



**COGENT
COGENT HOLDINGS LIMITED**

(Incorporated in the Republic of Singapore)
(Company Registration No. 200710813D)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of Cogent Holdings Limited (**Company**) will be held at Jurong Country Club, 9 Science Centre Road, Singapore 609078 on 12 October 2011 at 10.00 a.m. (**EGM**) for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions which will be proposed as ordinary resolutions:

**RESOLUTION 1: ORDINARY RESOLUTION
THE PROPOSED RATIFICATION**

That:

- (a) the acceptance by SH Cogent Logistics Pte. Ltd., a wholly-owned subsidiary of the Company, of the letter of offer dated 11 July 2011 (**Letter of Offer**) from Jurong Town Corporation (also known as JTC Corporation, **JTC**) in relation to the leasing of the land at L8201011015, Tanjong Kling Road in Jurong Industrial Estate (**Land**) where it intends to construct a standalone integrated full-service logistic hub on the Land (**Proposed Project**), be and is hereby approved, ratified and confirmed; and
- (b) the directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including but not limited to agreeing with JTC on amendments to the terms of the Letter of Offer and executing all such documents as may be required under or pursuant to the Letter of Offer) as they or he may consider necessary, desirable, expedient or in the interests of the Company and its subsidiaries (**Group**) to give effect to this resolution as they or he may deem fit.

**RESOLUTION 2: ORDINARY RESOLUTION
THE PROPOSED PROJECT**

That, contingent upon the passing of ordinary resolution 1,:

- (a) approval be and is hereby given to the Group to undertake the Proposed Project; and
- (b) the directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including but not limited to executing all such documents as may be required in relation to the Proposed Project) as they or he may consider necessary, desirable, expedient or in the interests of the Group to give effect to this resolution as they or he may deem fit.

BY ORDER OF THE BOARD

Cogent Holdings Limited
Lim Ka Bee
Company Secretary

20 September 2011

Notes:

1. A shareholder of the Company (**Shareholder**) entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A Shareholder which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a Shareholder.
2. The instrument appointing a proxy must be deposited at the registered office of the Company at 7 Penjuru Close #05-00, Singapore 608779 at not less than forty-eight (48) hours before the time appointed for holding of the EGM in order to be entitled to attend and to vote at the EGM.
3. A Depositor's name must appear on the Depository Register maintained by CDP at not less than forty-eight (48) hours before the time appointed for holding of the EGM in order to be entitled to attend and vote at the EGM.