



## MIRACH ENERGY LIMITED

(The "Company")  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200305397E)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting ("EGM") of the Company will be held at International Plaza #36-05A, 10 Anson Road, Singapore 079903, on Tuesday, 29 October 2019 at 3.00 p.m., for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions as set out below.

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless otherwise defined herein, have the same meanings ascribed to them in the circular dated 9 October 2019 ("**Circular**").

#### **AS AN ORDINARY RESOLUTION**

##### **THE PROPOSED CHANGE OF AUDITORS FROM ERNST & YOUNG LLP TO BDO LLP**

- (a) approval be and is hereby given for the Company to appoint BDO LLP as auditors of the Company in place of Ernst & Young LLP to hold office until the conclusion of the next annual general meeting at such remuneration and on such terms to be agreed between the Directors and BDO LLP; and
- (b) to take such steps and exercise such discretion and do all such acts and things (including, without limitation, executing all such documents as may be required) as any Director of the Company may deem desirable, necessary, advisable or expedient to give effect to the matters set out in (a) above.

By Order of the Board

**Chan Shut Li, William**

Executive Chairman

**MIRACH ENERGY LIMITED**

Singapore

9 October 2019

#### **Explanatory Notes:**

In accordance with the requirements of Rule 1203(5) of the Listing Manual:

- (1) Ernst & Young LLP has confirmed by way of letters to BDO LLP dated 19 August 2019 and 16 September 2019 that they are not aware of any professional reasons why BDO LLP should not accept appointment as new auditors of the Company and Mirach HP Management Pte Ltd respectively;
- (2) the Company confirms that there were no disagreements with Ernst & Young LLP on accounting treatments within the last 12 months;
- (3) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in the Circular;
- (4) the Company confirms that the specific reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of the Circular; and
- (5) the Company confirms that it is in compliance with Rule 712 and Rule 715 of the Listing Manual in relation to the appointment of BDO LLP.

Please refer to the Circular for details.

#### **Notes:**

1. Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act, a member is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. A proxy need not be a member of the Company. Where a member appoints more than one proxy, the proportion of his concerned shareholding to be represented by each proxy shall be specified in the proxy form. A proxy need not be a member of the Company.
2. Pursuant to Section 181(1C) of the Companies Act, Chapter 50 (the "**Act**"), a member who is a Relevant Intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.
3. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.
4. A corporation which is a member of the Company may authorise by resolution of its Directors or other governing body such person as it thinks fit to act as its representative at the Extraordinary General Meeting, in accordance with its Constitution and Section 179 of the Act.
5. The instrument appointing proxy or proxies, together with the power of attorney or other authority (if any) under which it is signed, or notorially certified copy thereof, must be deposited at the office of the Company's Share Registrar in Singapore, at 80 Robinson Road, #11-02, Singapore 068898, not later than 48 hours before the time set for the Extraordinary General Meeting.

#### **Personal data privacy:**

By submitting 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, 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.