

NOTICE OF EXTRAORDINARY GENERAL MEETING

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 held by electronic means on 29 November 2022 at 3.30 p.m. (or as soon thereafter following the conclusion or adjournment of the annual general meeting of the Company to be held at 3.00 p.m. on the same day) for the purpose of considering and, if thought fit, passing with or without any modifications, the following ordinary resolutions:

*All capitalised terms used in this Notice of EGM (“**Notice**”) which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular issued by the Company to shareholders of the Company dated 14 November 2022 (the “**Circular**”).*

ORDINARY RESOLUTION 1: THE PROPOSED ADOPTION OF THE DATAPULSE TECHNOLOGY LIMITED EMPLOYEE SHARE OPTION SCHEME (THE “ESOS”)

THAT:–

- (a) the employee share option scheme to be known as the “Datapulse Technology Limited Employee Share Option Scheme” (the “**ESOS**”), the rules of which (the “**ESOS Rules**”) has been appended to and a summary of which is set out in the Circular and under which options (the “**Options**”) will be granted to such persons to subscribe for ordinary fully-paid shares in the capital of the Company (the “**Shares**”) on such terms and conditions and in accordance with the ESOS Rules, be and is hereby approved and adopted;
- (b) the directors of the Company (the “**Directors**”), and/or such committee comprising Directors duly authorised and appointed by the board of Directors of the Company (the “**Board**”) to administer the ESOS, be and are hereby authorised:
 - (i) to establish and administer the ESOS;
 - (ii) to modify and/or amend the ESOS from time to time provided that such modifications and/or amendments are effected in accordance with the ESOS Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the ESOS;
 - (iii) in accordance with Section 161 of the Companies Act 1967 of Singapore (“**Companies Act**”), to offer and grant Options in accordance with the ESOS Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the exercise of the Options under the ESOS (provided that the aggregate number of Shares available pursuant to the ESOS, the PSP (as defined below) and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of issued Shares of the Company excluding treasury shares and subsidiary holdings from time to time (“**Issued Shares**”));
 - (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Options granted under the ESOS; and
 - (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.

ORDINARY RESOLUTION 2: THE PROPOSED GRANT OF OPTIONS AT A DISCOUNT UNDER THE ESOS

THAT subject to and contingent upon the passing of Ordinary Resolution 1, approval be and is hereby given for Options to be granted under the ESOS with exercise prices set at a discount not exceeding 20% of the Market Price (as defined below) for the Shares at the time of the grant of the Option, provided that such discount does not exceed the relevant limits set by the SGX-ST from time to time.

In this Notice, “**Market Price**” means a price equal to the average of the last dealt prices for a Share, as determined by reference to the daily official list or other publication published by the SGX-ST for the five (5) consecutive days on which the SGX-ST is open for trading in securities (“**Market Days**”) immediately preceding the relevant date of grant of an Option under the ESOS, provided always that in the case of a Market Day on which the Shares are not traded on the SGX-ST, the last dealt price for Shares on such Market Day shall be deemed to be the last dealt price of the Shares on the immediately preceding Market Day on which the Shares were traded, rounded up to the nearest 0.1 cent in the event of fractional prices.

ORDINARY RESOLUTION 3: THE PROPOSED ADOPTION OF THE DATAPULSE TECHNOLOGY PERFORMANCE SHARE PLAN (THE “PSP”)

THAT:–

- (a) the employee share award scheme to be known as the “Datapulse Technology Limited Performance Share Plan” (the “**PSP**”), the rules of which (the “**PSP Rules**”) has been appended to and a summary of which is set out in the Circular and under which awards (the “**Awards**”) of ordinary fully-paid Shares will be granted on such terms and conditions and in accordance with the PSP Rules, be and is hereby approved and adopted;
- (b) the Directors, and/or such committee comprising Directors duly authorised and appointed by the Board of the Company to administer the PSP, be and are hereby authorised:
 - (i) to establish and administer the PSP;
 - (ii) to modify and/or amend the PSP from time to time provided that such modifications and/or amendments are effected in accordance with the PSP Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the PSP;
 - (iii) in accordance with Section 161 of the Companies Act, to offer and grant Awards in accordance with the PSP Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the Vesting of the Awards under the PSP (provided that the aggregate number of Shares available pursuant to the PSP, the ESOS and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of Issued Shares);

- (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Awards granted under the PSP; and
- (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.

By Order of the Board

Lau Yin Whai
Company Secretary
Singapore
14 November 2022

Notes:

1. The EGM will be convened and held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
2. Printed copies of this Notice, the Circular and the Proxy Form (collectively, the “**EGM Documents**”) will not be sent to members. Instead, the EGM Documents will be sent to members by electronic means via publication on the Company’s website at the URL <http://www.datapulse.com.sg/> and made available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.
3. Registration to attend Live EGM webcast
 - (a) All members as well as investors who hold shares through relevant intermediaries, including CPF and SRS investors, who wish to follow the proceedings of the EGM through the Live EGM webcast must pre-register online at the URL <https://registration.ryt-poll.com/home/index/dp-agm-egm> (“**Pre-registration**”) for verification purposes. The website will be open for pre-registration from 3.30 p.m. on 14 November 2022 and will close at 3.30 p.m. on 26 November 2022 (the “**Registration Deadline**”).
 - (b) All members who hold shares through CPF/SRS must inform their respective CPF Agent Banks or SRS Operators that they have registered for the Live EGM webcast and provide their CPF and/or SRS Operators with their registration details.
 - (c) Following the verification, authenticated members will receive the login details to join the Live EGM webcast or telephone number to call for the audio feeds by 28 November 2022, 3.30 p.m. via the e-mail address provided at Pre-registration.
 - (d) Members must not forward the login details to join the Live EGM webcast or telephone number to call for the audio feeds to other persons who is not a member of the Company and/or who is not authorised to attend the Live EGM webcast.
 - (e) Members who register by the Registration Deadline but do not receive an email response by 28 November 2022, 3.30 p.m. may contact the Company via electronic mail to dp-agm-egm@ryt-poll.com.
4. Proxy and ‘live’ voting

As a precautionary measure due

 - (a) to the current COVID-19 situation in Singapore, members not be able to attend the EGM in person. Members (whether individuals or corporates) who wish to exercise their voting rights at the EGM may vote “live” themselves or via their appointed proxy(ies) (excluding the Chairman of the EGM), or appoint the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM. In appointing the Chairman of the EGM as proxy, a member of the Company (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the Proxy Form, failing which the appointment will be treated as invalid.
 - (b) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member’s proxy form appoints more than one proxy, the proportion of the shareholder concerned to be represented by each proxy shall be specified in the instrument.
 - (c) A member who is a relevant intermediary is entitled to appoint more than two 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’s proxy form 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 proxy form.
 - (d) Shareholders who wish to exercise their voting rights at the EGM may:
 - (i) (where such shareholders are individuals) vote ‘live’ via electronic means at the EGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote ‘live’ via electronic means at the EGM on their behalf; or
 - (ii) (where such shareholders are individuals or corporates) appoint the Chairman of the Meeting as their proxy to vote on their behalf at the EGM.
 - (e) Pre-register to vote ‘live’ at the EGM. Shareholders (including CPF and SRS investors) who wish to vote ‘live’ at the EGM must first pre-register at the pre-registration website at <https://registration.ryt-poll.com/home/index/dp-agm-egm>.
 - (f) For CPF/SRS investors who wish to appoint the Chairman of the EGM as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e., by 17 November 2022), to ensure that their votes are submitted.
 - (g) The proxy(ies), need not be a member of the Company.

- (h) The instrument appointing proxy or proxies must be submitted either (a) by post and deposited at the Company's Polling Agent, Complete Corporate Services Pte Ltd at 10 Anson Road, #27-09 International Plaza, Singapore 079903; or (b) via email to dp-agm-egm@ryt-poll.com no later than 3.30 p.m. on 26 November 2022.
- (i) 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 (such as in the case where the appointor submits more than one instrument of proxy).
- (j) In the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the EGM as proxy lodged if such member, being the appointor, is not shown to have Shares entered against his/her 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.

5. Submission of questions

- (a) Members will be able to ask questions during the Live EGM webcast. It is important for members to pre-register their participation in order to be able to submit their questions in advance and/or during the EGM.
- (b) Pre-register to ask substantial and relevant questions 'live' at the EGM. Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies) can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval 'live' at the EGM, by typing in and submitting their questions via the online platform hosting the audio-visual webcast and audio-only stream.
- (c) Shareholders (including CPF and SRS investors) who wish to ask question 'live' at the EGM must first pre-register at the pre-registration website at <https://registration.ryt-poll.com/home/index/dp-agm-egm>.
- (d) All members may also submit questions relating to the resolutions to be tabled at the EGM via electronic mail to dp-agm-egm@ryt-poll.com or via the webcast pre-registration website. All questions must be submitted within 7 calendar days from the date of this Notice, ie. by 21 November 2022, 3.30 p.m..
- (e) The Company will endeavour to address substantial and relevant questions received from members who are verifiable against the Depository Register or the Register of Members. The Company's responses to members' questions will be posted on the SGXNet at <https://www.sgx.com/securities/company-announcements> and the Company's website by 24 November 2022, ie. not later than 48 hours before the closing date and time for the lodgement of the Proxy Forms.

Members should note that the manner of conducting the EGM may be subject to further changes based on the evolving COVID-19 situation, any legislative amendments and any directives or guidelines from government agencies or regulatory authorities. Any changes to the manner of conducting the EGM will be announced by the Company on SGXNET. Members are advised to check SGXNET and the Company's website regularly for any further updates.

Personal Data Privacy:

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

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

In addition, the personal data of a member (such as name, presence at the EGM and any questions raised or motions proposed/seconded) may be recorded by the Company during sounds and/or video recordings of the EGM which may be made by the Company for record keeping and to ensure the accuracy of the minutes of the EGM and a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for such purpose.