

JACK-IN GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 201134138G)
ARBN 160 966 585
(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (EGM) of the Company will be held on Tuesday, 11 June 2019 at No. 59-2 Jalan Sri Permaisuri 8, Bandar Sri Permaisuri, 56000 Kuala Lumpur, Malaysia at 11:00 am. Malaysia time (1:00 pm. Sydney time) for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

Resolution 1 : Appointment of Auditor

"**THAT** Messrs. SYA PAC, having executed the Consent to Act as Auditor pursuant to Section 10(3) of the Companies Act, Cap. 50 be and is hereby appointed with immediate effect as Auditor of the Company in place of Messrs. Grant Thornton Audit LLP who has resigned as Auditor of the Company with effect from 21 May 2019 at a remuneration to be determined by the Board of Directors and to hold office until the conclusion of the next Annual General Meeting of the Company."

By order of the Board,

H'ng Bok Chuan
Chairman and Managing Director
23 May 2019

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EXPLANATORY STATEMENT

Introduction

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Ordinary Resolution in the Notice of this Extraordinary General Meeting ("EGM"). This Explanatory Statement has been prepared for the information of the Company's Shareholders in connection with the business to be conducted at the EGM to be held on Tuesday, 11 June 2019 at No. 59-2 Jalan Sri Permaisuri 8, Bandar Sri Permaisuri, 56000 Kuala Lumpur, Malaysia at 11:00 am. Malaysia time (1:00 pm. Sydney time).

This Explanatory Statement forms part of the Notice of EGM and should be read with the Notice of EGM.

How to vote

A member is entitled to attend and vote at the EGM.

If you are unable to attend in person, you can submit the enclosed proxy form to vote. The proxy must be received at the share registry of the Company at least 48 hours before the time fixed for the EGM. Proxies must be received by one of the following method:

By post:	Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001
By facsimile:	+61 2 9290 9655
By hand delivery:	Boardroom Pty Limited Level 12, 225 George Street, Sydney NSW 2000

Resolution 1 - Appointment of Auditor

Resolution 1 seeks members' approval for the appointment of SYA PAC as the auditor of the Company to replace Grant Thornton Audit LLP who have tendered their resignation on 21 May 2019. Grant Thornton Audit LLP has confirmed that they do not intend to make representations to the members in any general meeting (or notice thereof) to appoint a replacement auditor.

The Company confirms that SYA PAC has given and not withdrawn consent to act as auditor as at the date of this Notice of EGM.

The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

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