
NOTICE OF EXTRAORDINARY GENERAL MEETING

TALKMED GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 201324565Z)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of TalkMed Group Limited (the “**Company**”) will be held by way of electronic means on 21 April 2022 at 6.30 p.m. (or such earlier or later time as soon as practicable following the conclusion of the Annual General Meeting of the Company to be held at 6.00 p.m. on the same day) (Singapore time) for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

*All capitalised terms in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 30 March 2022 (the “**Circular**”).*

SPECIAL RESOLUTION

THE PROPOSED TRANSFER OF THE LISTING OF THE COMPANY FROM THE CATALIST TO THE MAINBOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST**”)**

THAT:

- (a) approval be and is hereby given for the Company to transfer its listing from the Catalist to the Mainboard of the SGX-ST (the “**Proposed Transfer**”); and
- (b) the Directors and each of them be and is hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Transfer) as they or he/she may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Transfer.

BY ORDER OF THE BOARD
TALKMED GROUP LIMITED

Ang Peng Tiam
Chief Executive Officer
30 March 2022

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NOTES:

Due to the current COVID-19 restriction orders in Singapore, Shareholders will NOT be allowed to attend the EGM in person. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM via a "live" audio-visual webcast or "live" audio-only stream ("**Live Webcast**"), and Shareholders may elect at their discretion.

1. Registration to participate in the EGM via Live Webcast

Shareholders must follow these steps to participate in the EGM:

- (a) Shareholders who wish to participate in the EGM via Live Webcast must register by **18 April 2022, 6.00 p.m.** via the Company's registration website at the URL <https://www.talkmed.com.sg/> (the "**Registration Deadline**") for the Company to verify their status as Shareholders;
- (b) corporate shareholders must also submit an electronic copy of its Corporate Representative Certificate to the Company at enquiries@talkmed.com.sg in addition to the registration procedures as set out in paragraph (a) above, by the Registration Deadline, for verification purpose;
- (c) authenticated Shareholders will receive an email by **19 April 2022, 6.00 p.m.**, containing instructions to access the Live Webcast of the EGM proceedings (the "**Confirmation Email**"). Shareholders must not forward the link or their log-in details to third persons who are not shareholders and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the Live Webcast;
- (d) Shareholders who do not receive the Confirmation Email by **19 April 2022, 6.00 p.m.** but have registered before the Registration Deadline should email to: enquiries@talkmed.com.sg for assistance, with the following details included: (i) Shareholder's full name; (ii) NRIC/FIN/Passport no. (if the Shareholder is an individual) or the Company Registration No. (if the Shareholder is a corporation); and (iii) manner in which the Shares are held (e.g. via Central Depository/scrip/Central Provident Fund ("**CPF**")/Supplementary Retirement Scheme ("**SRS**")), for verification purposes; and
- (e) Shareholders, whose Shares are not held under CPF or SRS and are registered under Depository Agents, must also contact their respective Depository Agents to indicate their interest as soon as possible in order for their Depository Agents to make the necessary arrangements for them to participate in the Live Webcast before the Registration Deadline.

2. Submission of questions in advance for the VIS

Shareholders will NOT be able to speak and/or raise questions during the Live Webcast of the EGM proceedings to avoid any technical disruption and interference to the Live Webcast. Therefore, it is important for Shareholders who have any questions to submit such questions in advance for the VIS.

All questions must be submitted **by no later than 7 April 2022, 6.00 p.m.** (the "**VIS Questions Deadline**") to the Company:

- (a) **via the registration link for the Company's VIS** at the URL <https://www.talkmed.com.sg/>;
- (b) **via email** to: enquiries@talkmed.com.sg; or
- (c) **via post** to the registered office of the Company located at 101 Thomson Road, #09-02 United Square, Singapore 307591.

For verification purposes, Shareholders must identify themselves when submitting any questions by providing the following details:

- (a) full name (for individuals)/company name (for corporates);
- (b) NRIC/FIN/Passport no. (for individuals) or the Company Registration No. (for corporates);
- (c) email address and/or contact number; and
- (d) the manner in which the Shares are held (e.g. via Central Depository/scrip/CPF/SRS).

The Company will endeavour to respond to substantial and relevant queries:

- (a) received by the VIS Questions Deadline, during the VIS which is scheduled on **11 April 2022, 5.30 p.m.**, and the Company shall publish the minutes of the VIS by **16 April 2022, 6.30 p.m.**; and

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- (b) received after the VIS, and publish the responses to such questions on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <https://www.talkmed.com.sg> by **16 April 2022, 6.30 p.m.**

Shareholders, whose Shares are not held under CPF or SRS and are registered under Depository Agents, who have any question in relation to the agenda item of this notice, must contact their respective Depository Agents to send their queries to the Company as soon as possible, in order for their Depository Agents to make the necessary arrangements for them to send their questions to the Company before the VIS Questions Deadline.

VIS

A VIS will be held for Shareholders prior to the EGM on **11 April 2022, 5.30 p.m.** where the Company will endeavour to address all substantial and relevant questions received by the VIS Questions Deadline from Shareholders in relation to the Special Resolution as set out in the Notice of EGM.

Shareholders must follow these steps to participate in the VIS:

- (a) Shareholders who wish to participate in the VIS via Live Webcast must register by **7 April 2022, 6.00 p.m.** (the "**VIS RSVP Deadline**") via the Company's registration website at the URL <https://www.talkmed.com.sg/> for the Company to verify their status as Shareholders. Registration for the VIS is compulsory and any registration received after the VIS RSVP Deadline will not be accepted;
- (b) corporate shareholders must also submit an electronic copy of its Corporate Representative Certificate to the Company at enquiries@talkmed.com.sg in addition to the registration procedures as set out in paragraph (a) above, by the VIS RSVP Deadline, for verification purpose;
- (c) authenticated Shareholders will receive an email by **8 April 2022, 6.00 p.m.**, containing instructions to access the Live Webcast of the VIS. Each set of login details will only allow one person to log in during the Live Webcast for the VIS. Multiple logins using the same set of login details are not allowed. Shareholders are not permitted to appoint a proxy to join the Live Webcast for the VIS on their behalf;
- (d) Shareholders who do not receive the abovementioned email by **8 April 2022, 6.00 p.m.** but have registered before the VIS RSVP Deadline should email to: enquiries@talkmed.com.sg for assistance, with the following details included: (i) Shareholder's full name; (ii) NRIC/FIN/Passport no. (if the Shareholder is an individual) or the Company Registration No. (if the Shareholder is a corporation); and (iii) manner in which the Shares are held (e.g. via Central Depository/scrip/Central Provident Fund ("**CPF**")/Supplementary Retirement Scheme ("**SRS**")), for verification purposes; and
- (e) Shareholders, whose Shares are not held under CPF or SRS and are registered under Depository Agents, must also contact their respective Depository Agents to indicate their interest as soon as possible in order for their Depository Agents to make the necessary arrangements for them to participate in the VIS before the VIS RSVP Deadline.

The Company will publish the minutes of the VIS by **16 April 2022, 6.30 p.m.** on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <https://www.talkmed.com.sg/>.

Post-VIS Arrangements

The Company will endeavour to address any further substantial and relevant clarifications or follow-up questions received from Shareholders after the VIS, and publish the responses to such questions on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <https://www.talkmed.com.sg/>, by **16 April 2022, 6.30 p.m.**

The Company will also, within one (1) month after the date of the EGM, publish the minutes of the EGM on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <https://www.talkmed.com.sg/>.

3. Submission of Proxy Form to Vote

Shareholders will not be able to vote through the Live Webcast and voting is only through submission of the Proxy Form. If a Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it **must appoint the Chairman of the EGM as his/her/its proxy** to attend and vote on his/her/its behalf at the EGM. In appointing the Chairman of the EGM as proxy, a Shareholder (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

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The Proxy Form appointing the Chairman of the EGM as proxy must be submitted to the Company in the following manner:

- (a) if submitted by post, must be deposited at the registered office of the Company located at 101 Thomson Road, #09-02 United Square, Singapore 307591; or
- (b) if submitted electronically, must be submitted via email to the Company at proxyform@talkmed.com.sg,

in either case, by 19 April 2022, 6.30 p.m. being **not less than forty-eight (48) hours** before the time appointed for the EGM (or at any adjournment thereof) and in default the Proxy Form shall not be treated as valid.

A member who wishes to submit an instrument of proxy by (a) or (b) must first download the Proxy Form, which is available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements> or the Company's website at the URL <https://www.talkmed.com.sg/>, complete and sign the Proxy Form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Shareholders to submit completed Proxy Forms by post, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.

Where this Proxy Form is executed by an individual, it must be executed under the hand of the individual or of his attorney duly authorised. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. Where this Proxy Form is executed under the hand of an attorney duly authorised, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with this Proxy Form, failing which this Proxy Form may be treated as invalid.

Shareholders, whose Shares are registered under Depository Agents, who wish to appoint the Chairman of the EGM as their proxy, should contact their respective Depository Agents as soon as possible, in order to allow sufficient time for their Depository Agents to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date.

Shareholders who hold Shares under CPF or SRS, who wish to appoint the Chairman of the EGM as their proxy, should approach their CPF Agent Banks or SRS Operators (as the case may be) to submit their votes at least seven (7) working days before the EGM (i.e. by 8 April 2022, 6.30 p.m.) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date.

IMPORTANT REMINDER

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the EGM at short notice. For latest updates on the arrangements for the EGM, Shareholders are advised to regularly check the Company's website at the URL <https://www.talkmed.com.sg/>. Such updates will also be made available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

PERSONAL DATA PRIVACY

By submitting the proxy form appointing the Chairman of the EGM as proxy to attend and vote at the EGM and/or any adjournment thereof, a member of the Company (a) 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 EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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**"), and (b) 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 (c) 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.