

SUNMOON FOOD COMPANY LIMITED

(Company Registration No.: 198304656K)
(Incorporated in Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (the "**EGM**") of SUNMOON FOOD COMPANY LIMITED (the "**Company**") will be held at Vine II Ballroom (Level 2), Metropolitan YMCA Singapore, 60 Stevens Road, Singapore 257854 on 5 October 2015 at 2.00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions with or without amendments (*see explanatory notes (i) to (iv)*):

Ordinary Resolutions

1. That Mr. Gary Loh Hock Chuan (NRIC No. S2512398J) be removed from his office as a director of the Company with immediate effect from the date of the EGM.

(Resolution 1)

2. That Mr. Tony Tan Choon Keat (NRIC No. S2534229A) be appointed as a director of the Company with immediate effect from the date of the EGM.

(Resolution 2)

3. That Mr. Mark Wee Keng Hong (NRIC No. S1503637J) be appointed as a director of the Company with immediate effect from the date of the EGM.

(Resolution 3)

4. That Mr. Tan Kah Boh Robert (NRIC No. S1138570B) be appointed as a director of the Company with immediate effect from the date of the EGM.

(Resolution 4)

5. That Mr. Ricky Goh Hoon Kan (NRIC No. S0199912E) be appointed as a director of the Company with immediate effect from the date of the EGM.

(Resolution 5)

6. That any directors of the Company appointed between 6 August 2015 (being the date of the requisition notice received by the Company from the following requisitioning shareholders) and the date of the EGM, be removed:

- a) Tony Tan Choon Keat;
- b) Mark Wee Keng Hong;
- c) Tan Kah Boh Robert;
- d) Ong Hie Koan;
- e) Alpha Securities Pte Ltd; and
- f) G. K. Goh Strategic Holdings Pte Ltd,

(collectively, the "**Requisitioning Shareholders**").

(Resolution 6)

BY ORDER OF THE BOARD

Dr Tan Eng Liang
Director
21 August 2015

Explanatory Notes:

- (i) The Company is convening the EGM pursuant to the requisition notice dated 6 August 2015 by the Requisitioning Shareholders for the Company to convene an EGM pursuant to Article 59 of the Company's Articles of Association (the "**AA**") which invokes Section 176 of the Companies Act (Cap.50). In this regard, the Company refers to its announcements dated 6 August 2015, 14 August 2015, 18 August 2015 and 21 August 2015.

The Company has not received from the Requisitioning Shareholders any information such as the qualifications of the persons proposed by them as directors.

- (ii) The Company will despatch this notice of EGM to Shareholders, together with any further information on the proposed resolutions in due course, in any event at least 14 calendar days prior to the EGM.
- (iii) The incumbent directors of the Company are:
 - (a) Mr. Gary Loh Hock Chuan, who is a director and serves the Company as executive chairman of the board of directors;
 - (b) Dr. Tan Eng Liang, who is an independent director and serves the Company as chairman of remuneration committee as well as a member of the audit and risk and nominating committees;
 - (c) Mr. Michael John Martin, who is an independent director and serves the Company as chairman of the audit and risk committee as well as a member of the remuneration and nominating committees; and
 - (d) Mr. Chee Wai Pong, who is an independent director and serves the Company as chairman of the nominating committee as well as a member of the audit and risk and remuneration committees.
- (iv) A member is entitled to appoint one or more proxies to attend and vote in his place. A proxy need not be a member. The instrument appointing a proxy must be deposited at the Company's registered office at 1 Scotts Road #21-07/08/09 Shaw Centre Singapore 228208 not less than 48 hours before the time for holding the EGM.