
NOTICE OF EXTRAORDINARY GENERAL MEETING

PACIFIC STAR DEVELOPMENT LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 198203779D)

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular dated 31 January 2022 issued by Pacific Star Development Limited to its shareholders (the “Circular”).

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Pacific Star Development Limited (the “**Company**”) will be held by way of electronic means on Tuesday, 22 February 2022 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

(I) AS SPECIAL RESOLUTION: THE PROPOSED AMENDMENTS TO THE CONSTITUTION

THAT:

- (a) the proposed amendments to the Constitution of the Company in the manner and to the extent set out in the Circular be and is hereby approved; and
- (b) the Directors and 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 the proposed amendments to the Constitution of the Company and/or this Special Resolution.

(II) AS ORDINARY RESOLUTION 1: THE PROPOSED LOAN FACILITY TO BE GRANTED BY CH BIOVEST PTE. LIMITED TO THE COMPANY

THAT:

- (a) for the purposes of Chapter 9 of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Chapter 9**”):
 - (i) the entry by the Company into the Loan Agreement with CH Biovest Pte. Limited and the acceptance of the Proposed Loan Facility by the Company; and
 - (ii) the drawdown of the Loan to be disbursed by CH Biovest Pte. Limited to the Company in accordance with the terms of the Loan Agreement pursuant to the Proposed Loan Facility,

where the entry into the Loan Agreement, the acceptance the Proposed Loan Facility and the drawdown of the Loan constitute interested person transactions under Chapter 9, be and are hereby approved; and

- (b) the Directors of the Company and each of them be and are hereby authorised to do all acts and things as they may in their discretion deem necessary, desirable or expedient in the interests of the Company to give effect to the Loan Agreement, the Proposed Loan Facility, the Loan and/or this Ordinary Resolution.

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(III) AS ORDINARY RESOLUTION 2: THE USE OF PART OF THE PROCEEDS FROM THE LOAN FOR PAYMENT OF THE OUTSTANDING DIRECTOR FEES FOR THE INDEPENDENT DIRECTORS OF THE COMPANY

THAT contingent upon the passing of Ordinary Resolution 1, part of the proceeds from the Loan (namely, an aggregate sum of S\$176,123) shall be used to pay outstanding director fees of the Independent Directors of the Company that are owing in respect of FY2021 and FY2020 (i.e. the Outstanding Director Fees).

BY ORDER OF THE BOARD PACIFIC STAR DEVELOPMENT LIMITED

Leow Chin Boon
Lead Independent Director
31 January 2022

Notes:

General

1. 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, the Company has the option to hold a virtual meeting, even where the Company is permitted under safe distancing measures to hold a physical meeting. Due to current COVID-19 situation and the Company's efforts to minimise physical interactions and COVID-19 transmission risk to a minimum, the EGM will be held by way of electronic means and the member will NOT be allowed to attend the EGM in person.
2. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the EGM are set out in the Company's circular dated 31 January 2022 (the "**Circular**") which has been uploaded together with this Notice of EGM on SGXNet at the following URL: <https://www.sgx.com/securities/company-announcements> and the Company's website at the following URL: https://www.pacificstar-dev.com/ir_announcements.html on the same day. Arrangements will be made for Shareholders to attend a virtual information session where real-time electronic communication facilities will be available to enable questions to be raised, and responded to, at the virtual information session (the "**Virtual Information Session**").

Pre-registration Website

3. Members who wish to submit questions, attend the Virtual Information Session and/or watch/listen to the Live Webcast/Live Audio Feed of the EGM are required to pre-register at the following URL for the Company to authenticate their status as members: <https://globalmeeting.bigbangdesign.co/pacificstar2022egm> (i.e. the "**Pre-registration Website**").

Pre-registration for Virtual Information Session and Submission of Questions

4. Members will not be able to ask questions at the EGM through the Live Webcast/Live Audio Feed. Members may submit questions in advance relating to the resolutions to be tabled for approval at the EGM.
 - (i) To do so, members are required to pre-register for the Virtual Information Session and submit their questions via the Pre-registration Website by no later than 10.00 a.m. on 11 February 2022. Please note that members will not be able to ask questions at the EGM during the Live Webcast/Live Audio Feed. Therefore it is important for members to pre-register for the Virtual Information Session and submit their questions via the pre-registration Website by the abovementioned deadline. Members who do not wish to submit written questions but who wish to attend the Virtual Information Session have up till 10.00 a.m. on 14 February 2022 to pre-register for the Virtual Information Session.
 - (ii) Following the authentication of his/her/its status as a member, such member will receive an email on the login credentials, including instructions on how to access the Virtual Information Session by 10.00 a.m. on 14 February 2022. Members who do not receive an email by the abovementioned date and time, but who have registered for the Virtual Information Session, should contact the webcast vendor, Big Bang Design Pte. Ltd., by email to webcast@bigbangdesign.co with the following details: (1) the full name of the members, and (2) his/her/its identification/registration number.
 - (iii) The Virtual Information Session will be held at 10.00 a.m. on 15 February 2022 by way of electronic means. Members who have pre-registered validly may participate at the Virtual Information Session by accessing the live webcast and/or audio stream in accordance with the instructions as set out in the email sent to the relevant members containing the login credentials for the Virtual Information Session. The agenda for the Virtual Information Session is to enable members to raise questions in relation to resolutions to be voted upon at the EGM, i.e. the proposed amendments to the Constitution and the Proposed Loan Facility.

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- (iv) Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPF investors, SRS investors and holders under depository agents) and who wish to submit their questions and/or pre-register to attend the Virtual Information Session will need to do so via the Pre-registration website by 5.00 p.m. on 8 February 2022. However, they must approach their respective agents so that the necessary arrangements can be made by the relevant agents.
- (v) The Company will endeavour to address all substantial and relevant questions (as may be determined by the Company in its sole discretion) received from members prior to and during the Virtual Information Session.
- (vi) The Company will publish the minutes of the Virtual Information Session on SGXNet and the Company's website by 10.00 a.m. on 16 February 2022. These minutes will include the responses to the questions referred to above (if applicable).

Participation in EGM proceedings via "Live Webcast/Live Audio Feed"

- 5. A member will be able to participate at the EGM by watching the EGM proceedings via the Live Webcast/Live Audio Feed. In order to do so, a member must pre-register **by 10.00 a.m. on 19 February 2022** (i.e. the "**Pre-registration Deadline**") via the Pre-registration Website in order for the Company to authenticate his/her/its status as members.
- 6. To pre-register for the Live Webcast/Live Audio Feed, kindly access the Pre-registration Website, using either the latest versions of Chrome, Safari, or Edge.
- 7. Following the authentication of his/her/its status as a member, such member will receive an email on their authentication status and login credentials, including instructions on how to access the Live Webcast/Live Audio Feed of the proceedings of the EGM by **10.00 a.m. on 21 February 2022**.
- 8. Members who do not receive an email by **10.00 a.m. on 21 February 2022**, but have registered by the Pre-registration Deadline, should contact the webcast vendor, Big Bang Design Pte. Ltd., by email to webcast@bigbangdesign.co with the following details: (1) the full name of member, and (2) his/her/its identification/registration number.
- 9. Investors who hold Shares through depository agents (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) and wish to watch the Live Webcast or listen to the Live Audio Feed of the EGM must approach their respective depository agents to pre-register at least seven (7) working days before the date of the EGM, i.e. by **5.00 p.m. on 10 February 2022** in order to allow sufficient time for their respective depository agents to in turn register their interest with the Company.

Voting by Proxy

- 10. **A member will not be able to vote through the Live Webcast/Live Audio Feed. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM.** In appointing the Chairman of the EGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the instrument appointing the Chairman of the EGM as proxy ("**Proxy Form**"), failing which the appointment will be treated as invalid.
- 11. The Proxy Form for the EGM can be accessed at the Company's website at the following URL: http://pacificstar-dev.com/ir_announcements.html, and is made available with this Notice of EGM on SGXNet at the following URL: <https://www.sgx.com/securities/company-announcements> on the same day.
- 12. The Chairman of the EGM, as a proxy, need not be a member of the Company.
- 13. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be deposited at Company's Share Registrar, B.A.C.S. Private Limited, 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar at main@zicoholdings.com,in either case, no later than **10.00 a.m. on 19 February 2022** (the "**Proxy Deadline**") being not less than 72 hours before the time appointed for the EGM.
- 14. A member who wishes to submit a Proxy Form must first **download, complete and sign the Proxy Form**, before submitting it by post (if using hard copy) to the address provided above, or scanning and sending it by email to the email address provided above. The proxy form may be downloaded from the Company's corporate website at the URL https://pacificstar-dev.com/ir_announcements.html and on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>.
- 15. **In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**
- 16. The instrument appointing the Chairman of the EGM as proxy must be signed by the appointer or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the EGM as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

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17. The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy 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 the Chairman of the EGM as proxy (including any related attachment) (such as in the case where the appointor submits more than one instrument appointing the Chairman of the EGM as proxy).
18. Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPF investors, SRS investors and holders under depository agents) and who wish to exercise their votes by appointing the Chairman of the EGM as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions at least seven (7) working days before the date of the EGM, i.e. **5.00 p.m. on 10 February 2022** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf no later than the Proxy Deadline.
19. In the case of a member whose Shares are entered against his/her/its name in the depository register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289), the Company may reject any instrument appointing the Chairman of the EGM as proxy lodged if such member is not shown to have Shares entered against his/her/its name in the depository register as at 72 hours before the time appointed for the EGM, as certified by The Central Depository (Pte) Limited to the Company.

No Despatch of Physical Copies

20. The following documents are made available to members on 31 January 2022 via SGXNet at the following URL: <https://www.sgx.com/securities/company-announcements> and the Company's website at the following URL: https://www.pacificstar-dev.com/ir_announcements.html:
 - (a) Circular;
 - (b) Notice of EGM; and
 - (c) Proxy Form in relation to the EGM.
21. There will be no despatch of printed copies of Circular, Notice of EGM and Proxy Form. Members are advised to check SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL https://www.pacificstar-dev.com/ir_announcements.html for the aforesaid documents.

Personal Data Privacy:

By pre-registering for the Virtual Information Session and/or Live Webcast/Live Audio Feed, submitting a Proxy Form appointing the Chairman of the EGM as proxy to attend and vote at the EGM and/or any adjournment thereof, a member of the Company 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 the appointment of the Chairman of the EGM as 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) to comply with any applicable laws, listing rules, regulations and/or guidelines.