



VENTURE CORPORATION LIMITED

(Incorporated in Singapore)
(Co. Reg. No: 198402886H)

NOTICE OF ANNUAL GENERAL MEETING

Informal Briefing on FY2023 Results

The Company's Chief Financial Officer, Ms Anthea Ng, will take questions on our FY2023 Results from 9.30 a.m. to 10.00 a.m. (Singapore time) prior to the commencement of the Annual General Meeting.

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Venture Corporation Limited (the "**Company**") will be held at 5006 Ang Mo Kio Avenue 5, #05-01 TECHplace II, Singapore 569873, on **Friday, 26 April 2024 at 10.30 a.m. (Singapore time)** for the following purposes:

AS ORDINARY BUSINESS

Resolution 1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2023 ("**FY2023**") together with the Auditor's Report thereon.

Resolution 2. To declare a final one-tier tax-exempt dividend of 50 cents per ordinary share for FY2023 (FY2022: final one-tier tax-exempt dividend of 50 cents per ordinary share).

Resolution 3. To re-elect the following Director, who will retire by rotation pursuant to Regulation 106 of the Constitution of the Company and who, being eligible, offers himself for re-election:

Mr Wong Yew Meng

Resolution 4. To re-elect the following Director, who will retire by rotation pursuant to Regulation 106 of the Constitution of the Company and who, being eligible, offers herself for re-election:

Ms Kuok Oon Kwong

To note the retirement of Ms Yeo Siew Eng as a Director of the Company in accordance with Regulation 106 of the Constitution of the Company.

(Note: Ms Yeo Siew Eng will not be seeking re-election and will retire as a Director of the Company at the conclusion of this Annual General Meeting. Upon her retirement as a Director of the Company, she will cease to be a member of the Company's Audit & Risk Committee and Remuneration Committee.)

Resolution 5. To approve the payment of Directors' fees of S\$715,260 for FY2023 (FY2022: S\$817,479).

Resolution 6. To re-appoint Messrs Deloitte & Touche LLP as the Company's Auditor and to authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS

To consider, and, if thought fit, to pass, with or without any amendments, the following resolutions as Ordinary Resolutions:

Resolution 7. Authority to allot and issue shares

That, pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**") and the listing rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given to the Directors of the Company to:

- (A) (i) issue shares of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, awards, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued during the continuance of this authority or thereafter, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (B) notwithstanding the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- (a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 30% of the total number of issued Shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 10% of the total number of issued Shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (b) below);
- (b) subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the percentage of issued Shares shall be based on the total number of issued Shares excluding treasury shares and subsidiary holdings at the time this Resolution is passed, after adjusting for:
- (i) new Shares arising from the conversion or exercise of convertible securities;
 - (ii) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with the Listing Manual of the SGX-ST; and
 - (iii) any subsequent bonus issue, consolidation or subdivision of Shares,

provided further that adjustments in accordance with sub-paragraph (b)(i) or (b)(ii) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company;
- (d) in this Resolution, "**subsidiary holdings**" has the meaning ascribed to it in the Listing Manual of the SGX-ST; and
- (e) unless revoked or varied by the Company in general meeting, the authority conferred by this Resolution shall continue in force until the earlier of (i) the conclusion of the next Annual General Meeting of the Company; or (ii) the date by which the next Annual General Meeting of the Company is required by law to be held.

Resolution 8. That authority be and is hereby given to the Directors of the Company to:

- (a) offer and grant options and/or share awards pursuant to the provisions of the Venture Corporation Executives' Share Option Scheme 2015 (the "**2015 Scheme**") and the Venture Corporation Restricted Share Plan 2021 (the "**RSP 2021**"), respectively, during the Relevant Period; and
- (b) allot and issue such number of Shares in the Company from time to time as may be required to be issued pursuant to the exercise of options and/or the vesting of awards granted pursuant to sub-paragraph (a) above,

provided that the maximum number of Shares to be issued in connection with the grant of options and/or awards during the Relevant Period pursuant to sub-paragraph (a) above, **shall not exceed 0.5%** of the total number of issued Shares (excluding treasury shares) as of the date immediately before the grant of the options and/or share awards pursuant to sub-paragraph (a),

and in this Resolution, "**Relevant Period**" means the period from the date of this Annual General Meeting until the earlier of (i) the conclusion of the next Annual General Meeting of the Company; or (ii) the date by which the next Annual General Meeting of the Company is required by law to be held.

Resolution 9. Renewal of the Share Purchase Mandate

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:

- (i) market purchase(s) on the SGX-ST; and/or
- (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Purchase Mandate**");

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

- (i) the date on which the next Annual General Meeting of the Company is held;
- (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
- (iii) the date on which purchases or acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;

- (c) in this Resolution:

"Average Closing Price" means the average of the closing market prices of the Shares for the five (5) consecutive Market Days (as defined in the Letter to Shareholders dated 4 April 2024) on which the Shares were transacted on the SGX-ST immediately preceding the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted in accordance with the Listing Manual of the SGX-ST for any corporate action which occurs during the relevant five-day period and the day on which the purchases are made, or in the case of off-market purchases, the date of the making of the offer pursuant to the off-market purchase;

"date of the making of the offer" means the date on which the Company makes an offer for the purchase or acquisition of Shares from holders of Shares, stating therein the relevant terms of the equal access scheme for effecting the off-market purchase;

"Maximum Limit" means that **number of issued Shares representing 5% of the total number of issued Shares** as at the date of the passing of this Resolution (excluding subsidiary holdings and any Shares which are held as treasury shares as at that date);

"Maximum Price", in relation to a Share to be purchased or acquired, means the purchase price (excluding related brokerage, commission, applicable goods and services tax, stamp duties, clearance fees and other related expenses) which shall not exceed:

- (i) in the case of a market purchase of a Share, 105% of the Average Closing Price of the Shares; and
- (ii) in the case of an off-market purchase of a Share pursuant to an equal access scheme, 110% of the Average Closing Price of the Shares; and

"subsidiary holdings" has the meaning ascribed to it in the Listing Manual of the SGX-ST; and

- (d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or such Director may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

Resolution 10. Proposed Adoption of the Venture Corporation Executives' Share Option Scheme 2025

That:

- (a) a new share option scheme to be known as the "Venture Corporation Executives' Share Option Scheme 2025" (the "**2025 Scheme**"), details of which are set out in the Letter to Shareholders dated 4 April 2024, the commencement date of which shall be 1 January 2025, under which options (the "**Options**") will be granted to selected employees of the Company and/or its subsidiaries, including executive directors of the Company and other selected participants, to acquire the Shares, be and is hereby approved;
- (b) the Directors of the Company be and are hereby authorised:
 - (i) to establish and administer the 2025 Scheme;
 - (ii) to modify and/or alter the 2025 Scheme from time to time, provided that such modification and/or alteration is effected in accordance with the provisions of the 2025 Scheme, and to do all such acts and to enter into all such transactions and arrangements as may be desirable, necessary or expedient in order to give full effect to the 2025 Scheme;
 - (iii) to offer and grant Options in accordance with the provisions of the 2025 Scheme and to allot and issue from time to time such number of Shares as may be required to be issued pursuant to the exercise of Options under the 2025 Scheme (notwithstanding that such issue of Shares pursuant to any Options granted by the Directors whilst this Resolution was in force may occur after the expiration of the authority contained in this Resolution), or to deliver existing Shares (whether such existing Shares are acquired, pursuant to a share purchase mandate or (to the extent permitted by law) held as treasury shares, or otherwise) pursuant to the exercise of Options under the 2025 Scheme, provided that the aggregate number of Shares to be issued and existing Shares which may be transferred pursuant to Options granted under the 2025 Scheme, when added to the aggregate number of Shares issued and issuable and existing Shares delivered and deliverable in respect of:
 - (I) all Awards granted under the RSP 2021 after 31 December 2024, being the date on which the 2015 Scheme expires;
 - (II) all Options granted under the 2025 Scheme; and
 - (III) all options or awards granted under any other share option schemes or share plans of the Company then in force (if any),shall not exceed 5% of the total number of issued Shares (excluding treasury shares) from time to time; and
 - (iv) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this Resolution.

By Order of the Board

Juliana Zhang
Company Secretary

Singapore
4 April 2024

Explanatory Notes:

Resolution 2 Ordinary Resolution 2 is to approve the declaration of a final dividend of 50 cents per ordinary share. If approved, the total one-tier tax-exempt dividend per ordinary share for FY2023 is 75 cents which comprises the proposed final dividend of 50 cents and the interim dividend of 25 cents paid on 14 September 2023.

Resolution 3 Mr Wong Yew Meng was last re-elected as a Director of the Company on 29 April 2021. He is considered by the Board of Directors to be a Non-Independent Non-Executive Director.

Upon his re-election as a Director of the Company, Mr Wong Yew Meng will continue to serve as a member of the Remuneration Committee and the Investment Committee.

The profile and experience of Mr Wong Yew Meng can be found in the "Board of Directors" and "Additional Information on Directors Seeking Re-election" sections of the Company's FY2023 Annual Report.

Resolution 4 Ms Kuok Oon Kwong was last re-elected as a Director of the Company on 29 April 2021. She is considered by the Board of Directors to be an Independent Non-Executive Director.

Upon her re-election as a Director of the Company, Ms Kuok Oon Kwong will continue to serve as Chairperson of the Nominating Committee and the Remuneration Committee respectively.

The profile and experience of Ms Kuok Oon Kwong can be found in the "Board of Directors" and "Additional Information on Directors Seeking Re-election" sections of the Company's FY2023 Annual Report.

Resolution 5 Ordinary Resolution 5 is to approve the payment of Directors' fees of S\$715,260 for FY2023 (FY2022: S\$817,479), for services rendered by the Non-Executive Directors on (i) the Board and the Board Committees, i.e. the Audit & Risk Committee, the Nominating Committee and the Remuneration Committee, and (ii) the Investment Committee and the Science, Technology, and Engineering Committee.

The Directors' fee structure remains the same for FY2023. The last revision to the Directors' fee structure was in FY2017. The Remuneration Committee endorsed management's proposal on the Directors' fee structure.

There is no scheme or arrangement for payment of Directors' fees in the form of equity.

Additional information on the Directors' fees can be found in the "Corporate Governance Report" within the Company's FY2023 Annual Report.

Resolution 7 Ordinary Resolution 7, if passed, will authorise the Directors from the date of this Annual General Meeting until the date of the next Annual General Meeting or the date by which such Annual General Meeting of the Company is required by law to be held, whichever is the earlier (unless varied or revoked by the Company in general meeting), to allot and issue Shares and/or make or grant offers, awards, agreements or options in the Company that might or would require Shares to be issued up to an aggregate of not more than 30% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) ("**30% Limit**"), of which up to 10% may be issued other than on a pro rata basis to shareholders.

The Listing Manual of the SGX-ST enables the Company to seek a general mandate to permit its Directors to issue Shares up to an aggregate of not more than 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) if made on a pro rata basis to shareholders. The Company however, is only seeking a mandate to issue up to the 30% Limit. The Company is also only seeking the general mandate for a sub-limit of 10% for the issue of Shares other than on a pro rata basis to shareholders instead of the 20% permitted under the Listing Manual of the SGX-ST. The Company believes that the lower limit sought for the issue of Shares made other than on a pro rata basis to shareholders is adequate for the time being and will review this limit annually.

Resolution 8 Ordinary Resolution 8, if passed, will authorise the Directors to grant options under the 2015 Scheme pursuant to Grant No. 10 and/or share awards under the RSP 2021 pursuant to Award B3 during the Relevant Period, and allot and issue Shares pursuant to the exercise of such options/awards granted under the 2015 Scheme Grant No. 10 and RSP 2021 Award B3, respectively. The Resolution sets out the limit that the aggregate number of Shares to be issued pursuant to the grant of options and/or awards during the Relevant Period shall not exceed 0.5% of the total number of issued Shares (excluding treasury shares) in the capital of the Company as of the date immediately before the grant of the options and/or share awards.

The Company has internally set a maximum combined Share Plans' limit of 5% (for both options and awards, including any utilisation of treasury shares). This limit is below the combined permissible limit of 10% approved under the Share Plans.

Resolution 9 Ordinary Resolution 9, if passed, will renew the mandate to permit the Company to purchase or otherwise acquire Shares on the terms and subject to the conditions of the Resolution.

The Company may use internal sources of funds, external borrowings or a combination of internal resources and external borrowings to finance the purchases or acquisitions of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice of Annual General Meeting as these will depend on, *inter alia*, the aggregate number of Shares purchased or acquired and the price at which such Shares were purchased or acquired and whether the Shares purchased or acquired are cancelled or held in treasury.

The financial effects of the purchase or acquisition of such Shares by the Company pursuant to the proposed Share Purchase Mandate are based on the audited financial statements of the Group (as defined in the Letter to Shareholders) for FY2023 and the assumptions set out in paragraph 2.7 of the Letter to Shareholders. Please refer to the Letter to Shareholders dated 4 April 2024 for more details.

The Company is seeking a lower Maximum Limit of 5% of the total number of issued Shares, which is lower than the 10% limit allowed under the Listing Manual of the SGX-ST.

Resolution 10 Ordinary Resolution 10, if passed, will approve the adoption of the 2025 Scheme. The 2025 Scheme is intended to replace the 2015 Scheme which is due to expire on 31 December 2024. The 2025 Scheme has substantially the same terms as the 2015 Scheme, save for a reduction in the overall limit of the aggregate number of new Shares which may be issued and existing Shares which may be delivered from 10% to 5% as explained below, amendments to take into account the changes to relevant legislation and the Listing Manual of the SGX-ST, and changes to streamline and rationalise certain other provisions.

If passed, Ordinary Resolution 10 will empower the Directors to offer and grant Options under the 2025 Scheme, and to issue fully paid-up Shares or deliver existing Shares pursuant to the exercise of Options under the 2025 Scheme, provided that the aggregate number of Shares to be issued and existing Shares which may be transferred pursuant to Options granted under the 2025 Scheme, when added to the aggregate number of Shares issued and issuable and existing Shares delivered and deliverable in respect of:

- (1) all Awards granted under the RSP 2021 after 31 December 2024, being the date on which the 2015 Scheme expires;
- (2) all Options granted under the 2025 Scheme; and
- (3) all options or awards granted under any other share option schemes or share plans of the Company then in force (if any),

shall not exceed 5% of the total number of issued Shares (excluding treasury shares) from time to time.

Any shareholder who is eligible to participate in the 2025 Scheme is reminded to abstain from voting his or her Shares in respect of Ordinary Resolution 10. The Company will disregard any votes cast by such shareholder. Please refer to the Letter to Shareholders dated 4 April 2024 for more details.

Notes:

Format of Meeting

1. The Annual General Meeting is being convened, and will be held, at 5006 Ang Mo Kio Avenue 5, #05-01 TECHplace II, Singapore 569873 on Friday, 26 April 2024 at 10.30 a.m. (Singapore time). **There will be no option for shareholders to participate virtually.** Please bring along your NRIC or passport to enable the Company to verify your identity.

Printed copies of the Notice of Annual General Meeting, Proxy Form and Request Form will be mailed to shareholders. This Notice is also published on the Company's website at <http://venture.listedcompany.com/ar.html> and available on the SGX website at <https://www.sgx.com/securities/company-announcements>.

2. Each of the resolutions to be put to vote at the Annual General Meeting (and at any adjournment thereof) will be voted on by way of a poll.

Appointment of Proxy(ies)

3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the Annual General Meeting. Where such member's form of proxy appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy. If no percentage is specified, the first named proxy shall be deemed to represent 100% of the shareholdings and the second named proxy shall be deemed to be an alternate to the first named proxy.
- (b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the Annual General Meeting, 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 (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. In relation to a relevant intermediary who wishes to appoint more than two (2) proxies, it should annex to the proxy form the list of proxies, setting out, in respect of each proxy, the name, address, NRIC or passport number and proportion of shareholding (number of shares, class of shares and percentage) in relation to which the proxy has been appointed. If the relevant information is not specified, the first named proxy shall be deemed to represent 100% of the shareholdings. For the avoidance of doubt, a CPF Agent Bank who intends to appoint Central Provident Fund Investment Scheme investors ("CPFIS") or Supplementary Retirement Scheme ("SRS") investors as its proxies shall comply with this Note.

"**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act.

4. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
5. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at vclagm2024@boardroomlimited.com,

in either case, at least 72 hours before the time appointed for holding the Annual General Meeting.

A shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email can either use the printed copy of the proxy form which is sent to him/her/it by post or download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

6. The instrument appointing a proxy(ies) must be under the hand of the appointor or of his or her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either in accordance with its Constitution or under the hand of an attorney or duly authorised officer.
7. Where the instrument appointing a proxy(ies) is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument, failing which the instrument may be treated as invalid.

8. The Company shall be entitled to reject an instrument appointing a proxy(ies) which 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 (including any related attachment) appointing a proxy(ies).
9. Completion and submission of the instrument appointing a proxy(ies) by a shareholder will not prevent such shareholder from attending, speaking and voting at the Annual General Meeting if he or she so wishes. The appointment of the proxy(ies) for the Annual General Meeting will be deemed to be revoked if the shareholder attends the Annual General Meeting 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 Annual General Meeting.
10. In the case of a member whose Shares are deposited with The Central Depository (Pte) Limited ("**CDP**"), the Company shall be entitled to reject an instrument appointing a proxy(ies) lodged if the member, 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 Annual General Meeting, as certified by the CDP to the Company.
11. CPFIS and SRS investors:
 - (a) may vote at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 16 April 2024**.

Submission of Questions

12. Shareholders (including CPFIS/SRS investors) may submit questions related to the resolutions to be tabled for approval at the Annual General Meeting in advance of the Annual General Meeting, in the following manner, no later than **5.00 p.m. on 13 April 2024** (the "**Cut-Off Time**"):
 - (a) by email. Shareholders may submit their questions by email to investor.relations@venture.com.sg; or
 - (b) by post. Shareholders may submit their questions by post to 5006 Ang Mo Kio Avenue 5, #05-01 TECHplace II, Singapore 569873 (Attn: Investor Relations Department).

When sending questions by email or by post, shareholders should state their (i) full name, (ii) address, (iii) contact number and/or email address and (iv) the manner in which the shareholder holds shares in the Company (e.g., via CDP, Scrip-based, CPF or SRS).

13. The Company will address all substantial and relevant questions received from shareholders by 19 April 2024 on the Company's website at <http://venture.listedcompany.com/ar.html> and on the SGX website at <https://www.sgx.com/securities/company-announcements>. The Company will respond to any subsequent clarifications sought or follow-up questions received after the Cut-Off Time in respect of substantial and relevant matters, prior to or at the Annual General Meeting. Where substantially similar questions are received, the Company will consolidate its response to such questions.
14. Shareholders, including CPFIS and SRS investors, and (where applicable) duly appointed proxies may also ask the Chairman of the Meeting questions related to the resolutions to be tabled for approval at the Annual General Meeting, at the Annual General Meeting itself.

Access to Documents

15. The FY2023 Annual Report and the Letter to Shareholders dated 4 April 2024 in relation to the proposed (i) renewal of the Share Purchase Mandate, and (ii) adoption of the Venture Corporation Executives' Share Option Scheme 2025, have been published on the Company's website at <http://venture.listedcompany.com/ar.html> and on the SGX website at <https://www.sgx.com/securities/company-announcements>. You will need an internet browser and PDF reader to view these documents.
16. Shareholders may request for a printed copy of the FY2023 Annual Report and the Letter to Shareholders by completing the Request Form which has been sent to shareholders via post.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual 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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including 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 (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 or service providers), 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 or service providers) 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.