

HEALTHWAY MEDICAL CORPORATION LIMITED

(Company Registration Number 200708625C)

(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that the 17th Annual General Meeting (“**AGM**”) of Healthway Medical Corporation Limited (the “**Company**”) will be held by way of electronic means on Friday, 26 July 2024 at 2.30 p.m., for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 31 December 2023 together with the Independent Auditor’s Report thereon. **(Resolution 1)**
2. To re-elect Mr Yet Kum Meng, a Director retiring pursuant to Regulation 102 of the Company’s Constitution. **(Resolution 2)**
3. To re-elect Ms Lee Mei Mei, Michelle, a Director retiring pursuant to Regulation 102 of the Company’s Constitution. **(Resolution 3)**
4. To approve the payment of Directors’ fees of S\$375,688 for the financial year ended 31 December 2023. (2022: S\$228,386) **(Resolution 4)**
5. To re-appoint Messrs Ernst & Young LLP as the Independent Auditor of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**
6. To transact any other business that may be properly transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if deemed fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

7. Authority to Directors to Allot and Issue Shares – As Ordinary Resolution **(Resolution 6)**

“That full authority be given to the Directors of the Company under Section 161 of the Companies Act 1967, to allot and issue shares of the Company in such numbers and amount, to such persons and for such consideration as they think fit; such authority to continue in force until the conclusion of the Annual General Meeting commencing next after this date or the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.”

BY ORDER OF THE BOARD

Chen Chuanjian, Jason
Chew Pei Tsing
Joint Company Secretaries

11 July 2024
Singapore

IMPORTANT NOTICE TO SHAREHOLDERS IN RELATION TO THE CONDUCT AND PROCEEDINGS OF THE COMPANY'S AGM ON FRIDAY, 26 JULY 2024 AT 2.30 P.M.

The AGM is being convened and will be held by way of electronic means and Shareholders will not be able to attend the AGM in person.

Printed copies of this Notice of AGM will not be sent to Shareholders. Instead, this Notice of AGM will be sent to Shareholders by way of electronic means via the email address available in the Company's records and by publication on the Company's website at <https://healthwaymedical.com/wp-content/uploads/2024/07/Notice-of-Annual-General-Meeting-FY2024.pdf>.

Where necessary, a notice under Article 149(6) of the Company's Constitution ("**Constitution**") has been dispatched to Shareholders whose email addresses were not available in the Company's records. Such notice which was sent out to the relevant Shareholders' addresses based on records available to the Company, includes details of the links through which Shareholders can retrieve the Company's AGM-related documents ("**Documents**"). Please be informed that in making the Documents available to Shareholders on the Company's website, the Documents are deemed to have been electronically served to Shareholders in accordance Articles 149(2)(ii) and 149(5)(ii) of the Constitution.

The following arrangements have been put in place to allow Shareholders to participate at the AGM by:

- (a) observing and/or listening to the AGM proceedings via the live audio-visual webcast and live audio-only stream ("**Live Webcast**");
- (b) submitting questions relating to the resolutions to be tabled at the AGM, to the Chairman of the AGM, in advance of the AGM;
- (c) submitting text-based questions during the Live Webcast of the AGM by clicking the "Ask a Question" feature and then clicking "Type Your Question" to input their queries in the questions text box; and
- (d) voting at the AGM, (1) "live" by the Shareholder or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; (2) "live" by the CPF or SRS investor via electronic means if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (3) by the Shareholder, or the CPF or SRS investor, appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.

Participation in AGM proceedings via Live Webcast

1. A Shareholder of the Company (including CPF/SRS investors) or their corporate representatives (in the case of a Shareholder which is a legal entity) will be able to watch or listen to the proceedings of the AGM through a Live Webcast via mobile phone, tablet or computer. In order to do so, the Shareholder must pre-register from **2.30 p.m., on Thursday, 11 July 2024 to 2.30 p.m., on Tuesday, 23 July 2024** (being not less than seventy-two (72) hours before the time fixed for the AGM) ("**Registration Deadline**"), at the following URL: https://conveneagm.sg/hmc_agm2024 (the "**HMC AGM Website**"), to create an account and to enable the Company to verify the Shareholders' status. Persons who hold shares through Relevant Intermediaries who wish to participate in the AGM by observing and/or listening to the AGM proceedings via "live" audio-and-visual website or "live" audio-only stream should approach his/her/its Relevant Intermediaries.

2. Following authentication of his/her/its status as a Shareholder of the Company, such Shareholder will receive an email on their authentication status and will be able to access the Live Webcast using the account created.
3. Shareholders who have pre-registered by the Registration Deadline but do not receive the aforementioned email by **2.30 p.m.**, on **Wednesday, 24 July 2024** should contact the Company at the following email address: hmcagm2024@healthwaymedical.com with the following details:
 - (a) the Shareholder's full name; and
 - (b) the Shareholder's identification number (i.e., NRIC/Passport No./Company Registration No.).
4. Shareholders who are attending the AGM via Live Webcast are reminded that the AGM is private. Invitations to attend the AGM Live Webcast shall not be forwarded to anyone who is not a Shareholder of the Company or who is not authorised and/or authenticated to attend the AGM Live Webcast. Recording of the AGM Live Webcast in whatsoever form by the Shareholders is also strictly prohibited.
5. The Company asks for Shareholders' indulgence during the Live Webcast in the event of any technical disruptions. Shareholders may go to "Contact Support" at the bottom of the HMC AGM Website, in the event if there is any technical issue for login pre-AGM.

Submission of questions

6. Shareholders of the Company (including CPF and SRS investors) attending the AGM via the Live Webcast will be able to ask questions during the AGM by clicking the "Ask a Question" feature and then clicking "Type Your Question" to input their queries in the questions text box.
7. Shareholders of the Company (including CPF and SRS investors) are also encouraged to submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the AGM, in advance of the AGM in the following manner no later than **2.30 p.m.**, on **Friday, 19 July 2024**:
 - (a) via the **HMC AGM Website**; or
 - (b) in physical copy by depositing the same at the Company's Share Registrar's office at Boardroom Corporate & Advisory Services Pte Ltd, 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (c) by email to srs.teamE@boardroomlimited.com.
8. Shareholders who submit questions via email or by post to the Company must provide the following information:
 - (a) the Shareholder's full name;
 - (b) the Shareholder's identification number (i.e., NRIC/Passport No./Company Registration No.);
 - (c) the Shareholder's address; and
 - (d) the manner in which the Shareholder holds shares in the Company (e.g., via CPF or

SRS).

Any question without these identification details will not be entertained.

9. The Company will endeavour to address the substantial and relevant questions received from Shareholders in advance of the AGM by publishing its responses on **HMC AGM Website**, prior to the AGM.
10. The Company's responses to other questions addressed during the Live Webcast of the AGM, or follow-up questions on substantial and relevant matters received prior to the AGM will be published on **HMC AGM Website**.

Voting at the AGM

11. A Shareholder who wishes to exercise his/her/its voting rights at the AGM may:
 - (a) (where the Shareholder is an individual) vote "live" via electronic means at the AGM, or (whether the Shareholder is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the AGM on his/her/its behalf; or
 - (b) (whether the Shareholder is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM.

CPF and SRS investors who wishes to exercise his/her/its voting rights at the AGM may:

- (a) vote "live" via electronic means at the AGM as proxies appointed by their respective CPF Agent Banks or SRS Operators, should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions by **2.30 p.m.**, of **Wednesday, 17 July 2024**, being seven (7) working days before the date of AGM.
12. A Shareholder who is not a relevant intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such Shareholder's Proxy Form appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the Proxy Form.

A Shareholder who is a relevant intermediary* is entitled to appoint more than two (2) 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 Shareholder's Proxy Form appointing a proxy(ies) 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 Proxy Form.

*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or

(c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

13. The Chairman of the Meeting, as proxy, need not be a Shareholder of the Company.
14. The proxy form for the AGM ("**Proxy Form**") may be accessed on the Company's website at <https://healthwaymedical.com/wp-content/uploads/2024/07/Proxy-Form.pdf>.
15. The Proxy Form must be submitted through any one of the following means:
- (a) by depositing a physical copy at the Company's Share Registrar's office at Boardroom Corporate & Advisory Services Pte Ltd, 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) by sending a copy of the completed and executed Proxy Form via email to srs.proxy@boardroomlimited.com, in each case, no later than **2.30 p.m.**, of **Wednesday, 24 July 2024** (being not less than forty-eight (48) hours before the time fixed for the AGM).

Shareholders of the Company are strongly encouraged to submit completed proxy forms electronically via email.

16. In the case of submission of the Proxy Form, the Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
17. 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 with respect to the AGM, in accordance with Section 179 of the Companies Act 1967 and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
18. The Company shall be entitled to reject the Proxy Form 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 Proxy Form.
19. In the case of a Shareholder of the Company whose shares are entered against his/her name in the Company's Register of Members, the Company may reject any Proxy Form if the Shareholder, being the appointor, is not shown to have shares entered against his/her name in the Company's Register of Members as at seventy-two (72) hours before the time appointed for holding the AGM.

Documents for the AGM

20. Documents relating to the business of the AGM, which comprise the Company's audited financial statements for the financial year ended 31 December 2023, the Notice of AGM and the Proxy Form for the AGM ("**Documents**"), have been published on the Company's corporate website at

- (a) <https://healthwaymedical.com/wp-content/uploads/2024/07/Notice-of-Annual-General-Meeting-FY2024.pdf>;
- (b) <https://healthwaymedical.com/wp-content/uploads/2024/07/Proxy-Form.pdf>; and
- (c) <https://healthwaymedical.com/wp-content/uploads/2024/07/Audited-Financial-Statements.pdf>

respectively on **2.30 p.m.**, of **Thursday, 11 July 2024**. Printed copies of the Documents will **NOT** be sent to Shareholders.

Personal data privacy:

By pre-registering for the Live Webcast, submitting a Proxy Form appointing a proxy(ies) to attend and vote at the AGM and/or any adjournment thereof, and/or submitting questions relating to the resolutions to be tabled for approval at the AGM or the Company's businesses and operations, a Shareholder of the Company consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing and administration by the Company (or its agents) of proxy forms appointing proxy(ies) for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof);
- (ii) processing of the registration for purpose of granting access to Shareholders (or their corporate representatives in the case of Shareholders which are legal entities) to the Live Webcast to observe the proceedings of the AGM and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from Shareholders received before the AGM and if necessary, following up with the relevant Shareholders in relation to such questions;
- (iv) preparation and compilation of the attendance list, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a Shareholder of the Company (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.