

**CIRCULAR DATED 11 JULY 2023**

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.**

**IF YOU ARE IN ANY DOUBT AS TO ITS CONTENTS OR THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.**

*Unless otherwise defined, capitalised terms used and not defined herein shall have the same meanings ascribed to them under the section entitled "Definitions" of this Circular.*

If you have sold or transferred all your Shares, you should immediately forward this Circular, the Notice of EGM and the accompanying Proxy Form to the purchaser or transferee or to the bank, stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or the transferee.

This Circular has been prepared by the Company and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited ("**Sponsor**"), for compliance with Rules 226(2)(b) and 753(2) of the Catalist Rules. This Circular has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this Circular, including the correctness of any of the statements or opinions made or reports contained in this Circular. The contact person for the Sponsor is Mr. Lim Hoon Khat, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone (65) 6533 9898.



**CIRCULAR TO SHAREHOLDERS**

in relation to

**THE PROPOSED APPOINTMENT OF BAKER TILLY TFW LLP AS THE NEW INDEPENDENT AUDITOR OF THE COMPANY**

**IMPORTANT DATES AND TIMES**

Last date and time for lodgement of Proxy Form	:	23 July 2023 at 3.00 p.m.
Date and time of EGM	:	26 July 2023 at 3.00 p.m.
Place of EGM	:	37 Jalan Pemimpin #02-07 Mapex Singapore 577177

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## DEFINITIONS

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For the purposes of this Circular, the following definitions apply throughout unless otherwise requires or otherwise stated:

“ACRA”	:	Accounting and Corporate Regulatory Authority of Singapore
“AGM”	:	An annual general meeting of the Company
“Audit Committee”	:	The audit committee of the Company as at the date of this Circular, comprising Mr. Gavin Mark McIntyre, Mr. Ian David Brown and Ms. Ch’ng Li-Ling
“Baker Tilly”	:	Messrs Baker Tilly TFW LLP
“Board” or “Board of Directors”	:	The board of directors of the Company as at the date of this Circular
“Catalist Rules”	:	The Listing Manual Section B: Rules of Catalist of the SGX-ST, as amended, modified or supplemented from time to time
“CDP”	:	The Central Depository (Pte) Limited
“Circular”	:	This circular to Shareholders dated 11 July 2023
“Companies Act”	:	The Companies Act 1967 of Singapore, as may be amended, modified or supplemented from time to time
“Company”	:	Biolidics Limited
“Director”	:	A director of the Company as at the date of this Circular
“EGM”	:	The extraordinary general meeting of the Company to be held on Wednesday, 26 July 2023 at 3.00 p.m. at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177, the notice of which is set out in the Notice of EGM
“EY”	:	Messrs Ernst & Young LLP
“FY”	:	The financial year ended or ending 31 December
“Group”	:	The Company and its subsidiaries
“Independent Auditor”	:	The independent auditor of the Company as appointed from time to time
“Latest Practicable Date”	:	6 July 2023, being the latest practicable date prior to the printing of this Circular

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## DEFINITIONS

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“ <i>Notice of EGM</i> ”	:	The notice of EGM which is set out on pages 11 to 12 of this Circular
“ <i>PRC</i> ”	:	The People’s Republic of China
“ <i>Proposed Appointment of Independent Auditor</i> ”	:	The proposed appointment of Baker Tilly as the new Independent Auditor
“ <i>SFA</i> ”	:	The Securities and Futures Act 2001 of Singapore, as amended, modified or supplemented from time to time
“ <i>SGX-ST</i> ”	:	Singapore Exchange Securities Trading Limited
“ <i>Share(s)</i> ”	:	Ordinary share(s) in the capital of the Company
“ <i>Shareholders</i> ”	:	Registered holders of Shares, except where the registered holder is CDP, the term “ <b>Shareholders</b> ” shall, in relation to such Shares and where the context admits, mean the persons named as Depositors in the Depository Register and whose Securities Accounts maintained with CDP are credited with the Shares
“ <i>Substantial Shareholder</i> ”	:	A person who has an interest or interests in one or more voting Shares and the total votes attached to that Share, or those Shares, is not less than 5.0% of the total votes attached to all the voting Shares

### **Currencies, Units and Others**

“ <i>S\$</i> ”	:	Singapore dollars, the lawful currency of the Republic of Singapore
“ <i>%</i> ” or “ <i>per cent</i> ”	:	Per centum or percentage

The terms “*Depositor*”, “*Depository Agent*” and “*Depository Register*” shall have the meanings ascribed to them respectively in Section 81SF of the SFA.

The term “*treasury shares*”, “*subsidiary*” and “*subsidiary holdings*” shall have the meanings ascribed to them respectively in the Companies Act.

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and the neuter genders and *vice versa*. References to persons shall, where applicable, include corporations and limited liability partnerships.

Any reference in this Circular to “*Rule*” or “*Chapter*” is a reference to the relevant rule or chapter in the Catalist Rules.

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## **DEFINITIONS**

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Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any term defined under the Companies Act, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the Catalist Rules, any statutory modification thereof, as the case may be, unless otherwise provided.

Any reference to a time of day and dates in this Circular is made by reference to Singapore time and dates, unless otherwise stated.

Any discrepancies in the tables in this Circular between the listed amounts and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Circular may not be an arithmetic aggregation of the figures that precede them.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

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## LETTER TO SHAREHOLDERS

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### BIOLIDICS LIMITED

(Company Registration No. 200913076M)  
(Incorporated in the Republic of Singapore on 19 July 2009)

**Directors:**

Mr. Gavin Mark McIntyre (*Non-Executive Independent Chairman*)  
Mr. Song Tang Yih (*Executive Director and Chief Executive Officer*)  
Mr. Ian David Brown (*Independent Director*)  
Ms. Ch'ng Li-Ling (*Independent Director*)

**Registered Office:**

37 Jalan Pemimpin  
#02-07 Mapex  
Singapore 577177

11 July 2023

**To: The Shareholders of Biolidics Limited**

Dear Sir/Madam,

### THE PROPOSED APPOINTMENT OF BAKER TILLY AS THE NEW INDEPENDENT AUDITOR

#### 1. INTRODUCTION

- 1.1 The Directors are convening the EGM to seek Shareholders' approval for the Proposed Appointment of Independent Auditor.
- 1.2 The purpose of this Circular is to provide Shareholders with information pertaining to (including but not limited to the rationale for), and to seek Shareholders' approval in respect of, the Proposed Appointment of Independent Auditor as an ordinary resolution at the EGM, the notice of which is set out on pages 11 to 12 of this Circular.
- 1.3 This Circular has been prepared solely for the purposes outlined above and may not be relied upon by any persons (other than Shareholders to whom this Circular is despatched to by the Company) or for any other purpose.
- 1.4 The SGX-ST assumes no responsibility for the contents of this Circular, including the correctness of any of the statements or opinions made or reports contained in this Circular. If a Shareholder is in any doubt as to the contents of this Circular or the action he should take, he should consult his stockbroker, bank manager, solicitor, accountant or other professional adviser(s) immediately.

#### 2. THE PROPOSED APPOINTMENT OF THE NEW INDEPENDENT AUDITOR

##### 2.1 Background and Rationale

The previous Independent Auditor, EY, has served as the Independent Auditor since 30 April 2019 and did not seek re-appointment as the Independent Auditor at the last AGM held on 28 April 2023.

Following the cessation of EY as the Independent Auditor after the conclusion of the last AGM held on 28 April 2023 and in light of the vacancy in the office of the Independent Auditor arising from the foregoing, the Directors are proposing to appoint Baker Tilly as the Independent Auditor to meet the Company's audit obligations, in accordance with Rule 712 of the Catalist Rules.

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## LETTER TO SHAREHOLDERS

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In reviewing the suitability of Baker Tilly, the Board and the Audit Committee had taken into consideration the Audit Quality Indicators Disclosure Framework issued by ACRA, as well as the criteria for the evaluation and selection of external auditors contained in the Guidebook for Audit Committees in Singapore, and considered various factors such as the adequacy of resources, the number and experience of the supervisory and professional staff assigned to the audit team, the relevant experience of and profile of the audit engagement partner, Baker Tilly's other audit engagements and the anticipated size and complexity of the Group. Following the review, the Audit Committee is of the opinion that Baker Tilly is well suited to meet the existing needs and audit requirements of the Group (including compliance with Rule 712 of the Catalist Rules) and is likely to enhance the value of the audit.

Baker Tilly had, on 7 July 2023, given their consent to act as the Independent Auditor, subject to approval of Shareholders at the EGM. The appointment of Baker Tilly as the Independent Auditor will be effective upon obtaining the approval of Shareholders at the EGM and, if appointed, Baker Tilly will hold office as the Independent Auditor until the conclusion of the next AGM.

The Directors wish to express their appreciation for the past services rendered by EY as the Independent Auditor.

### 2.2 Requirements under Rule 712 of the Catalist Rules

Baker Tilly is a firm of Chartered Accountants in Singapore registered with ACRA. The Directors, together with the Audit Committee, having considered various factors including, *inter alia*, the following:

- (i) the fee structure, the adequacy of the resources and experience of Baker Tilly;
- (ii) the experience of the audit engagement partner assigned to the audit of the Group;
- (iii) Baker Tilly's other audit engagements;
- (iv) the size and complexity of the Group's operations; and
- (v) the number and experience of the supervisory and professional staff assigned to the audit of the Company and the Group,

are of the opinion that Baker Tilly will be able to meet the audit requirements of the Company and the Group at competitive fees without compromising the standard and effectiveness of the quality and scope of audit of the Company and the Group. Accordingly, Rules 712(1) and 712(2) of the Catalist Rules have been complied with.

In accordance with Rule 712(3) of the Catalist Rules:

- (a) EY has in a letter to Baker Tilly ("**Clearance Letter**") stated that they have (a) by way of a letter dated 10 April 2023 to the Company ("**No Reappointment Letter**"), informed the Company that they would not be seeking reappointment as auditors of the Company, and (b) on 10 April 2023, issued a disclaimer of opinion on the financial statements of the Group for FY2022. EY has also confirmed that other than matters as highlighted in their audit report on the financial statements of the Group for FY2022 and the related factors, they are not aware of any professional reasons why Baker Tilly should not accept appointment as auditors of the Company;



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## LETTER TO SHAREHOLDERS

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- (b) the Company confirms that there were no disagreements with EY on accounting treatments within the last 12 months up to the date of their cessation as the Independent Auditor following the conclusion of the AGM held on 28 April 2023;
- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Appointment of Independent Auditor that ought to be brought to the attention of Shareholders which has not been disclosed in this Circular;
- (d) the specific reasons for the Proposed Appointment of Independent Auditor are as disclosed under Section 2.1 of this Circular above; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of Baker Tilly as the new Independent Auditor.

### 2.3 Requirements under Rule 715 and 716 of the Catalist Rules

Subject to the approval of Shareholders at the EGM for the Proposed Appointment of Independent Auditor, the Company will appoint Baker Tilly as the Independent Auditor of the Company and its Singapore-incorporated subsidiary, Biomedics Laboratory Pte. Ltd..

With regard to the other Singapore-incorporated subsidiary of the Company, Clearcell Pte. Ltd., the Board and the Audit Committee, having discussed with Baker Tilly and considered factors such as the adequacy of resources and experience of Paul Wan & Co. and its engagement director as well as the size and complexity of Clearcell Pte. Ltd., are satisfied that the appointment of a different audit firm will not compromise the standard and effectiveness of the audit of the Group. The foreign-incorporated subsidiaries of the Company, namely Biolidics (Shanghai) Co., Ltd. (incorporated in the PRC) and Biolidics Pty Ltd (incorporated in Australia), are not required to be audited under the laws of their respective countries of incorporation.

Based on the above, the Board confirms that Rules 715 and 716 of the Catalist Rules will be complied with.

### 2.4 Information on Baker Tilly and the Audit Engagement Partner

*The information on Baker Tilly and the audit engagement partner as set out below was provided by Baker Tilly and their representatives to the Company. The Directors have not conducted an independent review or verification of the accuracy of the statements and information below.*

Baker Tilly is a firm of Chartered Accountants in Singapore registered with ACRA. It is one of the top 10 largest accounting and business advisory firms in Singapore and has 19 partners and a staff strength of about 300. It has significant experience acting as auditors for companies listed on the SGX-ST. Baker Tilly is an independent member of Baker Tilly International, which is globally one of the top 10 largest accounting and business advisory networks by combined revenue and with member firms in more than 148 territories. For more information on Baker Tilly, please visit its website at the URL: <https://www.bakertilly.sg/>.

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## LETTER TO SHAREHOLDERS

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Ms. Foong Chooi Chin (“**Ms. Foong**”) will be the audit engagement partner assigned to the audit of the Group. Ms. Foong has over 20 years’ experience in public accounting in Singapore. She provides audit and advisory services to a number of companies from various industries including trading, manufacturing, food & beverage business, investment and not-for-profit entities and charities. Her clients included multinational corporations, SGX-ST listed companies, private companies and not-for-profit entities. Ms. Foong is a practicing member of the Institute of Singapore Chartered Accountants.

### 2.5 Audit Committee’s Recommendation

After having reviewed and deliberated, and after taking into consideration the suitability and independence of Baker Tilly in meeting the audit requirements of the Group, the various factors as set out under Sections 2.1, 2.2 and 2.4 of this Circular, and compliance with the requirements of the Catalist Rules, the Audit Committee has recommended to the Board the Proposed Appointment of Independent Auditor.

### 3. DIRECTORS’ AND SUBSTANTIAL SHAREHOLDERS’ INTERESTS

The interests of the Directors in the Shares, as recorded in the Register of Directors’ Shareholdings as at the Latest Practicable Date, are as follows:

Director	Number of Shares		Total
	Direct Interest	Deemed Interest	% <sup>(1)</sup>
Song Tang Yih	24,501,500	–	4.38

The interests of the Substantial Shareholders in the Shares, as recorded in the Register of Substantial Shareholders as at the Latest Practicable Date, are as follows:

Substantial Shareholder	Number of Shares		Total
	Direct Interest	Deemed Interest	% <sup>(1)</sup>
Clearbridge BSA Pte. Ltd.	57,123,300	–	10.22
Clearbridge Health Limited <sup>(2)</sup>	–	57,123,300	10.22

**Notes:**

- (1) The percentage is calculated based on 559,126,605 issued Shares (excluding treasury shares and subsidiary holdings) as at the Latest Practicable Date. The Company does not have any treasury shares and subsidiary holdings as at the Latest Practicable Date.
- (2) Clearbridge BSA Pte. Ltd. (“**CBSA**”) is wholly-owned by Clearbridge Health Limited (“**CBH**”), a company listed on the Catalist Board of the SGX-ST. For the purposes of Section 4 of the SFA, CBH is deemed to have an interest in the Shares held by CBSA.

None of the Directors or Substantial Shareholders has any interest, whether direct or indirect (other than through their respective shareholding interests in the Company) in the Proposed Appointment of Independent Auditor.

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## LETTER TO SHAREHOLDERS

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### 4. DIRECTORS' RECOMMENDATION

Having considered and reviewed, among others, the adequacy of the resources, experience and reputation of Baker Tilly, the rationale for and benefits of the Proposed Appointment of Independent Auditor, the recommendation of the Audit Committee and all the other relevant information as set out in this Circular, the Directors are of the opinion that the Proposed Appointment of Independent Auditor is in the best interests of the Company, and accordingly, recommend that Shareholders vote in favour of the Proposed Appointment of Independent Auditor at the EGM.

### 5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 11 to 12 of this Circular, will be held on Wednesday, 26 July 2023 at 3.00 p.m. at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177, for the purpose of considering and, if through fit, passing with or without any modifications, the resolution set out in the Notice of EGM.

### 6. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM and who wish to appoint a proxy or proxies to attend and vote at the EGM on their behalf shall complete and sign the attached Proxy Form in accordance with the instructions printed thereon and return it to the registered office of the Company at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177, not less than 72 hours before the time fixed for the holding of the EGM. The completion and return of the Proxy Form by a Shareholder will not preclude him from attending the EGM and voting in person in place of his proxy or proxies should he subsequently wishes to do so.

A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register maintained by CDP at least 72 hours before the time appointed for holding the EGM.

### 7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular (save for the information relating to Baker Tilly and the audit engagement partner under Section 2.4 of this Circular) and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Appointment of Independent Auditor, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading.

Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

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## LETTER TO SHAREHOLDERS

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### 8. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Company's registered office at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177 during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the constitution of the Company;
- (b) the annual report of the Company for FY2022;
- (c) the No Reappointment Letter;
- (d) the Clearance Letter; and
- (e) Baker Tilly's letter to the Company dated 7 July 2023 in respect of their consent to act as the Independent Auditor.

Yours faithfully,  
For and on behalf of the Board of Directors of  
**BIOLIDICS LIMITED**

Song Tang Yih  
Executive Director and Chief Executive Officer

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### **BIOLIDICS LIMITED**

(Company Registration No. 200913076M)  
(Incorporated in the Republic of Singapore on 19 July 2009)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“**EGM**”) of Biolidics Limited (“**Company**”) will be held at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177, on Wednesday, 26 July 2023 at 3.00 p.m., for the purpose of considering and, if thought fit, passing (with or without any modifications) the resolution as set out below.

*Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed to them in the circular to shareholders of the Company dated 11 July 2023 (“**Circular**”).*

### **ORDINARY RESOLUTION – THE PROPOSED APPOINTMENT OF THE NEW INDEPENDENT AUDITOR**

#### **THAT:**

- (1) approval be and is hereby given for the appointment of Baker Tilly as the Independent Auditor with effect from the date of approval of Shareholders of this resolution, and Baker Tilly, if appointed, will hold office until the conclusion of the next annual general meeting of the Company, at a remuneration and on such terms to be agreed between the Directors and Baker Tilly; and
- (2) the Directors and each of them be and are hereby authorised, empowered to complete and to do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds (as may be required), and to approve any amendment, alteration or modification to any document, as they or he/she may consider necessary, desirable or expedient, or in the interest of the Company to give effect to this resolution as they or he/she may think fit.

#### **Notes to the Resolution:**

In accordance with Rule 712(3) of the Catalist Rules:

1. EY has in a letter to Baker Tilly (“**Clearance Letter**”) stated that they have (a) by way of a letter dated 10 April 2023 to the Company (“**No Reappointment Letter**”), informed the Company that they would not be seeking reappointment as auditors of the Company, and (b) on 10 April 2023, issued a disclaimer of opinion on the financial statements of the Group for FY2022. EY has also confirmed that other than matters as highlighted in their audit report on the financial statements of the Group for FY2022 and the related factors, they are not aware of any professional reasons why Baker Tilly should not accept appointment as auditors of the Company;
2. the Company confirms that there were no disagreements with EY on accounting treatments within the last 12 months up to the date of their cessation as the Independent Auditor following the conclusion of the AGM held on 28 April 2023;
3. the Company confirms that it is not aware of any circumstances connected with the Proposed Appointment of Independent Auditor that ought to be brought to the attention of Shareholders which has not been disclosed in the Circular;
4. the specific reasons for the Proposed Appointment of Independent Auditor are disclosed under Section 2.1 of the Circular; and
5. the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of Baker Tilly as the new Independent Auditor.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### BY ORDER OF THE BOARD

Song Tang Yih  
Executive Director and Chief Executive Officer  
11 July 2023

#### Notes:

1. Printed copies of this notice of EGM, Proxy Form and the Request Form (to request for the Circular) have been despatched to the Shareholders and are also available on the SGXNet and the Company's website at the URL: [www.biolidics.com](http://www.biolidics.com).
2. The Circular has been published and is available for viewing by the Shareholders at the Company's website at the URL: [www.biolidics.com](http://www.biolidics.com) and the SGXNet. Printed copies of the Circular will not be mailed to the Shareholders unless requested by the Shareholders pursuant to a submitted request. Shareholders who wish to receive a printed copy of the Circular are required to complete the Request Form and return it to the Company by post or by email by 19 July 2023.
3. A member of the Company (other than a Relevant Intermediary\*) entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
4. A Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her (which number and class of shares shall be specified).
5. The instrument appointing a proxy must be deposited at the registered office of the Company at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177, not less than seventy-two (72) hours before the time appointed for holding the EGM.

\* 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 for securities 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 Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

#### **PERSONAL DATA PRIVACY**

Where a member of the Company submits 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (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), 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) 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.

# BIOLIDICS LIMITED

(Company Registration No. 200913076M)  
(Incorporated in the Republic of Singapore on 19 July 2009)

## IMPORTANT:

1. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investors") (as may be applicable) may attend and cast his vote(s) at the EGM in person. SRS Investors who are unable to attend the EGM but would like to vote, may inform their SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy, in which case, SRS Investors shall be precluded from attending the EGM.
2. This Proxy Form is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

## EXTRAORDINARY GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing this Proxy Form)

\*I/We \_\_\_\_\_ (Name)

\_\_\_\_\_ (NRIC/(Passport No.))

of \_\_\_\_\_ (Address)

being a member/members of **BIOLIDICS LIMITED** ("Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her/them, the Chairman of the Company as \*my/our \*proxy/proxies to attend and vote for \*me/us on \*my/our behalf at the extraordinary general meeting of the Company ("EGM") to be held at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177 on Wednesday, 26 July 2023 at 3.00 p.m. \*I/We direct \*my/our \*proxy/proxies to vote for or against the resolution to be proposed at the EGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the \*proxy/proxies will vote or abstain from voting at \*his/her discretion.

The resolution put to vote at the EGM shall be decided by poll.

No.	Ordinary Resolution relating to:	No. of votes 'For'***	No. of votes 'Against'***	No. of votes 'Abstain'***
1.	To approve the proposed appointment of the new Independent Auditor			

\*\* If you wish to exercise all your votes 'For' or 'Against' or 'Abstain', please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Total No. of Shares in	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature of Shareholder(s)  
And/or Common Seal of Corporate Shareholder

\*Delete where inapplicable

**IMPORTANT: PLEASE READ NOTES OVERLEAF**



**Notes:**

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
  2. A member of the Company (other than a Relevant Intermediary\*), entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
  3. Where a member (other than a Relevant Intermediary\*) appoints two proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.
  4. A Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number or class of shares shall be specified).
  5. Subject to note 9, completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the EGM.
  6. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177 not less than seventy-two (72) hours before the time appointed for the EGM.
  7. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorized in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorized. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
  8. A corporation which is a member may authorize by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act 1967 of Singapore, 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.
  9. An investor who holds shares under the Supplementary Retirement Scheme (“SRS Investors”) (as may be applicable) may attend and cast his vote(s) at the EGM in person. SRS Investors who are unable to attend the EGM but would like to vote, may inform their SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy, in which case, the SRS Investors shall be precluded from attending the EGM.
- \* 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 for securities 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 Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

**GENERAL:**

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

**PERSONAL DATA PRIVACY:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 11 July 2023.