages N-1 to N-3 of this Circular.

2. PROPOSED CHANGE OF AUDITORS

Background and Rational for the Proposed Change

Baker Tilly was appointed as the Auditor of the Company on 29 July 2021. On 26 July 2024, Baker Tilly formally notified the Company that they would not be seeking re-appointment upon their retirement at the FY2024 AGM.

Furthermore, as part of the ongoing efforts of the Company to enhance its corporate governance and manage its overall business costs and expenses, the Board is of the view that it would be appropriate and timely to effect a change of Auditors of the Company.

Following a review and evaluation of various audit firms which have experience in auditing publicly listed companies in Singapore, the Board, in consultation with the Audit Committee, and taking into consideration the requirements of Rule 712 and Rule 715 of the Listing Manual, has determined that BDO is best suited to meet the existing needs and audit requirement of the Group. BDO was selected from amongst several audit firms which provided proposals to the Company, after taking into account, inter alia, the adequacy of the resources and experience of BDO, the audit engagement partner assigned to the audit, the Group's audit requirements and the number and experience of supervisory and professional staff to be assigned to the audit of BDO, the fee structure and audit arrangement proposed by BDO. The Board and the Audit Committee have also considered, amongst others, the Audit Quality Indicators Disclosure Framework issued by ACRA in assessing BDO's suitability for the proposed appointment and are of the opinion that BDO will be able to fulfil the audit requirements of the Company and the Group without compromising the standard and effectiveness of the audit of the Company and the Group.

BDO had on 16 October 2024 given its written consent to act as Auditor of the Company, subject to the approval from Shareholders at the EGM to be convened. Accordingly, the appointment of BDO will only be effective upon the approval of Shareholders at the EGM.

In view of the above, the Board is of the opinion that the Proposed Change of Auditors is in the best interests of the Company and the Shareholders. The Board wishes to highlight that the Proposed Change of Auditors is in no way the result of any disagreement with Baker Tilly. The Directors wish to express their appreciation for the past services rendered by Baker Tilly.

3 INFORMATION ON BDO AND THE AUDIT ENGAGEMENT PARTNER

The information set out in this Circular on BDO and the audit engagement partner has been provided to the Company by BDO. The Directors have not conducted an independent review or verification of the accuracy of the statements and information set out below.

BDO in Singapore is a member firm of BDO International Limited, a UK Company limited by guarantee which has one of the largest international accounting networks with a strong global presence and local roots. BDO's global organisation extends across 166 countries and territories, with over 115,000 people working out of 1,776 offices. BDO is one of the largest professional services firms in Singapore today with more than 680 people of which the audit team size is approximately 320 people and has a wide-ranging clientele base consisting of industries such as marine, construction, shipping, manufacturing, food and beverage, oil and gas, trading, electronics, education and food processing. BDO is a firm of Chartered Accountants in Singapore registered with ACRA and a public accounting firm approved under the Accountants Act.

For more information on BDO, please visit its website at <https://www.bdo.com.sg>.

Mr Adrian Lee Yu-Min ("Adrian") will be the audit engagement partner assigned to the audit of the Company and the Singapore-incorporated subsidiaries Companies. Adrian is a practicing member of the Institute of Singapore Chartered Accountants. With over 23 years of experience in public accounting in Singapore, he provides audit and advisory services to companies from various industries including marine and engineering related services, natural resources, renewable energy, oil gas, retail, construction, transportation, trading, manufacturing, shipping and education. Adrian's expertise in audit and assurance covers statutory audits for his clients including SGX-ST listed companies, multinational corporations and owner managed companies.

4 COMPLIANCE WITH RULES 712, 715 AND 1203(5) OF THE LISTING MANUAL

BDO is registered with ACRA and approved under the Accountants Act. The audit engagement partner is a public accountant registered under the Accountants Act.

The Audit Committee, after having reviewed and deliberated, and after taking into consideration the suitability and independence of BDO in meeting the audit requirements of the Group as well as the various factors as set out in Sections 2 and 3 of this Circular, has recommended the Proposed Change of Auditors for approval by the Board.

In accordance with the requirements of Rule 715 of the Listing Manual, BDO and, where appropriate, independent members firms of the BDO network, will be engaged to audit the financial statements of the Company, its Singapore-incorporated subsidiaries and its significant foreign-incorporated subsidiaries and associated companies. Accordingly, the Directors confirm that Rule 715 of the Listing Manual has been or will be complied with.

In accordance with the requirements of Rule 1203(5) of the Listing Manual:

- (a) the outgoing Auditor, Baker Tilly, has confirmed that it is not aware of any professional reasons why the new Auditor, BDO, should not accept appointment as Auditor of the Company;

- (b) the Company confirms that there were no disagreements with the outgoing Auditor, Baker Tilly, on accounting treatments within the last twelve (12) months;
- (c) the Company confirms that, other than as set out above, it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of Shareholders;
- (d) the Company confirms that there are no specific reasons for the Proposed Change of Auditors that ought to be brought to the attention of the Shareholders which has not been disclosed in this Circular. The Proposed Change of Auditors is neither due to any disagreement with Baker Tilly nor the dismissal of Baker Tilly; and
- (e) the Company confirms that it is or will be in compliance with Rule 712 and Rule 715 of the Listing Manual in relation to the appointment of BDO as the Auditor of the Company.

5. INTERESTS OF DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS

As at the Latest Practicable Date, based on the Register of Directors' shareholdings and the Register of Substantial Shareholders maintained by the Company, the interests in Shares held by the Directors and Substantial Shareholders of the Company are set out below.

	Direct Interest		Direct Interest	
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾
Directors				
Mr. Kyle Arnold Shaw, Jr ("Mr. Shaw")	-	-	173,267,967	83.17
Mr. Marcel Eugene Beraud	-	-	-	-
Mr. David Wood Hudson	-	-	-	-
Mr. Lim Shook Kong	-	-	-	-
Ms. Edwina Cheung Pui Yin	-	-	-	-
Substantial Shareholders				
PeakBayou Ltd.	145,512,679	69.85	-	-
Lighthouse Logistics Limited	27,755,288	13.32	-	-
Mr. Kyle Arnold Shaw, Jr ("Mr. Shaw")	-	-	173,267,967	83.17

Notes:

- (1) All references to percentage shareholding of the issued Shares of the Company in this Section are rounded to the nearest two decimal places and based on the total issued Shares of the Company as at the Latest Practicable Date, being 208,331,031 Shares in issue.
- (2) Mr. Shaw is deemed interested in the Shares held by PeakBayou Ltd. Mr Shaw is the sole manager of ShawKwei Investments LLC, which is the sole general partner of Shaw Kwei Asia Value Fund 2017, L.P., which is in turn the sole shareholder of PeakBayou Ltd.
- (3) Mr. Shaw is deemed interested in the Shares held by Lighthouse Logistics Limited. Mr. Shaw is the director and shareholder of Shaw Kwei & Partners Ltd, which is the sole shareholder of Lighthouse Logistics Limited. Shaw Kwei & Partners Ltd, as the sole general partner, holds the shares of Lighthouse Logistics Limited on behalf of Asia Value Investment Fund 3, L.P.

6. AUDIT COMMITTEE'S STATEMENT

The Audit Committee has reviewed the Proposed Change of Auditors, and taking into account the suitability of BDO, the Group's audit requirements and the requirements of the Listing Manual, recommends the proposed appointment of BDO as Auditors of the Company in place of the outgoing Auditors, Baker Tilly.

7. DIRECTORS' RECOMMENDATION

The Directors are of the opinion that the Proposed Change of Auditors is in the best interests of the Company, and accordingly, recommend that Shareholders vote in favour of the Ordinary Resolution in respect of the Proposed Change of Auditors as set out in the Notice of EGM.

8. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which has been announced on 28 October 2024, will be held physically at 156 Gul Circle, Singapore 629613 on 12 November 2024 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without modification, the ordinary resolutions set out in the Notice of EGM.

9. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM, and who wish to vote, must appoint a proxy or proxies to attend and vote on their behalf, by completing, signing and returning the proxy form appended in the Notice of EGM in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company:

- (i) if submitted via email, be submitted to the Company at corporate@amosgroup.com; or
- (ii) if submitted by post, to reach the Company's registered office at 156 Gul Circle Singapore 629613

in either case, by 9 November 2024, 3.00 p.m., being not later than seventy-two (72) hours before the time fixed for the EGM.

The completion and return of the proxy form by a Shareholder will not prevent him from attending and voting at the EGM if he subsequently wishes to do so. In such an event, the proxy form shall be deemed to be revoked.

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 as at 72 hours before the time fixed for the EGM.

10. 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 Proposed Change of Auditors, the issuer 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 the 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 the Circular in its proper form and context.

11. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at 156 Gul Circle, Singapore 629613, during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the Company's Constitution;
- (b) the professional clearance letter issued by Baker Tilly to BDO dated 10 October 2024; and
- (c) the letter of consent to act as Auditors from BDO dated 16 October 2024.

Yours faithfully
For and on behalf of the Board of Directors of
AMOS GROUP LIMITED

Kyle Arnold Shaw, Jr
Executive Chairman



600 North Bridge Road
#05-01 Parkview Square
Singapore 188778

T: +65 6336 2828
www.bakertilly.sg

LSL/BET/01659

26 July 2024

Private & Confidential

Board of Directors
AMOS Group Limited
156 Gul Circle
Singapore 629613

Dear Sirs

**AMOS GROUP LIMITED (“THE COMPANY”)
SEEKING REAPPOINTMENT AS AUDITOR**

We do not seek for reappointment as auditor of the Company effective from the date of Annual General Meeting to be held on 26 July 2024.

We would like to take this opportunity to thank you for your past support and look forward to working with you again in the future.

Yours faithfully

A handwritten signature in black ink that reads "Baker Tilly" in a cursive, stylized script.

Baker Tilly TFW LLP (trading as Baker Tilly) is a member of the global network of Baker Tilly International Ltd., the members of which are separate and independent legal entities.

Baker Tilly TFW LLP (Registration No. T10LL1485G) is an accounting limited liability partnership registered in Singapore under the Limited Liability Partnerships Act (Chapter 163A).

APPENDIX B - BDO LLP CONSENT LETTER



Tel: +65 6828 9118
Fax: +65 6828 9111
info@bdo.com.sg
www.bdo.com.sg

BDO LLP
Chartered Accountants
600 North Bridge Road
#23-01 Parkview Square
Singapore 188778

Our Ref: AUD/AMOS Group Limited/AL/DL

16 October 2024

AMOS Group Limited
156 Gul Circle
Singapore 629613

Attention: Board of Directors /Mr Jason Kwek (Chief Financial Officer)

Dear Sirs,

RE: APPOINTMENT OF AUDITORS FOR AMOS GROUP LIMITED ("COMPANY")

We refer to your letter of appointment dated 7 October 2024.

We are pleased to confirm that we consent to act as statutory auditors of the Company.

This consent is valid until withdrawn by us in writing and will obviate the necessity for it to be given annually.

Yours faithfully

DocuSigned by:

C170584309C44D2...

BDO LLP (UEN: T10LL0001F) is an accounting Limited Liability Partnership registered in Singapore under Limited Liability Partnerships Act 2005. BDO LLP is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the International BDO network of independent member firms.

NOTICE OF EXTRAORDINARY GENERAL MEETING

AMOS GROUP LIMITED
(Company Registration No. 201004068M)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of the Company will be held at 156 Gul Circle Singapore 629613 on Tuesday, 12 November 2024 at 3.00 p.m, for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION: PROPOSED APPOINTMENT OF AUDITORS

That:

- (a) the appointment of Messrs BDO LLP (“**BDO**”) as Auditors of the Company with effect from the passing of this Ordinary Resolution until the conclusion of the next Annual General Meeting, in place of the retired Auditors of the Company, Baker Tilly TFW LLP, at such remuneration and on such terms to be agreed between the Directors and BDO be and is hereby approved; and
- (b) the Directors and/or any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Ordinary Resolution.

By Order of the Board

Kwek Siew Chuan Jason
Company Secretary

Date: 28 October 2024

Singapore

Explanatory Note to the Ordinary Resolution:

Pursuant to Rule 1203(5) of the Singapore Exchange Securities Trading Limited (the “SGX-ST”):

1. The retired Auditors, Baker Billy TFW LLP have given their professional clearance to BDO LLP and confirmed that they are not aware of any professional reasons why the Auditors, BDO LLP, should not accept appointment as Auditors of the Company;
2. The Directors confirm that there were no disagreements with the outgoing Auditors, Baker Billy TFW LLP, on the accounting treatments within the last 12 months;
3. The Directors confirm that they are not aware any circumstances connected with the proposed appointment of Auditors that should be brought to the attention of the shareholders of the Company which has not been disclosed in this Circular;
4. The Directors confirm that there are no specific reasons for the proposed appointment of Auditors that ought to be brought to the attention of the shareholders of the Company which has not been disclosed in the Circular. The proposed change of Auditors is neither due to any disagreement with Baker Billy TFW LLP nor the dismissal of the Baker Billy TFW LLP; and
5. The Directors confirm that the Company has complied with Rule 712 and Rule 715 of the listing manual of the SGX-ST in relation to the appointment of BDO LLP as the Auditors of the Company.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. The members of the Company are invited to **attend physically** at the EGM. **There will be no option for shareholders to participate virtually**. Printed copies of this Notice of EGM, Proxy Form and the Request Form for shareholders to request for a printed copy of the Circular will be sent to Shareholders. Printed copies of the Circular will not be sent to Shareholders. Shareholders may request for printed copies of the Circular by completing and returning the Request Form to the Company by Tuesday, 5 November 2024. These documents will be made available on the Company's website at <https://www.amosgroup.com/investor> and on the SGXNet at <https://www.sgx.com/securities/company-announcements>. A member will need an internet browser and PDF reader to view these documents.
2. Members (including Central Provident Fund Investment Scheme members ("**CPF Investors**") and/or Supplementary Retirement Scheme investors ("**SRS Investors**")) may participate in the EGM by:
 - (a) attending the EGM in person;
 - (b) raising questions at the EGM or submitting questions in advance of the EGM; and/ or
 - (c) voting at the EGM
 - (i) themselves personally; or
 - (ii) through their duly appointed proxy(ies).

CPF Investors and SRS Investors who wish to appoint the Chairman of the EGM (and not third-party proxy(ies)) as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes **by 3.00 p.m. on 5 November 2024**, being seven (7) working days prior to the date of the EGM.

Please bring along your NRIC/passport so as to enable the Company to verify your identity. Members are requested to arrive early to facilitate the registration process.

3. A member who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf 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.

Where such member appoints two (2) proxies, the proportion of his shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.

4. 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 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(6) of the Companies Act.

- (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 market services license 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 ("**CPF**") 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 CPF, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.
5. A member can appoint the Chairman of the EGM as his/her/its proxy **but** this is **not mandatory**.

If a member wishes to appoint the Chairman of the EGM 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 EGM as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

NOTICE OF EXTRAORDINARY GENERAL MEETING

6. The Proxy Form must be submitted in the following manner:

(a) if submitted via email, be submitted to the Company at corporate@amosgroup.com; or

(b) if submitted by post, be lodged at the registered office of the Company at 156 Gul Circle, Singapore 629613

in either case, by **9 November 2024, 3.00 p.m.**, being no later than seventy-two (72) hours before the time fixed for the EGM. A member who wishes to submit a Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before sending it by email to the email address provided above.

The instrument appointing a proxy(ies) must be signed by the appointer or his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) 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(ies) is signed on behalf of the appointer 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 of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument of proxy (such as in the case where the appointer submits more than one (1) instrument of proxy).

In the case of a member whose shares are entered against his/her name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore Statutes), the Company may reject any instrument of proxy lodged if such member, being the appointer, is not shown to have any shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time set for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

7. Members may raise questions at the EGM or submit questions related to the resolutions to be tabled for approval at the EGM, in advance of the EGM. For members who would like to submit questions in advance of the EGM, they may do so **by 5 November 2024, 5.00 p.m.**:

(a) by email to corporate@amosgroup.com or;

(b) by post to the registered office of the Company at 156 Gul Circle Singapore 629613

Members submitting questions are requested to state: (a) their full name; and (b) the member's identification/registration number, failing which the Company shall be entitled to regard the submission as invalid. The Company will publish its responses to the substantial and relevant questions submitted by members prior to the abovementioned deadline by 6 November 2024, 10.00 a.m. which is at least 48 hours before the proxy form dateline.

8. For questions received after 5 November 2024, the Company will endeavour to address all substantial and relevant questions submitted by members prior to or during the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. The Company will publish the responses to such questions together with the minutes of the EGM on SGXNet and the Company's website at <https://www.amosgroup.com/investor> within one (1) month after the date of the EGM.

9. Members are reminded to check SGXNet for any latest updates on the status of the EGM.

PERSONAL DATA PRIVACY

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting 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 proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Extraordinary General Meeting (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) 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), 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) 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.

PROXY FORM

IMPORTANT

1. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) may attend and cast his vote(s) at the Extraordinary General Meeting in person. CPF and SRS Investors who are unable to attend the Extraordinary General Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Extraordinary General Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the Extraordinary General Meeting.
2. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. Please read the notes to the Proxy Form.

AMOS GROUP LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No: 201004068M

PROXY FORM

I/We _____ NRIC/Passport/Co. Registration No. _____

of _____

being a member/members of **AMOS GROUP LIMITED** hereby appoint

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

or failing the person, or either or both of the persons referred to above, the Chairman of the Extraordinary General Meeting ("**EGM**") as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the EGM of the Company to be held at **156 Gul Circle, Singapore 629613 on Tuesday, 12 November 2024 at 3.00 p.m.** and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for, against or to abstain from voting on the Resolution to be proposed at the EGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy/proxies (other than the Chairman of the Meeting) will vote or abstain from voting at his/her discretion. In appointing the Chairman of the Meeting as proxy, Shareholders (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.

Voting would be conducted by poll. Please indicate your vote "For", "Against" or "Abstain" from voting with a tick [✓] within the box provided. Alternatively, please indicate the number of votes as appropriate.

No.	Resolution Relating To:	For	Against	Abstain
AS ORDINARY BUSINESS				
1	To approve the proposed appointment of Auditors of the Company			

Dated this ____ day of _____ 2024

Signature(s) of Member(s) and
Common Seal of Corporate Member

Total Number of Shares Held

IMPORTANT

PLEASE READ NOTES OVERLEAF

PROXY FORM

Notes:

1. Please insert the total number of shares held by you. 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 Members, 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 Members, 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 Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.

2. A member who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf 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.

Where such member appoints two (2) proxies, the proportion of his shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.

3. A proxy need not be a member of the Company.

4. For any member who acts as a Relevant Intermediary pursuant to Section 181 of the Companies Act, 1967, who is either:

- (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 holder to provide under the Securities and Futures Act 2001 and who holds shares in that capacity; and
- (c) Central Provident Fund ("CPF") 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 the subsidiary legislation.

You are entitled to appoint one (1) or more 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'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. The proxy need not be a member of the Company.

5. The Proxy Form must be submitted to in the following manner

- (a) if submitted via email, be submitted to the the Company at corporate@amosgroup.com; or
- (b) if submitted by post, be lodged at the registered office of the Company at 156 Gul Circle, Singapore 629613

in either case, by 9 November 2024, 3.00 p.m., being 72 hours before the time fixed for the EGM.

A Member who wishes to submit a Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before sending it by email to the email address provided above.

6. 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 will 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 or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.

7. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the power of attorney or other authority or a notarially certified copy thereof shall be deposited at the Company's registered office at 156 Gul Circle, Singapore 629613 not less than 72 hours before the time set for holding the EGM or adjourned meeting. Otherwise, the person so named in the instrument of proxy shall not be entitled to vote in respect thereof.

8. 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 EGM, in accordance with Section 179 of the Companies Act, 1967.

9. A corporation which is a member may by resolution of its directors or other governing body authorize any person to act as its representative at the EGM.

General:

The Company shall be entitled to reject this instrument of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in this instrument of proxy. In addition, in the case of members whose shares are entered in the Depository Register, the Company shall be entitled to reject any instrument of proxy lodged if the member, being the appointer, is not shown to have any shares entered against his name in the Depository Register as at 72 hours before the time set for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

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 28 October 2024.