

NICO STEEL HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 200104166D)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Third annual general meeting (“**AGM**”) of **NICO STEEL HOLDINGS LIMITED** (the “**Company**”) will be held at 77 Robinson Road #06-03, Robinson 77, Singapore 068896 on Friday, 30 August 2024 at 4.00 p.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the year ended 29 February 2024 together with the Auditors’ Report thereon. **(Resolution 1)**
2. To re-appoint Wensen PAC as the auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 2)**
3. To transact any other ordinary business which may be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as ordinary resolution:

4. **Authority to issue new shares**

That pursuant to Section 161 of the Companies Act 1967, the approval be and is hereby given to the Director(s) to allot and issue shares in the Company to such persons at any time upon such terms and conditions and for such purposes as the Director(s) may at their absolute discretion deem fit whether for cash or otherwise and with such rights and restrictions as the Director(s) may think fit to impose and that such authority shall continue in force until the conclusion of the next AGM or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

(Resolution 3)

5. **Authority to allot and issue shares under the Nico Employee Performance Share Plan 2017**

That pursuant to Section 161 of the Companies Act 1967, the authority be and is hereby given to the Directors to allot and issue from time to time such number of shares as may be required to be issued pursuant to the vesting of awards granted under the Nico Employee Performance Share Plan 2017 (the “Nico PSP”) provided always that the aggregate number of shares to be issued or transferred pursuant to the awards granted under the Nico PSP, when aggregated with the aggregate number of shares over which options or awards are granted under any other share option schemes or share schemes, shall not exceed fifteen percent (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

(Resolution 4)

[See explanatory Note (i)]

By Order of the Board

Yow Yoh Tong
Company Secretary

Singapore, 15 August 2024

Explanatory Notes:

- (i) The ordinary resolution 4 proposed in item 5 above, if passed, will empower Directors of the Company to allot and issue shares pursuant to the exercise of options and vesting of awards under the Nico PSP, provided that the aggregate number of shares to be issued pursuant to the Nico PSP, when aggregated to the number of shares issued and issuable or transferred and to be transferred under any other share option schemes or share schemes of the Company shall not exceed fifteen percent (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company from time to time.

Notes:

1. The members of the Company are invited to **attend physically** at the AGM. **There will be no option for shareholders to participate virtually.**
2. In line with the Company's efforts to be environmentally friendly, the printed copies of this notice of AGM ("**Notice**"), proxy form and the Company's audited Financial Statements for the financial year ended 29 February 2024 ("**Financial Statements**") will NOT be sent to members. Nonetheless, this Notice and proxy form will be available to members by electronic facility via publication on the Company's corporate website <http://www.nicosteel.com>. This link will be available to members from 15 August 2024 onwards. The hard copy of the Financial Statements would be sent to members upon their written request to corporateaffairs@nico.com.sg.
3. Pre-registration is not required. Members, please bring along your NRIC/passport to enable the Company to verify your identity. Members and other attendees who are feeling unwell on the date of AGM are encouraged not to attend the physical meeting.
4.
 - (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend and vote in his/her stead at the AGM. A proxy need not be a member of the Company.
 - (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, 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 proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
5. Persons who hold shares through Relevant Intermediaries, other than CPF or SRS investors, and who wish to participate in the AGM by (a) attending the AGM in person; and (b) voting at the AGM (i) by being appointed as proxy by their Relevant Intermediary; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf, should contact the Relevant Intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

6. CPF or SRS investors may (a) attend, speak and vote at the AGM if they are appointed as proxy(ies) by their respective CPF Agent Banks or SRS Operators and should contact their respective CPF Agent Banks or SRS Operators as soon as practicable if they have any queries regarding their appointment as proxy(ies); or (b) appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 4:00 p.m. on 20 August 2024, being 7 working days before the date of the AGM.
7. The instrument appointing a proxy or proxies must be submitted through any one of the following means :-
 - (a) if submitted by post, be lodged at the Company's Share Registrar's office at B.A.C.S. Private Limited, 77 Robinson Road #06-03, Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via email to the main@zicoholdings.com.

in either case, by not later than 27 August 2024, 4.00 p.m., being at least seventy-two (72) hours before the time appointed for holding the AGM.

Personal Data Privacy Terms :

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM 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 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (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 (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.