

Raffles Education

RAFFLES EDUCATION CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 199400712N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Pursuant to the requisition notice dated 12 October 2017 received by Raffles Education Corporation Limited (the "**Company**") from Mr. Oei Hong Leong and Oei Hong Leong Art Museum Limited and in accordance with Section 176 of the Companies Act (Chapter 50 of Singapore), **NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the "**EGM**") of the Company will be held at Cinnamon Room, Level 5, Novotel Singapore Clarke Quay, 177A River Valley Road, Singapore 179031 on 29 November 2017 at 9.30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions as ordinary resolutions:

Resolution 1

That the identities of the placees and the number of shares placed to each of them in connection with the placement of 95 million new shares in the capital of the Company (the "**Placement Shares**") allotted and issued on 10 October 2017 at an issue price of S\$0.30 for each Placement Share be disclosed.

Resolution 2

That Mr. Chew Hua Seng be removed from his office as chairman of the board of directors of the Company ("**Chairman**") and director of the Company (including the termination of his employment with the Company) with effect from the date of the EGM and that the Company take all necessary steps to remove Mr. Chew Hua Seng from any and all his other appointments (whether as director, corporate representative or otherwise) with the Company, its subsidiaries and associated companies.

Resolution 3

That one of the independent directors of the Company be appointed as non-executive Chairman or if none of the present independent directors are willing to accept such appointment, to direct the board of directors of the Company to search for and recommend a suitable candidate to assume the role of non-executive Chairman.

By Order of the Board

Mr. Keloth Raj Kumar
Company Secretary
Raffles Education Corporation Limited
2 November 2017

Notes:

1. A member of the Company entitled to attend and vote at the EGM, and who is not a Relevant Intermediary (as defined below), is entitled to appoint one proxy or two proxies to attend and vote in his place. A member of the Company who is a Relevant Intermediary is entitled to appoint more than two proxies to attend and vote in his place, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. A proxy need not be a member of the Company. "**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.
2. The instrument appointing a proxy or proxies must be deposited at 51 Merchant Road, Raffles Education Square, Singapore 058283 not less than 48 hours before the time of the EGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM 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 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, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), and (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.