

IN THE MATTER OF SECTION 210
OF THE
COMPANIES ACT, CHAPTER 50

And

IN THE MATTER OF
EUNETWORKS GROUP LIMITED
(Company Registration No. 199905625E)

...Applicant

SCHEME OF ARRANGEMENT

under Section 210 of the Companies Act, Chapter 50

Between

euNetworks Group Limited

And

Scheme Shareholders (as defined herein)

And

EUN (UK) Limited

And

EUN Holdings, LLP

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that by an Order of Court made in the above matter, the High Court of the Republic of Singapore (the "Court") has directed a meeting (the "Court Meeting") of Scheme Shareholders (as defined in the Schedule hereto) of euNetworks Group Limited (the "Company") to be convened and such Court Meeting shall be held at Meeting Room 329, Level 3, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on 7 September 2016 at 9.30 a.m., for the purpose of considering and, if thought fit, approving (with or without modification) the following resolution:

"That the Scheme of Arrangement dated 23 August 2016 proposed to be made pursuant to Section 210 of the Companies Act, Chapter 50 of Singapore, between (i) the Company, (ii) Scheme Shareholders, (iii) EUN (UK) Limited and (iv) EUN Holdings, LLP, a copy of which has been circulated with the Notice convening this Court Meeting, be and is hereby approved."

A copy of the said Scheme of Arrangement and a copy of the Explanatory Statement required to be furnished pursuant to Section 211 of the Companies Act, Chapter 50 of Singapore ("Companies Act"), are incorporated in the Scheme Document (as defined in the Schedule hereto) of which this Notice forms part.

Scheme Shareholders (including any Overseas Shareholders (as defined in the Schedule hereto)) may obtain copies of the Scheme Document and any related documents during normal business hours and up to the date of the Court Meeting from the registered office of the Company at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623. Alternatively, an Overseas Shareholder may write in to the registered office at the same address to request for the Scheme Document and any related documents to be sent to an address in Singapore by ordinary post at his own risk, up to three Singapore Business Days (as defined in the Schedule hereto) prior to the date of the Court Meeting.

A Scheme Shareholder may vote in person at the Court Meeting or may appoint one (and not more than one) proxy, whether a member of the Company or not, to attend and vote in his stead.

A form of proxy ("Proxy Form") applicable for the Court Meeting is enclosed with the Scheme Document of which this Notice forms part.

It is requested that Proxy Forms be deposited with the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for holding the Court Meeting.

Each Proxy Form must be executed by the appointor or his attorney duly authorised in writing. Where a Proxy Form is executed by a corporation, it must be executed either under its common seal or signed on its behalf by its attorney or a duly authorised officer of the corporation.

A corporation which is a Scheme Shareholder may authorise by a resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Court Meeting, in accordance with Section 179 of the Companies Act.

In the case of joint holders of Shares, any one of such persons may vote, but if more than one of such persons be present at the Court Meeting, the person whose name stands first in the Register of Members (as defined in the Schedule hereto) shall alone be entitled to vote.

By the said Order of Court, the Court has appointed Lam Kwok Chong, or failing him, any director of the Company, to act as Chairman of the Court Meeting and has directed the Chairman to report the results thereof to the Court.

The said Scheme of Arrangement will be subject to, *inter alia*, the subsequent approval of the Court.

THE SCHEDULE

Expression	Meaning
"Overseas Shareholders"	Scheme Shareholders whose addresses are outside Singapore, as shown in the Register of Members
"Partnership"	EUN Holdings, LLP, a limited liability partnership formed under the laws of the State of Delaware, the United States of America
"Register of Members"	The register of members of the Company
"Scheme Document"	The document dated 23 August 2016 containing the said Scheme of Arrangement and any other document(s) which may be issued by or on behalf of the Company to amend, revise, supplement or update the document(s) from time to time
"Scheme Shareholders"	Shareholders other than the Partnership
"Shareholders"	Persons who are registered as holders of Shares in the Register of Members
"Shares"	Issued and paid-up ordinary shares in the capital of the Company
"Singapore Business Day"	A day (excluding Saturdays, Sundays and gazetted public holidays) on which commercial banks are open for business in Singapore

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Court Meeting and/or any adjournment thereof, a Scheme Shareholder (i) consents to the collection, use and disclosure of the Scheme Shareholder'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 Court Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Court Meeting (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 Scheme Shareholder discloses the personal data of the Scheme Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the Scheme Shareholder 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 Scheme Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Scheme Shareholder's breach of warranty.

Dated this 23rd day of August 2016

Allen & Gledhill LLP
One Marina Boulevard #28-00
Singapore 018989

Solicitors for
euNetworks Group Limited