



META HEALTH LIMITED

(Company Registration Number: 198804700N)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of **META HEALTH LIMITED** (the “Company”) will be held at Chui Huay Lim Club, 190 Keng Lee Road, Singapore 308409 on Friday, 22 December 2023 at 9:30 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the Ordinary Resolution set out below.

All capitalised terms in this notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meaning as ascribed to them in the circular dated 7 December 2023 (the “Circular”) issued by the Company to the Shareholders.

ORDINARY RESOLUTION – PROPOSED SALE OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF MCE TECHNOLOGIES (SUZHOU) CO., LTD. AS A MAJOR TRANSACTION UNDER CHAPTER 10 OF THE CATALIST RULES

RESOLVED THAT:

- approval be and is hereby given for the proposed disposal by the Company, holding through MCE Technologies Holdings Pte. Ltd., of the entire issued and paid-up share capital in the Company's wholly-owned subsidiary, being MCE TECHNOLOGIES (SUZHOU) CO., LTD. 美特尔金属制品(苏州)有限公司 and its subsidiary, on the terms and subject to the conditions set out in the equity transfer agreement dated 20 November 2023 entered into between the Company, and the purchaser, being Jiangsu Tai En Si Technologies Co., Ltd. 江苏泰恩斯工业科技有限公司 and the other Proposed Transactions described in the Circular;
- the directors of the Company (the “Directors”) or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any document, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution and the Proposed Transactions as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution and the Proposed Transactions be and are hereby approved, confirmed and ratified.

BY ORDER OF THE BOARD

Dr Ng Kee Huat, Bernard

Chairman and Group Chief Executive Officer

7 December 2023

NOTES:

General

- The EGM will be held, in a wholly physical format, at Chui Huay Lim Club, 190 Keng Lee Road, Singapore 308409, on Friday, 22 December 2023 at 9.30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the resolution set out in the Notice of EGM. There will be no option for Shareholders to participate virtually.
- Members may participate in the EGM by:
 - attending the EGM in person;
 - voting at the EGM (i) themselves; or (ii) through their duly appointed proxy(ies); and/or
 - submitting questions in advance of, or at, the EGM,details as set out in the paragraphs below.
- Printed copies of the Circular, which contains this Notice of EGM and the attached Proxy Form, will be sent to Shareholders by post. These documents will also be published on SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <https://metahealth.sg/>.

Register in person to attend the EGM

- Shareholders and (where applicable) duly appointed proxies can attend the EGM in person. To do so, they will need to register in person at the registration counter(s) outside the EGM venue on the day of the event. Every attendee is required to bring his or her NRIC or passport to enable the Company to verify his or her identity. The Company reserves the right to refuse admittance to the EGM if the attendee's identity cannot be verified accurately. Shareholders are advised not to attend the EGM if they are feeling unwell.
- Shareholders holding Shares through Relevant Intermediaries (as defined under Section 181(6) of the Companies Act) (other than CPF/SRS investors) who wish to participate in the EGM in person should approach his or her Relevant Intermediary at least seven (7) working days before the date of the EGM (i.e. by **5.00 p.m. on 12 December 2023**) to make the necessary arrangements.

Submission of questions

- Submission of questions in advance of the EGM: Shareholders can submit substantial and relevant questions relating to the businesses of the EGM, in advance of the EGM, to the Company (i) in hard copy by post, to be deposited at the registered office of the Company at 7500A Beach Road, #12-303 The Plaza, Singapore 199591, or (ii) electronically via email to info@metahealth.sg.

All substantial and relevant questions relating to the businesses of the EGM by the Shareholders must be submitted by **9.30 a.m. on 15 December 2023** (the “Cut-Off Time”).

When submitting substantial and relevant questions electronically via email or by post, Shareholders must provide the Company with the following details to enable the Company to verify their status as Shareholders: (a) status: individual shareholder or corporate representative; (b) full name/full company name (as per CDP/CPF/SRS/Scrp-based records); (c) NRIC/FIN/Passport No./UEN; (d) email address; and (e) contact number (optional).

Persons who hold Shares through Relevant Intermediaries (other than CPF/SRS investors) should contact their respective Relevant Intermediaries through which they hold such Shares to submit their questions relating to the resolution to be tabled for approval at the EGM based on the abovementioned instructions.

The Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the EGM, before or during the EGM. The responses to substantial and relevant questions received from Shareholders by the Cut-Off Time will be posted on SGXNet and the Company's corporate website at the URL <https://metahealth.sg/> before **9.30 a.m. on 18 December 2023**, being at least forty-eight (48) hours prior to the closing date and time for the lodgement of the Proxy Form. The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (relating to the resolution to be tabled for approval at the EGM) received after the Cut-Off Time which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM, during the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

- Submission of questions during the EGM:** Shareholders and their proxy(ies) attending the EGM may ask questions in person at the EGM.

Voting

- Shareholders (including CPF/SRS investors) can vote at the EGM themselves or through duly appointed proxy(ies). A Shareholder who wishes to appoint a proxy(ies) must submit an instrument appointing a proxy(ies) (i.e. the Proxy Form) in accordance with the instructions on the Proxy Form.
- If a Shareholder wishes to appoint a proxy(ies) to attend, speak and vote at the EGM on his or her behalf, he or she should submit the Proxy Form to the Company in the following manner: (a) if submitted by post, be deposited at the office of the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902; or (b) if submitted electronically via email, be submitted to the Company's Share Registrar at gpb@mncsingapore.com, in each case, by **9.30 a.m. on 20 December 2023**, being not less than forty-eight (48) hours before the time appointed for holding the EGM, and in default the Proxy Form shall not be treated as valid.
- A Shareholder who wishes to submit an instrument appointing a proxy(ies) must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it electronically via email to the email address provided above.
- CPF/SRS investors may:
 - vote live at the EGM if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have questions regarding their appointment as proxies; or
 - appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks/SRS Operators no later than **5.00 p.m. on 12 December 2023** (being seven (7) working days before the date of the EGM).

Other Information

- A Shareholder of the Company entitled to attend, speak and vote at the EGM, and who is not a Relevant Intermediary (as defined under Section 181(6) of the Companies Act), is entitled to appoint one (1) proxy or two (2) proxies to attend, speak and vote in his or her place.
- A Shareholder who is a Relevant Intermediary entitled to attend, speak and vote at the EGM is entitled to appoint more than two (2) proxies to attend, speak and vote instead of the Shareholder, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints more than one (1) proxy, it should annex to the Proxy Form the list of proxies, setting out, in respect of each proxy, the name, address, email address, NRIC/Passport Number and proportion of shareholding (number of Shares and percentage) in relation to which each proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank/SRS Operator who intends to appoint CPF/SRS investors as its proxies shall comply with this note to the Notice of EGM. The appointments shall be invalid unless the Shareholder specifies the number of Shares in relation to which each proxy has been appointed in the Proxy Form.
- The completion and return of a Proxy Form by a Shareholder does not preclude him or her from attending, speaking and voting in person at the EGM should he or she subsequently decide to do so, although the appointment of the proxy(ies) shall be deemed to be revoked by such attendance.
- A Depositor shall not be regarded as a Shareholder of the Company and shall not be entitled to attend the EGM and to speak and vote thereat unless his or her name appears on the Depository Register as certified by CDP as at seventy-two (72) hours before the time appointed for holding the EGM (i.e. **9.30 a.m. on 19 December 2023**).
- A proxy need not be a Shareholder of the Company. The Chairman of the EGM, as proxy, need not be a Shareholder of the Company.
- A corporation which is a Shareholder of the Company may authorise by resolutions of its directors or other governing body, such person as it thinks fit to act as its representative at the EGM.
- The instrument appointing a proxy(ies) must be signed by the appointor or his or her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument appointing a proxy(ies) is signed on behalf of the Shareholder or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument appointing a proxy(ies), failing which the instrument appointing a proxy(ies) may be treated as invalid.
- The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNet and the Company's corporate website, and the minutes will include the responses to substantial and relevant questions received from Shareholders which are addressed during the EGM.

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 Shareholder of the Company:

- consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”);
- 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 service 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
- 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.

Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared for the EGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the EGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the “Sponsor”), in accordance with Rule 226(2)(b) of the Singapore Securities Trading Limited (the “SGX-ST”) Listing Manual Section B: Rules of Catalist (the “Catalist Rules”).

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Mr. Alex Tan, Chief Executive Officer, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.