

CIRCULAR DATED 2 JUNE 2021

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

If you are in doubt about its contents or the action that 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 ordinary shares in the capital of Datapulse Technology Limited (the "**Company**") held through The Central Depository (Pte) Limited ("**CDP**"), you do not need to forward this Circular together with the Notice of Extraordinary General Meeting ("**Notice of EGM**") and the attached Proxy Form to the purchaser or the transferee as arrangements will be made by CDP for a separate Circular together with the Notice of EGM and the attached Proxy Form to be sent to the purchaser or the transferee. If you have sold or transferred all your ordinary shares in the capital of the Company represented by physical share certificate(s), you should forward this Circular together with the Notice of EGM and the attached Proxy Form immediately to the purchaser or the transferee, or to the stockbroker, bank or agent through whom the sale or transfer was effected for onward transmission to the purchaser or the transferee.

The Singapore Exchange Securities Trading Limited (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.

This Circular has been made available on SGXNet and the Company's website and may be accessed at the URL <http://datapulse.com.sg/>. A printed copy of this Circular will NOT be despatched to Shareholders.

In view of the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the EGM will be held by way of electronic means and Shareholders will not be able to attend the EGM in person. Instead, alternative arrangements have been put in place to allow Shareholders to participate in the EGM. Shareholders may refer to Section 8.3 of this Circular and the Notice of EGM set out on page N-1 of this Circular for further information, including the steps to be taken by Shareholders to participate in the EGM.



DATAPULSE
TECHNOLOGY

DATAPULSE TECHNOLOGY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 198002677D)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED CHANGE OF AUDITORS FROM ERNST & YOUNG LLP TO MAZARS LLP

IMPORTANT DATES AND TIMES:

- | | |
|--|--|
| Last date and time for lodgement of Proxy Form | : 15 June 2021 at 3.00 p.m. (Singapore Time) |
| Date and time of Extraordinary General Meeting | : 18 June 2021 at 3.00 p.m. (Singapore Time) |
| Place of Extraordinary General Meeting | : The EGM will be held by way electronic means in accordance with the manner as set out in the Notice of EGM at Page N-1 of this Circular. |

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DEFINITIONS

In this Circular, the following definitions apply throughout unless the context requires otherwise or unless otherwise stated:

"ACRA"	:	The Accounting and Corporate Regulatory Authority of Singapore
"ACRA Letter of Consent"	:	The letter of consent from ACRA approving EY's resignation as Auditors of the Company
"AGM"	:	The annual general meeting of the Company
"Audit Committee"	:	The audit committee of the Company as at the date of this Circular, comprising Mr Teo Choon Kow @ William Teo, Mr Choong Chee Peng Bert and Mr Lau Yan Wai
"Auditors"	:	The auditors of the Company as appointed from time to time
"Board"	:	The board of directors of the Company as at the date of this Circular or from time to time, as the case may be
"CDP"	:	The Central Depository (Pte) Limited
"Chairman of the Meeting"	:	Has the meaning ascribed to it in Section 8.3(b) of this Circular
"Circular"	:	This circular to Shareholders dated 2 June 2021 in respect of the Proposed Change of Auditors
"Companies Act"	:	The Companies Act, Cap. 50 of Singapore
"Company"	:	Datapulse Technology Limited
"Constitution"	:	The constitution of the Company, as amended, modified or supplemented from time to time
"Director"	:	A director of the Company as at the date of this Circular or from time to time, as the case may be
"EGM"	:	The extraordinary general meeting of the Company to be convened and held, notice of which is set out in this Circular
"EY"	:	Ernst & Young LLP
"EY's notice of resignation"	:	The notice of resignation as Auditors provided by EY to the Company
"EY's Professional Clearance Letter"	:	Has the meaning ascribed to it in Section 2.5(a) of this Circular
"FY"	:	The financial year ended or ending 31 July, as the case maybe
"Group"	:	The Company and its subsidiaries collectively

DEFINITIONS

" <i>Latest Practicable Date</i> "	:	31 May 2021, being the latest practicable date prior to the issue of this Circular
" <i>Listing Manual</i> "	:	The listing manual of the SGX-ST
" <i>Mazars</i> "	:	Mazars LLP
" <i>Notice of EGM</i> "	:	The notice of EGM which is set out on page N-1 of this Circular
" <i>Ordinary Resolution</i> "	:	The ordinary resolution as set out in the Notice of EGM
" <i>Proposed Change of Auditors</i> "	:	The proposed change of Auditors, from EY to Mazars
" <i>Proxy Form</i> "	:	The proxy form in respect of the EGM which is attached to this Circular
" <i>Securities Accounts</i> "	:	The securities accounts maintained by Depositors with CDP, but not including the securities accounts maintained with a Depository Agent
" <i>SFA</i> "	:	The Securities and Futures Act, Cap. 289 of Singapore
" <i>SGX-ST</i> "	:	Singapore Exchange Securities Trading Limited
" <i>Shareholders</i> "	:	The registered holders of Shares, except that where the registered holder is CDP, the term " <i>Shareholders</i> " in relation to Shares held by CDP shall mean the persons named as Depositors in the Depository Register maintained by CDP and to whose Securities Accounts such Shares are credited
" <i>Shares</i> "	:	Ordinary shares in the capital of the Company
" <i>Substantial Shareholder</i> "	:	A person who has an interest or interests in one or more voting Shares in the Company and the total votes attached to that Share, or those Shares, is not less than 5% of the total votes attached to all the voting Shares in the Company
" <i>%</i> "	:	Per centum or percentage

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

The term "*subsidiary*" shall have the same meanings ascribed to them in the Listing Manual and the Companies Act, as the case may be.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word or term defined under the Companies Act, the SFA, the Listing Manual or any statutory modification thereof and used in this Circular shall, where applicable, have the same meaning ascribed to it under the Companies Act, the SFA, the Listing Manual or any statutory modification thereof, as the case may be, unless the context requires otherwise.

DEFINITIONS

Words importing the singular shall, where applicable, include the plural and *vice versa*, and 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.

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

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

LETTER TO SHAREHOLDERS

DATAPULSE TECHNOLOGY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 198002677D)

Board of Directors:

Aw Cheok Huat (*Non-Independent Non-Executive Chairman*)
Lee Kam Seng (*Executive Director*)
Teo Choon Kow @ William Teo (*Lead Independent Director*)
Choong Chee Peng Bert (*Independent Director*)
Lau Yan Wai (*Independent Director*)

Registered Office:

8 Shenton Way
#09-01 AXA Tower
Singapore 068811

2 June 2021

To: The Shareholders of Datapulse Technology Limited

Dear Sir/Madam,

THE PROPOSED CHANGE OF AUDITORS

1. INTRODUCTION**1.1 EGM**

The Board is convening an EGM to be held by way of electronic means to seek Shareholders' approval for the Proposed Change of Auditors as an Ordinary Resolution.

1.2 Purpose of this Circular

The purpose of this Circular is to provide Shareholders with relevant information relating to, and to seek Shareholders' approval for, the Proposed Change of Auditors. Shareholders' approval will be sought at the EGM to be convened and held, notice of which is set out in this Circular.

The SGX-ST assumes no responsibility for the correctness or accuracy of any of the statements or opinions made, reports contained and opinions expressed in this Circular.

1.3 Legal Adviser

TSMP Law Corporation has been appointed as the legal adviser to the Company in relation to Singapore law for the Proposed Change of Auditors.

2. THE PROPOSED CHANGE OF AUDITORS**2.1 Background and reasons for the Proposed Change of Auditors**

At the last AGM of the Company held on 27 November 2020, Shareholders approved the re-appointment of EY as Auditors until the conclusion of the next AGM of the Company.

LETTER TO SHAREHOLDERS

As part of the Group's ongoing efforts to manage its overall business costs and expenses amidst the challenging business climate, the Board is of the view that it would be an opportune time to review the appointment of Auditors as such review would provide the Group with an opportunity to benchmark its audit fees and realise cost efficiencies.

The Board, in consultation with the Audit Committee, has reviewed and deliberated on the suitability of other audit firms by evaluating proposals from various other audit firms. The Board has also taken into consideration the Audit Quality Indicators Disclosure Framework issued by ACRA, and various factors such as:

- (a) the adequacy of resources and experiences of the audit firm to be selected and the audit engagement partner to be assigned to the audit;
- (b) the audit firm's other engagements;
- (c) the size and complexity of the Group;
- (d) the number and experience of supervisory and professional staff to be assigned to the audit;
- (e) the proposed fee structure; and
- (f) the resulting cost savings of approximately 50% in audit fees for the Group.

After such evaluation, the Board is of the opinion that Mazars will be able to meet the audit requirements of the Group and that there will be no change to the quality and scope of the audit.

In connection with the Proposed Change of Auditors, EY had applied to ACRA on 26 April 2021 to seek ACRA's consent to resign as Auditors of the Company and its Singapore-incorporated subsidiaries of which EY was the auditor, and, on 11 May 2021, (a) EY received a letter from ACRA approving its resignation as Auditors ("**ACRA Letter of Consent**") and (b) EY provided the Company with its notice of resignation as Auditors ("**EY's notice of resignation**"). The resignation of EY as Auditors will take effect on 11 May 2021 as fixed by ACRA in accordance with Section 205AB(5) of the Companies Act.

Mazars had on 23 April 2021 given its written consent to act as Auditors of the Company and its Singapore-incorporated subsidiaries. Pursuant to Rule 712(3) of the Listing Manual and Section 205AF of the Companies Act, the appointment of Mazars shall be specifically approved by Shareholders at an EGM. The appointment of Mazars as new Auditors will therefore take effect upon obtaining the approval of Shareholders at the EGM, and if so appointed, Mazars will hold office until the conclusion of the next AGM of the Company.

The Board wishes to express their appreciation for the past services rendered by EY.

2.2 Information on Mazars and the audit engagement partner

The information on and the audit engagement partner provided below was provided to the Company by Mazars and its representatives. The Directors have not conducted an independent review or verification of the accuracy of the statements and information below.

LETTER TO SHAREHOLDERS

About Mazars

Mazars is an internationally integrated partnership, specialising in audit, accountancy, advisory, tax and legal services*. Operating in over 90 countries and territories around the world, Mazars draw on the expertise of more than 42,000 professionals – 26,000+ in Mazars' integrated partnership and 16,000+ via the Mazars North America Alliance – to assist clients of all sizes at every stage in their development.

Mazars in Singapore is registered with ACRA and is a globally integrated firm that provides meaningful audit and advisory advice to the world's leading organisations and fastest growing businesses. With more than 200 professionals, the firm is a fast growing and independent firm servicing clients across Asia Pacific. In Singapore, Mazars audits more than 20 locally listed companies in addition to the Singapore subsidiaries of many internationally listed clients. The teams with familiarity in multiple jurisdictions help international large corporations, mid-market companies, small and medium enterprises, start-ups and public bodies to find solutions to meet their objectives. To support its international clients, Mazars offers Chinese, French, Japanese, United Kingdom and United States desks. More information about Mazars, its values and its services can be found on Mazars' website at <http://www.mazars.sg>.

About the audit engagement partner

For the audit of the Group, Mazars's engagement team has 5 professionals, comprising 1 Partner, 1 Manager and 3 Associates. In addition, the engagement will be reviewed by a concurring partner, an independent quality control reviewer and technical reviewer.

Ms. Quek Siew Eng will be the audit engagement partner assigned to the audit of the Group. Ms. Quek Siew Eng has over 20 years of professional experience, including more than seven years in the ACRA, where she was the Chief Inspector and Director of the Practice Monitoring Department. Besides overseeing the practice reviews of audits carried out by public accountants in Singapore, she was involved in ACRA's regulatory efforts to improve audit quality, monitoring trends and events in both the local and international marketplace, as well as policy-making, such as the setting up of new regulatory framework and/or refinements of existing programmes/initiatives. She has more than 12 years' experience in a Big 4 accounting firm, and has extensive knowledge in auditing listed companies. Her industry experience spans from property development, hospitality, REITs, healthcare, construction, software development and sales, semiconductor, shipping building, manufacturing and distribution and more.

The audit engagement partner has not been subjected to the Practice Monitoring Programme review carried out by ACRA and, accordingly, has had no feedback from ACRA.

2.3 Requirements under Rule 712 of the Listing Manual

The Board, having taken into account the Audit Committee's recommendation, and various factors including, *inter alia*, the following:

- (a) the fee structure, the adequacy of the resources and experience of Mazars;
- (b) the experience of the audit engagement partner assigned to the audit;
- (c) Mazars's other audit engagements;

LETTER TO SHAREHOLDERS

- (d) the size and complexity of the Group's operations; and
- (e) the number and experience of supervisory and professional staff assigned to the audit of the Company and the Group,

are of the opinion that Mazars will be able to fulfil the audit requirements of the Group and that Rule 712 of the Listing Manual has been complied with.

2.4 Requirements under Rule 715 of the Listing Manual

In accordance with Rule 715 of the Listing Manual, in addition to being appointed as Auditor, Mazars is also proposed to be appointed as the auditor of all of the Company's subsidiaries incorporated in Singapore. The Company's significant foreign-incorporated subsidiaries are located in South Korea and will be audited by Mazars Korea, a member firm of Mazars network of independent members firms.

2.5 Requirements under Rule 1203(5) of the Listing Manual

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

- (a) the Company has received a copy of EY's professional clearance letter dated 23 April 2021 ("**EY's Professional Clearance Letter**") confirming that they are not aware of any professional reasons why Mazars should not accept appointment as new Auditors of the Company;
- (b) the Company confirms that there were no disagreements with EY on accounting treatments within the last 12 months up to 11 May 2021;
- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Circular;
- (d) the reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of this Circular above, and is neither due to the dismissal of EY nor EY declining to stand for election; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Listing Manual in relation to the proposed appointment of Mazars as the new Auditors.

3. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

The interests of the Directors and Substantial Shareholders in the Shares as at the Latest Practicable Date are set out below:

LETTER TO SHAREHOLDERS

	Direct		Deemed	
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾
Directors				
Aw Cheok Huat	10,000	0.005	21,900,000	9.997
Teo Choon Kow @ William Teo	-	-	-	-
Choong Chee Peng Bert	-	-	-	-
Lau Yan Wai	-	-	-	-
Lee Kam Seng	-	-	-	-
Substantial shareholders				
Ng Siew Hong	41,631,705	19.003	-	-
Uniseraya Holdings Pte Ltd	33,733,333	15.398	-	-
Ng Khim Guan ⁽²⁾	166,666	0.076	33,733,333	15.398
Kwek Li Chien ⁽²⁾	-	-	33,733,333	15.398
Ng Han Meng ⁽³⁾	1,177,999	0.538	33,733,333	15.398
Ng Bie Tjin @ Djuniarti Intn ⁽⁴⁾	10,000	0.005	35,038,133	15.994

Notes:

- (1) Based on the total issued share capital of the Company (excluding treasury shares and subsidiary holdings) of 219,074,844 Shares as at the Latest Practicable Date.
- (2) Mr. Ng Khim Guan and Ms. Kwek Li Chien's deemed interests arise from the 33,733,333 Shares in which Uniseraya Holdings Pte Ltd has an interest.
- (3) Mr. Ng Han Meng's direct interest in 1,177,999 Shares held in his own name, and his deemed interest arise from the 33,733,333 Shares in which Uniseraya Holdings Pte Ltd has an interest.
- (4) Ms. Ng Bie Tjin @ Djuniarti Intan's direct interest in 10,000 Shares held in her own name, and her deemed interest arises from the 33,733,333 Shares in which Uniseraya Holdings Pte Ltd has an interest and the 1,304,800 Shares in nominee account(s).

None of the Directors and/or Substantial Shareholders have any interest, direct or indirect, in the Proposed Change of Auditors other than through their respective shareholdings in the Company, if any.

4. AUDIT COMMITTEE'S RECOMMENDATION

The Audit Committee recommends the appointment of Mazars as Auditors in place of EY, after taking into account, among other things, the suitability and independence of Mazars to meet the audit requirements of the Group, the various factors set out in Sections 2.1, 2.2, 2.3, 2.4 and 2.5 of this Circular and compliance with the requirements of the Listing Manual.

5. DIRECTORS' RECOMMENDATION

The Directors having considered, among other things, the adequacy of the resources, experience and reputation of Mazars, the rationale and information relating to the Proposed Change of Auditors as set out in this Circular, and the Audit Committee's recommendation, are of the opinion that the Proposed Change of Auditors is in the best interests of the Company. Accordingly, the Directors recommend that Shareholders vote in favour of the Ordinary Resolution relating to the Proposed Change of

LETTER TO SHAREHOLDERS

Auditors at the EGM.

6. 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 Company 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.

7. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on page N-1 of this Circular, will be held by way of electronic means on 18 June 2021 at 3.00 p.m. (Singapore Time) for the purpose of considering and, if thought fit, passing, with or without any modification, the Ordinary Resolution relating to the Proposed Change of Auditors set out in the Notice of EGM.

8. ACTION TO BE TAKEN BY SHAREHOLDERS

8.1 Notice of EGM, Circular and Proxy Form

Printed copies of the Notice of EGM, this Circular and the Proxy Form will not be sent to Shareholders. The Notice of EGM, this Circular and the Proxy Form may be accessed at the Company's website at the URL <http://datapulse.com.sg/>, and are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

8.2 Attendance at the EGM

Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, **the EGM will be held by way of electronic means and Shareholders will not be able to attend the EGM in person.**

8.3 Participation at the EGM

Alternative arrangements have been made by the Company to allow Shareholders to participate at the EGM via electronic means. Such alternative arrangements include:

- (a) arrangements by which Shareholders may electronically access the EGM proceedings and observe and/or listen to the live audio-visual webcast or live audio-only stream;
- (b) arrangements by which Shareholders may submit questions to the chairman of the EGM (the "**Chairman of the Meeting**") in advance of the EGM;
- (c) arrangements by which the Board and the management may address substantial and relevant questions prior to or at the EGM; and

LETTER TO SHAREHOLDERS

- (d) arrangements by which Shareholders may appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the EGM.

Details of key dates and/or timelines which Shareholders should take note of, including the steps for pre-registration for the live audio-visual webcast or live audio-only stream, submission of questions in advance of the EGM and submission of Proxy Forms to appoint the Chairman of the Meeting to vote at the EGM are set out in the Notice of EGM at page N-3 of this Circular.

8.4 Important Reminder

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change the arrangements for the EGM at short notice. For the latest updates on the arrangements for the EGM, Shareholders should check the Company's website at the URL <http://datapulse.com.sg/>. Such updates will also be made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

9. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents may be inspected at the registered office of the Company at 8 Shenton Way #09-01 AXA Tower, Singapore 068811, during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the Constitution;
- (b) EY's notice of resignation;
- (c) the ACRA Letter of Consent;
- (d) EY's Professional Clearance Letter; and
- (e) Mazars's letters to the Company dated 23 April 2021 in respect of its consent to act as Auditors of the Company and its Singapore-incorporated subsidiaries respectively.

In light of the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, any Shareholder who wishes to inspect the documents should contact the Company at datapulse@datapulse.com.sg with the full name of the Shareholder and his/her/its identification number at least three (3) working days in advance to make a prior appointment to attend at the registered office of the Company to inspect the documents.

The annual report of the Company for FY2020 may be accessed at the URL: <http://datapulse.com.sg/>.

Yours faithfully,

Lee Changwei, Eugene
Joint Company Secretary

For and on behalf of
The Board of Directors of
DATAPULSE TECHNOLOGY LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING



DATAPULSE
TECHNOLOGY

DATAPULSE TECHNOLOGY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 198002677D)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the "EGM") of **Datapulse Technology Limited** (the "**Company**") will be convened and held by way of electronic means on 18 June 2021 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without any modifications, the following Ordinary Resolution:

*All capitalised terms used in **this** notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 2 June 2021 (the "**Circular**") in relation to the Proposed Change of Auditors.*

ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS

That:

- (i) the appointment of Mazars LLP as Auditors in place of Ernst & Young LLP, with effect from the date of Shareholders' approval of this Ordinary Resolution to hold office until the conclusion of the next AGM at such remuneration and on such terms to be agreed between the Directors and Mazars LLP be and is hereby approved; and
- (ii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or the transactions authorised by this Ordinary Resolution.

BY ORDER OF THE BOARD

Lee Changwei, Eugene
Joint Company Secretary

2 June 2021

Notes to the Resolution

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

- (1) the outgoing Auditor, Ernst & Young LLP has confirmed to Mazars LLP, via its Professional Clearance Letter dated 23 April 2021, that it is not aware of any professional reasons why the new Auditors, Mazars LLP, should not accept the appointment as Auditors;
- (2) the Company confirms that there were no disagreements with Ernst & Young LLP on accounting treatments within the last 12 months up to the date of their resignation, being 11 May 2021;

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (3) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in the Circular;
- (4) The reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of the Circular and is neither due to the dismissal of Ernst & Young LLP nor Ernst & Young LLP declining to stand for election; and
- (5) the Company confirms that it complies with Rules 712 and 715 of the Listing Manual in relation to the appointment of Mazars LLP as its new Auditors.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

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 EGM will be held by way of electronic means for the purpose of considering and if thought fit, passing, with or without any modification, the Ordinary Resolution relating to the Proposed Change of Auditors.
2. No printed copies of this Notice of EGM, the Circular and the Proxy Form will be sent to Shareholders. This Notice of EGM, the Circular and the Proxy Form may be accessed at the Company's website at the URL <http://datapulse.com.sg/> and are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the EGM proceedings may be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the EGM, addressing of substantial and relevant questions prior to or at the EGM and voting by appointing the Chairman of the Meeting as proxy at the EGM, are set out in this Notice of EGM. Please refer to below for the relevant steps and details for Shareholders to participate at the EGM.
4. **Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the EGM will be held by way of electronic means and Shareholders will not be able to attend the EGM in person. A Shareholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the EGM in accordance with the instructions on the Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the EGM.** The Proxy Form may be accessed at the Company's website at the URL <http://datapulse.com.sg/>, and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. Where a Shareholder (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
5. The Chairman of the Meeting, acting as proxy, need not be a Shareholder of the Company.
6. The Proxy Form must be submitted to the Company in the following manner:
 - a. if submitted by post, be received by the Company's Polling Agent, Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903; or
 - b. if submitted by email, be sent as a clearly readable image via email to the Company's Polling Agent, Complete Corporate Services Pte Ltd at datapulse-egm@complete-corp.com,

in any case, at least 72 hours before the time fixed for holding the EGM and/or any adjournment thereof. A Shareholder who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **In view of the current COVID-19 advisories issued by the relevant authorities and the related safe distancing measures in Singapore, Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**

SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the EGM. 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 audio-visual webcast or listen to the live audio-only stream of the EGM must approach their respective depository agents to pre-register at least seven (7) working days before the EGM in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.

7. Where this Proxy Form is executed by an individual, it must be executed under the hand of the individual or his/her attorney duly authorised. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. A corporation which is a Shareholder 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, Chapter 50 of Singapore.
8. The Ordinary Resolution put to vote at the EGM shall be decided by way of poll.
9. **Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change the EGM arrangements at short notice. Shareholders should check the Company's website at the URL <http://datapulse.com.sg/> for the latest updates on the status of the EGM, if any.**

Personal Data Privacy:

By submitting the Proxy Form appointing the Chairman of the Meeting as proxy to vote at the EGM and/or any adjournment thereof, a Shareholder consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the EGM and/or any adjournment thereof, and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM and/or any adjournment thereof, and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Key dates/deadlines

The key dates/deadlines which Shareholders should take note of are summarised in the table below:

Key Dates	Events
<p>9 June 2021, 3.00 p.m.</p>	<p>Deadline for SRS investors. Deadline for SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective SRS Operators to submit their votes.</p> <p>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 audio-visual webcast or listen to the live audio-only stream of the EGM must approach their respective depository agents to pre-register at least seven (7) working days before the EGM in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.</p>
<p>15 June 2021, 3.00 p.m.</p>	<p>Deadline for pre-registration and submission of Proxy Forms. Shareholders must pre-register at the URL: https://complete-corp.com/datapulse-egm/ between the date of this Notice of EGM and 3.00 p.m. on 15 June 2021 ("Registration Cut-Off Time") to enable the Company's Share Registrar to verify their status as Shareholders of the Company.</p> <p>Deadline for Shareholders to:</p> <p>(a) pre-register for the live audio-visual webcast or live audio-only stream of the EGM proceedings by submitting the Online Pre-Registration Form; and</p> <p>(b) submit Proxy Forms by post or by electronic means to datapulse-egm@complete-corp.com</p> <p>In view of the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.</p>
<p>15 June 2021, 3.00 p.m.</p>	<p>Shareholders will not be able to ask questions at the EGM during the live audio-visual webcast or live audio-only stream. It is therefore important for Shareholders to submit questions to the Chairman of the Meeting in advance of the EGM.</p> <p>Deadline for Shareholders to submit questions. Shareholders may submit questions related to the resolutions to be tabled for approval at the EGM to the Chairman of the Meeting in advance of 3.00 p.m. on 15 June 2021 via the pre-registration website at https://complete-corp.com/datapulse-egm/.</p>
<p>17 June 2021, 12.00 p.m.</p>	<p>Confirmation of pre-registration. Following verification, an email containing instructions on how to access the audio-visual webcast live audio-only stream of the proceedings of the EGM will be sent to authenticated members by 12.00 p.m. on 17 June 2021. Members who do not receive an email by 12.00 p.m. on 17 June 2021, but have registered by the Registration Cut-Off Time, should contact Complete Corporate Services Pte Ltd at +65 6329 2745 or via email at datapulse-egm@complete-corp.com.</p> <p>Addressing questions. The Company will endeavour to address all substantial and relevant questions received from Shareholders relating to the resolution in the Notice of EGM prior to or at the EGM, which will be published on the Company's website at the URL http://datapulse.com.sg/ and SGXNet at the URL https://www.sgx.com/securities/company-announcements.</p>
<p>18 June 2021, 3.00 p.m.</p>	<p>EGM. Shareholders may participate at the EGM via electronic means by:</p> <p>(a) clicking on the link in the Confirmation Email and entering the password to access the live audio-visual webcast of the EGM proceedings; or</p> <p>(b) calling the toll-free telephone number in the Confirmation Email and keying in the ID and password to access the live audio-only stream of the EGM proceedings.</p>
<p>By 16 July 2021</p>	<p>Minutes of EGM. The Company will publish the minutes of EGM on the Company's website at the URL http://datapulse.com.sg/ and on SGXNet at the URL https://www.sgx.com/securities/company-announcements within one month after the EGM.</p>

PROXY FORM

DATAPULSE TECHNOLOGY LIMITED

(Company Registration Number: 198002677D)
(Incorporated in Singapore with limited liability)

PROXY FORM

(Please see notes overleaf before completing this Proxy Form)

IMPORTANT:

1. The EGM is being convened, and will be held, by way of 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.
2. SRS Investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the EGM.
3. By submitting this Proxy Form, the Shareholder accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 2 June 2021.
4. Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a Shareholder's proxy to vote on his/her/its behalf at the EGM.

I/We, _____ (Name) _____ (NRIC/Passport/Company Registration Number)
of _____ (Address)

being a Shareholder/Shareholders* of **DATAPULSE TECHNOLOGY LIMITED** (the "**Company**"), hereby appoint the Chairman of the Meeting as my/our* proxy to vote for me/us* on my/our* behalf at the EGM to be convened and held by way of electronic means on 18 June 2021 at 3.00 p.m. and at any adjournment thereof in the following manner:

Ordinary Resolution	For	Against	Abstain
1. To approve the Proposed Change of Auditors			

*Delete as appropriate

The Ordinary Resolution will be put to vote at the EGM by way of poll.

If you wish to appoint the Chairman of the Meeting as your proxy to cast all your votes "For" or "Against" a resolution, please tick with "✓" in the "For" or "Against" box in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of that resolution. If you wish to appoint the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please tick with "✓" in the "Abstain" box in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the Meeting, as your proxy, is directed to abstain from voting in the "Abstain" box in respect of that resolution. **If no specific direction as to voting, or abstentions from voting, is given in respect of the Ordinary Resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

Dated this day of.....2021

Total Number of Shares Held	
(a) CDP Register	
(b) Register of Members	

.....
Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

PROXY FORM

NOTES:

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 EGM will be held by way of electronic means for the purpose of considering and if thought fit, passing, with or without any modification, the Ordinary Resolution relating to the Proposed Change of Auditors.
2. No printed copies of the Notice of EGM, the Circular and this Proxy Form will be sent to Shareholders. Instead, the Notice of EGM, the Circular and this Proxy Form may be accessed at the Company's website at the URL <http://datapulse.com.sg/>, and are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the EGM proceedings may be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the EGM, addressing of substantial and relevant questions prior to or at the EGM and voting by appointing the Chairman of the Meeting as proxy at the EGM are set out in the Notice of EGM.
4. **Due to the current Covid-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the EGM will be held by way of electronic means and Shareholders will not be able to attend the EGM in person. A Shareholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the EGM in accordance with the instructions on this Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the EGM.** This Proxy Form may be accessed (a) via the Company's website at the URL <http://datapulse.com.sg/>, and (b) via the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where a Shareholder (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting in respect of a resolution in this Proxy Form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
5. 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, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members of the Company, 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, this Proxy Form shall be deemed to relate to all the Shares held by you.
6. The Chairman of the Meeting, as proxy, need not be a Shareholder of the Company.
7. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be received by the Company's Polling Agent, Complete Corporate Services Pte Ltd at 10 Anson Road, #29-07 International Plaza, Singapore 079903; or
 - (b) if submitted by email, be sent as a clearly readable image via email to the Company's Polling Agent, Complete Corporate Services Pte Ltd at datapulse-egm@complete-corp.com,

in either case, at least 72 hours before the time fixed for holding the EGM and/or any adjournment thereof. A Shareholder who wishes to submit this Proxy Form must first download, complete and sign this Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **In view of the current Covid-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**

SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the EGM. 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 audio-visual webcast or listen to the live audio-only stream of the EGM must approach their respective depository agents to pre-register at least seven (7) working days before the EGM in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.

8. Where this Proxy Form is executed by an individual, it must be executed under the hand of the individual or his/her attorney duly authorised. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. A corporation which is a Shareholder 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, Chapter 50 of Singapore.

GENERAL:

The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, in the case of Shares entered in the Depository Register, the Company may reject a Proxy Form if the Shareholder, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company. A Depositor shall not be regarded as a Shareholder of the Company entitled to attend the EGM

PROXY FORM

and to speak and vote thereat unless his name appears on the Depository Register **72 hours before the time set for the EGM.**

PERSONAL DATA PRIVACY:

By submitting a Proxy Form appointing the Chairman of the Meeting as proxy to vote at the EGM and/or any adjournment thereof, a Shareholder (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents of service providers) for the purpose of the processing and administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.