

STRACO CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200203482R)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Straco Corporation Limited (the "**Company**") will be held at Amara Singapore 165 Tanjong Pagar Road Singapore 088539 on 29 April 2014 at 10.30 a.m. (or immediately after the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing (with or without modification), the following resolutions as Ordinary Resolutions:-
ORDINARY RESOLUTIONS:-

1. Proposed Adoption of the Straco Share Option Scheme 2014

That the share option scheme to be known as the Straco Share Option Scheme 2014 (the "**Option Scheme**"), the rules of which have been set out in the circular to Shareholders dated 11 April 2014 (the "**Circular**"), be and is hereby approved and adopted substantially in the form set out in the rules of the Option Scheme, and the Directors of the Company be and are hereby authorised:-

- to establish and administer the Option Scheme;
- to modify and/or amend the Option Scheme from time to time provided that such modifications and/or amendments are effected in accordance with the provisions of the Option Scheme and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Option Scheme; and
- to offer and grant Options in accordance with the rules of the Option Scheme and to allot and issue and/or transfer from time to time such number of shares in the capital of the Company as may be required to be issued and/or transferred pursuant to the exercise of the Options under the Option Scheme.

2. Authority to Offer and Grant Options at a Discount under the Option Scheme

That subject to and contingent upon the passing of Ordinary Resolution 1, the Directors of the Company be and are hereby authorised to offer and grant Options in accordance with the rules of the Option Scheme with Exercise Prices set at a discount to the Market Price, provided that such discount does not exceed the relevant limits set by Singapore Exchange Securities Trading Limited.

3. Proposed Participation by Mr Wu Hsioh Kwang in the Option Scheme

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Mr Wu Hsioh Kwang, a Controlling Shareholder of the Company, in the Option Scheme be and is hereby approved.

4. Proposed Participation by Mdm Chua Soh Har in the Option Scheme

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Mdm Chua Soh Har, an Associate of a Controlling Shareholder of the Company, in the Option Scheme be and is hereby approved.

5. Proposed Participation by Ms Wu Xiuyi in the Option Scheme

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Ms Wu Xiuyi, an Associate of a Controlling Shareholder of the Company, in the Option Scheme be and is hereby approved.

6. Proposed Participation by Mr Wu Xiuzhuan in the Option Scheme

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Mr Wu Xiuzhuan, an Associate of a Controlling Shareholder of the Company, in the Option Scheme be and is hereby approved.

7. Proposed Grant of Options under the Option Scheme to Controlling Shareholder, Mr Wu Hsioh Kwang

That subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 3, the proposed offer and grant to Mr Wu Hsioh Kwang, a Controlling Shareholder of the Company, of Options pursuant to and in accordance with the rules of the Option Scheme on the following terms, be and is hereby approved, and the Directors be and are hereby authorized to allot and issue Shares upon the exercise of such Options:-

- Proposed Date of Grant of Options : Within one month after the date of the EGM
- Number of Shares comprised in the proposed : 1,000,000 Shares (representing approximately 0.118% of the total issued Shares excluding Treasury Shares as at the Options Latest Practicable Date)
- Exercise Price per Share : Market Price
- Exercise Period : Exercisable at any time after the first anniversary of the Date of Grant and up to the fifth anniversary of the Date of Grant

8. Proposed Grant of Options under the Option Scheme to Mdm Chua Soh Har, an Associate of Mr Wu Hsioh Kwang

That subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 4, the proposed offer and grant to Mdm Chua Soh Har, an Associate of Mr Wu Hsioh Kwang, of Options pursuant to and in accordance with the rules of the Option Scheme on the following terms, be and is hereby approved, and the Directors be and are hereby authorized to allot and issue Shares upon the exercise of such Options:-

- Proposed Date of Grant of Options : Within one month after the date of the EGM
- Number of Shares comprised in the proposed : 330,000 Shares (representing approximately 0.039% of the total issued Shares excluding Treasury Shares as at the Options Latest Practicable Date)
- Exercise Price per Share : Market Price
- Exercise Period : Exercisable at any time after the first anniversary of the Date of Grant and up to the fifth anniversary of the Date of Grant

9. Proposed Grant of Options under the Option Scheme to Ms Wu Xiuyi, an Associate of Mr Wu Hsioh Kwang

That subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 5, the proposed offer and grant to Ms Wu Xiuyi, an Associate of Mr Wu Hsioh Kwang, of Options pursuant to and in accordance with the rules of the Option Scheme on the following terms, be and is hereby approved, and the Directors be and are hereby authorized to allot and issue Shares upon the exercise of such Options:-

- Proposed Date of Grant of Options : Within one month after the date of the EGM
- Number of Shares comprised in the proposed : 600,000 Shares (representing approximately 0.071% of the total issued Shares excluding Treasury Shares as at the Options Latest Practicable Date)
- Exercise Price per Share : Market Price
- Exercise Period : Exercisable at any time after the first anniversary of the Date of Grant and up to the fifth anniversary of the Date of Grant

10. Proposed Grant of Options under the Option Scheme to Mr Wu Xiuzhuan, an Associate of Mr Wu Hsioh Kwang

That subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 6, the proposed offer and grant to Mr Wu Xiuzhuan, an Associate of Mr Wu Hsioh Kwang, of Options pursuant to and in accordance with the rules of the Option Scheme on the following terms, be and is hereby approved, and the Directors be and are hereby authorized to allot and issue Shares upon the exercise of such Options:-

- Proposed Date of Grant of Options : Within one month after the date of the EGM
- Number of Shares comprised in the proposed : 400,000 Shares (representing approximately 0.047% of the total issued Shares excluding Treasury Shares as at the Options Latest Practicable Date)
- Exercise Price per Share : Market Price
- Exercise Period : Exercisable at any time after the first anniversary of the Date of Grant and up to the fifth anniversary of the Date of Grant

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 11 April 2014.

By Order of the Board
STRACO CORPORATION LIMITED
Lotus Isabella Lim Mei Hua
Company Secretary
Singapore
11 April 2014

Notes:-

- Every shareholder of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
- A shareholder of the Company which is a corporation is entitled to appoint its authorized representative or proxies to vote on its behalf.
- The instrument appointing a proxy must be deposited at the registered office of the Company at 10 Anson Road #30-15 International Plaza Singapore 079903, at least 48 hours before the time set for the Extraordinary General Meeting or any postponement or adjournment thereof.