
NOTICE OF EXTRAORDINARY GENERAL MEETING

DARCO WATER TECHNOLOGIES LIMITED

(Incorporated in the Republic of Singapore – Company Registration No. 200106732C)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Darco Water Technologies Limited (the “**Company**”) will be convened and held at 143 Cecil St, GB Building #11-03, Singapore 069542 on Friday, 27 February 2026 at 10.00 a.m. (Singapore Time), for the purpose of considering and, if thought fit, passing with or without any modifications, the following ordinary resolution:

*All capitalised terms used in this notice of EGM which are not defined herein shall have the meanings ascribed to them in the letter to shareholders of the Company dated 12 February 2026 (the “**Letter**”) in relation to the Proposed Acquisition of Darco InfraCo Vietnam Water Pte. Ltd. and the Proposed Ratification of the Grant of Put Option.*

ORDINARY RESOLUTION 1 – THE PROPOSED ACQUISITION OF 49% OF DARCO INFRACO VIETNAM WATER PTE. LTD.

That:

- (a) the acquisition of an aggregate of 3,697,670 ordinary shares in the share capital of Darco InfraCo Vietnam Water Pte. Ltd. from InfraCo VietAqua Pte. Ltd. (the “**Proposed Acquisition**”) as a major transaction under Chapter 10 of the Listing Rules, and as set out in Section 2 of the Letter be and is hereby approved; and
- (b) the Directors and/or any of them be and are hereby authorised and empowered to approve, complete and do all such acts and things (including approving, modifying, ratifying, signing, sealing, executing and delivering all such agreements, contracts, documents, notices, deeds or instruments as may be required) as they and/or he may consider expedient, desirable or necessary or in the interests of the Company to give effect to the matters considered in this Ordinary Resolution 1.

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ORDINARY RESOLUTION 2 – THE PROPOSED RATIFICATION OF THE GRANT OF PUT OPTION TO INFRACO VIETAQUA PTE. LTD. UNDER THE SHAREHOLDERS’ AGREEMENT DATED 30 NOVEMBER 2018 AND FURTHER AMENDED ON 27 JUNE 2022 ENTERED INTO BETWEEN THE COMPANY AND INFRACO VIETAQUA PTE. LTD.

That:

- (a) the grant of the put option in favour of InfraCo pursuant to the shareholders’ agreement dated 30 November 2018 and further amended on 27 June 2022 (the “**Shareholders’ Agreement**”), under which InfraCo has the right to require the Company to purchase all of the shares held by InfraCo in DIVW on the terms set out in the Shareholders’ Agreement (the “**Put Option**”), be and is hereby ratified, confirmed and approved for the purposes of ensuring compliance with the requirements of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and for all other purposes (the “**Proposed Ratification**”); and
- (b) the Directors and/or any of them be and are hereby authorised and empowered to approve, complete and do all such acts and things (including approving, modifying, ratifying, signing, sealing, executing and delivering all such agreements, contracts, documents, notices, deeds or instruments as may be required) as they and/or he may consider expedient, desirable or necessary or in the interests of the Company to give effect to the matters considered in this Ordinary Resolution 2.

By Order of the Board of
Darco Water Technologies Limited

Dr. Zhang Zhenpeng
Executive Director and Chief Executive Officer
12 February 2026

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Notes to Shareholders on arrangements for the Extraordinary General Meeting:

1. The Extraordinary General Meeting (“EGM”) will be held at 143 Cecil St, GB Building #11-03, Singapore 069542 on Friday, 27 February 2026 at 10.00 a.m. for the purpose of considering and if thought fit, passing, with or without any modification, the Ordinary Resolutions set out in this Notice of EGM. **There will be no option for Shareholders to participate virtually.**
2. **Printed copies of the Letter will not be sent to Shareholders.** Shareholders may request for printed copies of the Letter by completing and returning the request form (sent to them by post together with printed copies of this Notice of EGM and the accompanying Proxy Form) no later than 10.00 a.m. on Friday, 20 February 2026. Printed copies of this Notice of EGM and the Proxy Form will be sent to Shareholders. In addition, this Notice of EGM, the Proxy Form, the Letter and the request form may also be accessed at the Company’s website at the URL <https://darcowater.com/investor-information/extraordinary-general-meeting/>. This Notice of EGM, the Proxy Form, the Letter and the request form are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. Arrangements relating to attendance at the EGM, submission of comments, queries and/or questions to the Chairman of the Meeting in advance of the EGM, addressing of substantial and relevant comments, queries and/or questions before the EGM, and voting by appointing proxy(ies) (including the Chairman of the Meeting), are set out in this Notice of EGM. Please refer to the section titled “Key dates/deadlines” below for the relevant steps and details for Shareholders to participate at the EGM.
4. **There will be no option for Shareholders to participate virtually at the EGM. A Shareholder (whether individual or corporate) must vote live at the EGM or must appoint proxy(ies) (including the Chairman of the Meeting), to attend, speak and vote on his/her/its behalf at the EGM if such Shareholder wishes to exercise his/her/its voting rights at the EGM.** The Proxy Form for the EGM of the Company may also be accessed at the Company’s website at the URL <https://darcowater.com/investor-information/extraordinary-general-meeting/> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. Where a Shareholder (whether individual or corporate) appoints proxy(ies) (other than the Chairman of the Meeting), or appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the proxy(ies) will vote or abstain from voting at his/her/their discretion.
5. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF agent banks, SRS operators or relevant intermediaries to submit their votes and/or questions relating to the ordinary resolution tabled for approval at the EGM by Friday, 13 February 2026 at 5.00 p.m..
6. Duly appointed proxy(ies), including the Chairman of the Meeting, acting as proxy, need not be a Shareholder of the Company.
7. The Proxy Form must be submitted to the Company in the following manner:
 - (i) if submitted by post, be deposited at registered office of the Company at 1 Commonwealth Lane #09-06, One Commonwealth, Singapore 149544; or
 - (ii) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at agm@darcowater.com.

in either case, by Wednesday, 25 February 2026 at 10.00 a.m., at least **48 hours** before the time fixed for holding the EGM of the Company and/or any adjournment thereof. A Shareholder who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**

PERSONAL DATA PRIVACY:

Where a Shareholder 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 Shareholder of the Company (i) consents to the collection, use and disclosure of the Shareholder’s personal data by the Company (or its agents or services providers) for the purpose of the processing and administration by the Company (or its agents or services providers) 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 or services providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”), (ii) warrants that where the Shareholder discloses the personal data of the Shareholder’s proxy(ies) and/or representative(s) to the Company (or its agents or services providers), the 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder’s breach of warranty.

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Key dates/deadlines:

Key Dates	Events and Information
Friday, 13 February 2026 at 5.00 p.m.	Deadline for CPF/SRS investors, including persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act), who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF agent banks, SRS operators or relevant intermediaries to submit their votes and/or questions related to the ordinary resolutions to be tabled for approval at the EGM.
Friday, 20 February 2026 at 10.00 a.m.	<p>Deadline for Shareholders to submit comments, queries and/or questions in advance of the EGM of the Company.</p> <p>Deadline for Shareholders to request for printed copies of the Letter by completing and returning the request form.</p>
Monday, 23 February 2026 at 10.00 a.m.	The Company will endeavour to address all substantial and relevant questions, comments and/or queries received from Shareholders relating to the ordinary resolutions in the Notice of EGM prior to or at the EGM, by publishing its responses to the questions on the Company's website at the URL https://darcowater.com/investor-information/extraordinary-general-meeting/ and SGXNET at the URL https://www.sgx.com/securities/company-announcements .
Wednesday, 25 February 2026 at 10.00 a.m.	<p>Deadline for Shareholders to submit Proxy Forms to appoint proxy(ies) (including the Chairman of the Meeting) to attend, submit question(s) and vote at the EGM of the Company.</p> <p>The Proxy Form must be submitted to the Company in the following manner:</p> <ul style="list-style-type: none"> (i) if submitted by post, be deposited at registered office of the Company at 1 Commonwealth Lane #09-06, One Commonwealth, Singapore 149544; or (ii) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at agm@darcowater.com. <p>Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.</p>
Friday, 27 February 2026 at 10.00 a.m.	Shareholders and (where applicable) duly appointed proxies and representatives may participate at the EGM at 143 Cecil St, GB Building #11-03, Singapore 069542. There will be no option for Shareholders to participate virtually.
By Friday, 27 March 2026	The Company will publish the minutes of EGM on the Company's website at the URL https://darcowater.com/investor-information/extraordinary-general-meeting/ and on SGXNET at the URL https://www.sgx.com/securities/company-announcements within one (1) month after the EGM.