

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Forty-Eighth Annual General Meeting of the Company will be convened and held by way of electronic means on Thursday, 29 July 2021 at 11.00 a.m. (Singapore time) for the purpose of transacting the following business:

### ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement, Auditor's Report and Audited Financial Statements for the year ended 31 March 2021. **Resolution 1**
  2. To declare the payment of a first and final tax exempt (one-tier) dividend of 2.0 cents per ordinary share for the year ended 31 March 2021. **Resolution 2**
  3. To declare the payment of a special tax exempt (one-tier) dividend of 0.25 cent per ordinary share for the year ended 31 March 2021. **Resolution 3**
  4. To re-elect Mr Gerald Ong Chong Keng, a Director retiring pursuant to Article 94 of the Company's Constitution. [refer to explanatory note (a)] **Resolution 4**
  5. To re-elect Ms Deborah Lee Siew Yin, a Director retiring pursuant to Article 94 of the Company's Constitution. [refer to explanatory note (b)] **Resolution 5**
- To note that Mr Phua Bah Lee will be retiring pursuant to Article 94 of the Company's Constitution and he will not be seeking re-election at this Annual General Meeting.
6. To re-elect Mr Ng Ee Peng, a Director retiring pursuant to Article 100 of the Company's Constitution. [refer to explanatory note (c)] **Resolution 6**
  7. To approve the Directors' Fees of \$915,500 (2020: \$915,500) for the year ended 31 March 2021. **Resolution 7**
  8. To re-appoint Ernst & Young LLP as the Company's Auditor and to authorise the Directors to fix its remuneration. **Resolution 8**

### SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

#### 9. **Share Issue Mandate**

That authority be and is hereby given to the Directors of the Company to:

- (a) (i) issue shares of the Company ("**shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

## NOTICE OF ANNUAL GENERAL MEETING

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
  - (a) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
  - (b) any subsequent bonus issue, consolidation or subdivision of shares,

and, in sub-paragraph (1) above and this sub-paragraph (2), “**subsidiary holdings**” has the meaning given to it in the Listing Manual of the Singapore Exchange Securities Trading Limited;

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the Singapore Exchange Securities Trading Limited for the time being in force (unless such compliance has been waived by the Singapore Exchange Securities Trading Limited) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.  
[refer to explanatory note (d)]

**Resolution 9**

### 10. **Renewal of the Share Purchase Mandate**

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire ordinary shares of the Company (“**Shares**”) not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
  - (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and/or any other stock exchange on which the Shares may for the time being be listed and quoted (“**Other Exchange**”); and/or
  - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST or, as the case may be, Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

## NOTICE OF ANNUAL GENERAL MEETING

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, Other Exchange as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
  - (i) the date on which the next Annual General Meeting of the Company is held;
  - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
  - (iii) the date on which purchases or acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;

- (c) in this Resolution:

“**Average Closing Price**” means the average of the closing market prices of the Shares over the last five market days on which the Shares were transacted on the SGX-ST or, as the case may be, Other Exchange, before the date of the market purchase by the Company, and deemed to be adjusted in accordance with the listing rules of the SGX-ST for any corporate action which occurs during the relevant five-day period and the date of the market purchase by the Company;

“**date of the making of the offer**” means the date on which the Company makes an offer for the purchase or acquisition of Shares from shareholders, stating therein the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

“**Maximum Limit**” means that number of Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST));

“**Maximum Price**” in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall not exceed:

- (i) in the case of a market purchase of a Share, 5% above the Average Closing Price; and
- (ii) in the case of an off-market purchase of a Share pursuant to an equal access scheme, the NTAV of a Share; and

“**NTAV of a Share**” means the net tangible asset value of a Share taken from the latest announced consolidated financial statements of the Company preceding the date of the making of the offer pursuant to the off-market purchase; and

- (d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution. [refer to explanatory note (e)]

**Resolution 10**

## NOTICE OF ANNUAL GENERAL MEETING

### 11. “Tier-1” approval for Lt-Gen (Retd) Winston Choo Wee Leong

That for the purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 12 (relating to his “Tier-2” approval) by shareholders of the Company (excluding the Directors and the Chief Executive Officer of the Company and their respective associates (as defined in the Listing Manual of the SGX-ST)):

- (a) the continued appointment of Lt-Gen (Retd) Winston Choo Wee Leong as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Lt-Gen (Retd) Winston Choo Wee Leong as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 11**

### 12. “Tier-2” approval for Lt-Gen (Retd) Winston Choo Wee Leong

That for the purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the Singapore Exchange Securities Trading Limited (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 11 (relating to his “Tier-1” approval) by shareholders of the Company:

- (a) the continued appointment of Lt-Gen (Retd) Winston Choo Wee Leong as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Lt-Gen (Retd) Winston Choo Wee Leong as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 12**

### 13. “Tier-1” approval for Mrs Fang Ai Lian

That for the purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 14 (relating to her “Tier-2” approval) by shareholders of the Company (excluding the Directors and the Chief Executive Officer of the Company and their respective associates (as defined in the Listing Manual of the SGX-ST)):

- (a) the continued appointment of Mrs Fang Ai Lian as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Mrs Fang Ai Lian as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 13**

### 14. “Tier-2” approval for Mrs Fang Ai Lian

That for the purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the Singapore Exchange Securities Trading Limited (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 13 (relating to her “Tier-1” approval) by shareholders of the Company:

- (a) the continued appointment of Mrs Fang Ai Lian as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Mrs Fang Ai Lian as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 14**

## NOTICE OF ANNUAL GENERAL MEETING

### 15. “Tier-1” approval for Mr Tan Soo Khoon

That for the purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 16 (relating to his “Tier-2” approval) by shareholders of the Company (excluding the Directors and the Chief Executive Officer of the Company and their respective associates (as defined in the Listing Manual of the SGX-ST)):

- (a) the continued appointment of Mr Tan Soo Khoon as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Mr Tan Soo Khoon as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 15**

### 16. “Tier-2” approval for Mr Tan Soo Khoon

That for the purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the Singapore Exchange Securities Trading Limited (which will take effect from 1 January 2022), and subject to and contingent upon the passing of Resolution 15 (relating to his “Tier-1” approval) by shareholders of the Company:

- (a) the continued appointment of Mr Tan Soo Khoon as an independent Director be and is hereby approved; and
- (b) such approval shall continue in force until (i) the retirement or resignation of Mr Tan Soo Khoon as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier. [refer to explanatory note (f)] **Resolution 16**

## NOTICE OF ANNUAL GENERAL MEETING

### NOTICE OF RECORD DATE

**NOTICE IS HEREBY GIVEN** that the Transfer Books and Register of Members of the Company will be closed on 4 August 2021 for the purpose of determining shareholders' entitlements to the proposed first and final tax exempt (one-tier) dividend of 2.0 cents per ordinary share and special tax exempt (one-tier) dividend of 0.25 cent per ordinary share for the financial year ended 31 March 2021 (the "**Proposed Dividends**").

Duly completed transfers received by the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #11-02, Singapore 068898 up to 5.00 p.m. on 3 August 2021 (the "**Record Date**") will be registered before shareholders' entitlements to the Proposed Dividends are determined.

Shareholders (being Depositors) whose securities accounts with The Central Depository (Pte) Limited are credited with shares as at 5.00 p.m. on the Record Date will rank for the Proposed Dividends.

The Proposed Dividends, if approved at the Forty-Eighth Annual General Meeting of the Company to be held on 29 July 2021, will be paid on 11 August 2021.

By Order of the Board  
Tan Ching Chek and Eve Chan Bee Leng  
Joint Company Secretaries

14 July 2021  
Singapore

## NOTICE OF ANNUAL GENERAL MEETING

### Explanatory Notes:

- (a) Mr Gerald Ong Chong Keng, if re-elected, will continue to serve as a member of the Audit, Nominating and Investment Committees. Information pursuant to Rule 720(6) of the Listing Manual of the SGX-ST on Mr Gerald Ong Chong Keng can be found in the “Information on Directors Seeking Re-election” section of the Company’s Annual Report 2021.
- (b) Ms Deborah Lee Siew Yin, if re-elected, will continue to serve as a member of the Audit and Remuneration Committees. Information pursuant to Rule 720(6) of the Listing Manual of the SGX-ST on Ms Deborah Lee Siew Yin can be found in the “Information on Directors Seeking Re-election” section of the Company’s Annual Report 2021.
- (c) Information pursuant to Rule 720(6) of the Listing Manual of the SGX-ST on Mr Ng Ee Peng can be found in the “Information on Directors Seeking Re-election” section of the Company’s Annual Report 2021.
- (d) The proposed ordinary resolution 9 above, if passed, will empower the Directors of the Company from the date of the Annual General Meeting to issue shares of the Company up to the limits as specified in the resolution for such purposes as they consider would be in the interests of the Company. This authority will continue in force until the next Annual General Meeting of the Company, unless previously revoked or varied at a general meeting. As at 15 June 2021, the Company had 3,512,800 treasury shares and no subsidiary holdings.
- (e) The proposed ordinary resolution 10 above, if passed, will empower the Directors of the Company, effective until the date of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or the date on which such authority is carried out to the full extent mandated or is varied or revoked by the Company in a general meeting, whichever is the earliest, to exercise the power of the Company to purchase or acquire its Shares. The Company intends to use internal sources of funds, external borrowings, or a combination of internal resources and external borrowings, to finance purchases or acquisitions of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company’s financial position, cannot be ascertained as at the date of this Notice as these will depend on, *inter alia*, whether the Shares are purchased or acquired out of capital and/or profits of the Company, the aggregate number of Shares purchased or acquired, and the consideration paid at the relevant time. For illustrative purposes only, the financial effects of an assumed purchase or acquisition by the Company of 10% of its issued Shares (excluding treasury shares and subsidiary holdings) as at 15 June 2021, at a purchase price equivalent to the Maximum Price per Share, in the case of a market purchase and an off-market purchase respectively, based on the audited financial statements of the Group and the Company for the financial year ended 31 March 2021 and certain assumptions, are set out in Paragraph 2.7 of the Company’s Letter to Shareholders dated 14 July 2021.
- (f) The proposed ordinary resolutions 11 and 12, 13 and 14, and 15 and 16, above, are to approve the continued appointment of each of Lt-Gen (Retd) Winston Choo Wee Leong (“**Lt-Gen (Retd) Winston Choo**”), Mrs Fang Ai Lian (“**Mrs Fang**”) and Mr Tan Soo Khoon (“**Mr Tan**”) respectively, as an independent Director for the purposes of Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, which will take effect from 1 January 2022. This Rule provides that a Director will not be independent if he/she has been a Director for an aggregate period of more than nine years and his/her continued appointment as an independent Director has not been sought and approved in separate resolutions by (i) all shareholders; and (ii) shareholders excluding the Directors and the Chief Executive Officer of the Company (being in the case of the latter, the Company’s Group Chief Executive Officer and Executive Director), and their respective associates (as defined in the Listing Manual of the SGX-ST).



## NOTICE OF ANNUAL GENERAL MEETING

Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan are independent Directors who have each served for an aggregate of more than nine years on the Board. (Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan were appointed to the Board on 18 June 2007, 16 July 2008 and 9 December 2011, respectively). The Company is accordingly seeking the requisite approvals from shareholders for the continued appointment of each of Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan as an independent Director from 1 January 2022 via the two-tier voting process under Rule 210(5)(d)(iii)(A) and Rule 210(5)(d)(iii)(B). If obtained, the requisite approvals will remain in force until (I) in the case of Lt-Gen (Retd) Winston Choo, the earlier of (i) his retirement or resignation as a Director, or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of ordinary resolutions 11 and 12; (II) in the case of Mrs Fang, the earlier of (i) her retirement or resignation as a Director, or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of ordinary resolutions 13 and 14; and (III) in the case of Mr Tan, the earlier of (i) his retirement or resignation as a Director, or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of ordinary resolutions 15 and 16. Otherwise, Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan will be regarded as non-independent from 1 January 2022.

If ordinary resolutions 11 to 16 are not passed, and assuming that (i) each of the Directors seeking re-election at this Annual General Meeting (being Mr Gerald Ong Chong Keng, Ms Deborah Lee Siew Yin and Mr Ng Ee Peng) is re-elected, and (ii) there is no further change to the Board size and composition from the conclusion of this Annual General Meeting until 1 January 2022, the Board would comprise 2 independent and 5 non-independent Directors from 1 January 2022. In such event, the Company will re-constitute the Board to ensure that independent Directors continue to comprise at least one-third of the Board for the purposes of Rule 210(5)(c) of the Listing Manual of the SGX-ST, which will take effect from 1 January 2022.

In seeking the requisite approvals under Rule 210(5)(d)(iii) for each of Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan to continue as an independent Director, the Company seeks to strike an appropriate balance between tenure of service, continuity of experience and refreshment of the Board. The Board believes that the Company will benefit from the continued appointment of Lt-Gen (Retd) Winston Choo, Mrs Fang, and Mr Tan as independent Directors given their deep knowledge of the Group's business and operations which are gained over the course of their tenure as Board members. The Nominating Committee and the Board have observed that Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan continue to demonstrate independence in conduct, character and judgment, and that their length of service on the Board neither interferes with their exercise of independent judgment nor hinders their ability to act in the best interests of the Company. After a rigorous review, the Nominating Committee and the Board have determined that Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan continue to be independent despite each having served for more than nine years on the Board. Each of Lt-Gen (Retd) Winston Choo, Mrs Fang and Mr Tan has recused himself/herself from all Nominating Committee (where applicable) and Board deliberations and decisions relating to his/her continued independence.

Under Rule 210(5)(d)(iii)(A), all shareholders may vote on ordinary resolutions 11, 13 and 15. In compliance with Rule 210(5)(d)(iii)(B), the Directors (including the Group Chief Executive Officer) of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST) will abstain from voting on ordinary resolutions 12, 14 and 16. The Company will disregard any votes cast by the Directors (including the Group Chief Executive Officer) of the Company, and their respective associates, in respect of their holdings of shares (if any) on ordinary resolutions 12, 14 and 16. The Chairman of the Meeting will accept appointment as proxy for any other shareholder to vote in respect of ordinary resolutions 12, 14 and 16, where such shareholder has given specific instructions in a validly completed and submitted proxy form as to voting, or abstention from voting, in respect of ordinary resolutions 12, 14 and 16.

If ordinary resolution 11 is not passed, ordinary resolution 12 will be withdrawn. If ordinary resolution 13 is not passed, ordinary resolution 14 will be withdrawn. If ordinary resolution 15 is not passed, ordinary resolution 16 will be withdrawn.



## NOTICE OF ANNUAL GENERAL MEETING

### Notes:

1. The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company's corporate website at the URL [https://www.metroholdings.com.sg/investor\\_shareholder-meetings](https://www.metroholdings.com.sg/investor_shareholder-meetings). This Notice will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the Annual General Meeting, addressing of substantial and relevant questions at, or prior to, the Annual General Meeting and voting by appointing the Chairman of the Meeting as proxy at the Annual General Meeting, are set out in the accompanying Company's announcement dated 14 July 2021. This announcement may be accessed at the Company's corporate website at the URL [https://www.metroholdings.com.sg/investor\\_shareholder-meetings](https://www.metroholdings.com.sg/investor_shareholder-meetings), and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. **As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the Annual General Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Annual General Meeting.** The accompanying proxy form for the Annual General Meeting may be accessed at the Company's corporate website at the URL [https://www.metroholdings.com.sg/investor\\_shareholder-meetings](https://www.metroholdings.com.sg/investor_shareholder-meetings), and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Where a member (whether individual or corporate) 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 appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 16 July 2021**.

4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #11-02, Singapore 068898; or
  - (b) if submitted electronically, be submitted via email to the Company's Share Registrar at [sg.is.Metroproxy@sg.tricorglobal.com](mailto:sg.is.Metroproxy@sg.tricorglobal.com),

in either case by 11.00 a.m. on 26 July 2021, being 72 hours before the time appointed for holding the Annual General Meeting.

## NOTICE OF ANNUAL GENERAL MEETING

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically via email.**

6. The Company's Annual Report 2021 and the Letter to Shareholders dated 14 July 2021 (in relation to the proposed renewal of share purchase mandate) have been published on the Company's corporate website and may be accessed as follows:
- (a) the Company's Annual Report 2021 may be accessed at the URL [https://www.metroholdings.com.sg/investor\\_annual-report](https://www.metroholdings.com.sg/investor_annual-report) by clicking on the hyperlink for "Annual Report 2021"; and
  - (b) the Letter to Shareholders dated 14 July 2021 may be accessed at the URL [https://www.metroholdings.com.sg/investor\\_letter-to-shareholders](https://www.metroholdings.com.sg/investor_letter-to-shareholders) by clicking on the hyperlink for "Letter to Shareholders in Relation to the Renewal of the Share Purchase Mandate".

The above documents will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

7. Any reference to a time of day is made by reference to Singapore time.

### Personal Data Privacy:

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.