

# MS HOLDINGS LIMITED

(Registration No. 201414628C)  
(Incorporated in the Republic of Singapore)

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (“**EGM**”) of MS Holdings Limited (“**Company**”) will be held by electronic means, on Thursday, 24 March 2022 at 10:00 a.m., 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 circular to shareholders of the Company dated 1 March 2022 (“**Circular**”) in relation to the Proposed Diversification.

## **RESOLUTION 1: ORDINARY RESOLUTION**

### **THE PROPOSED DIVERSIFICATION OF THE GROUP’S BUSINESS TO INCLUDE AUTOMOTIVE FINANCING**

That:

- (a) approval be and is hereby given for the diversification of the Group’s core existing business to include the Proposed New Business as described in Section 2.2 of the Circular to the Shareholders dated 1 March 2022, and any other activities related to the Proposed New Business;
- (b) subject to compliance with the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist requiring approval from Shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, any such assets, businesses, investments and shares/interests in any entity that is related to the Proposed New Business, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and
- (c) the Directors or any of them be and are hereby authorised to complete and do any and all such acts and things (including executing all such documents as may be required) as they may, in their absolute discretion deem fit, expedient or necessary to give effect to this ordinary resolution.

**BY ORDER OF THE BOARD OF DIRECTORS  
OF MS HOLDINGS LIMITED**

Wee Woon Hong  
Company Secretary  
1 March 2022  
Singapore

## **Notes on the alternative arrangements for the EGM**

- (i) Shareholders may access a copy of the Circular at the Company's website ([www.mohsengcranes.com](http://www.mohsengcranes.com)) and the SGX website (<https://www.sgx.com/securities/company-announcements>).
- (ii) The EGM is to be convened by 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 ("**Meeting Order**"), which is extended until it is revoked or amended by the Ministry of Law. This extended duration of the Meeting Order provides the Company with the option to conduct general meetings by electronic means even where Company is permitted under the COVID-19 safe distancing regulations to hold physical meetings, to help minimise physical interactions and COVID-19 transmission risks. Printed copies of this notice will not be mailed to members (i.e. shareholders) of the Company. Instead, this notice will be published on the Company's website ([www.mohsengcranes.com](http://www.mohsengcranes.com)) and will also be made available on the SGX website (<https://www.sgx.com/securities/company-announcements>).
- (iii) Accordingly, no physical EGM will be held in order to minimise the risk of community spread of COVID-19 and hence, members can only watch the proceedings of the EGM via live webcast and will not be able to attend the EGM in person. A member (whether individual or corporate) who wishes to exercise his/her/its voting rights at the EGM must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM. A member should specifically indicate how the member wishes to vote for or vote against (or abstain from voting on) the resolutions.
- (iv) **Pre-Registration**

- (a) Pre-registration to attend the EGM:

A member who wishes to watch and observe the proceedings of the EGM through a live webcast (comprising both video (audio-visual) and audio-only feeds) via their mobile phones, tablets or computers are to submit their request by email to [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg), with their full name (as per The Central Depository (Pte) Limited's ("**CDP**") records), identification number (e.g. NRIC/Passport Number/FIN), shareholding type, email address and contact number (to enable the Company and/or its agents and service providers to authenticate their status as member) to the Company by 10:00 a.m. on 22 March 2022. Upon successful authentication, each such member will receive an email reply by 10:00 a.m. on 23 March 2022. The email reply will contain instructions to access the live webcast of the EGM proceedings. Only authenticated members are permitted to access and attend the EGM proceedings. Members who have pre-registered by the deadline of 10:00 a.m./p.m. on 22 March 2022 but have not received an email reply by 10:00 a.m. on 23 March 2022 are to contact the Company for assistance by phone (at (65) 68610898) or by email (at [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg)) as soon as practicable. On the day of the EGM, before an authenticated and pre-registered member may access the live webcast and attend the EGM (by electronic means), the member's identity is required to be verified by the Company's Share Registrar. Members are encouraged to log on (to access to the live webcast of the EGM proceedings) early to avoid possible bottlenecks and potential delays. We seek your kind understanding and cooperation. Members may log on from Thursday, 9:00 a.m. on 24 March 2022.

- (b) Pre-registration to attend the VIS:

A VIS will be held for shareholders prior to the EGM, at 10:00 a.m. on 17 March 2022 where the Company will endeavour to address all substantial and relevant questions received by the Questions Deadline (as defined in paragraph (2)(a) below) from members in relation to the resolutions to approve the Proposed Diversification as set out in this notice. Members will also be able to ask questions "live" via the online chat box function during the VIS.

A member who wishes to participate in the VIS are to submit their request by email to [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg), with their full name (as per CDP's records), identification number (e.g. NRIC/Passport Number/FIN), shareholding type, email address and contact number (to enable the Company and/or its agents and service providers to authenticate their status as member) to the Company by 10:00 a.m. on 15 March 2022. Upon successful authentication, each such member will receive an email reply by 10:00 a.m. on 16 March 2022. The email reply will contain instructions to access the live webcast of the VIS. Only authenticated members are permitted to access and attend the EGM proceedings. Members who have pre-registered by the deadline of 10:00 a.m. on 15 March 2022 but have not received an email reply by 10:00 a.m. on 16 March 2022 are to contact the Company for assistance by phone (at (65) 68610898) or by email (at [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg)) as soon as practicable. On the day of the VIS, before an authenticated and pre-registered member may access the live webcast and attend the VIS (by electronic means), the member's identity is required to be verified by the Company's Share Registrar. Members are encouraged to log on (to access to the live webcast of the VIS) early to avoid possible bottlenecks and potential delays. We seek your kind understanding and cooperation. Members may log on from Thursday, 9:00 a.m. on 17 March 2022.

- (v) Members will not be allowed to ask questions during the live webcast of the EGM. Members who may have questions relating to each resolution to be tabled for approval at the EGM are to:
  - (a) submit their questions by email to [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg), together with their full name (as per CDP records), identification number (e.g. NRIC/Passport Number/FIN), shareholding type, email address, and contact number (to enable the Company and/or its agents and service providers to authenticate their status as members) to the Company by 10:00 a.m. on 9 March 2022 ("**Questions Deadline**"). The Company will endeavour to address all relevant and substantial questions (as may be determined by the Company in its sole discretion) received at the VIS; and/or
  - (b) submit their questions via an online chat box function during the VIS to be held prior to the EGM.
- (vi) If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.
- (vii) The instrument appointing the Chairman of the EGM as proxy must either be deposited at the office of the Company's Share Registrar (i.e. Tricor Barbinder Share Registration Services), at 80 Robinson Road, #02-00, Singapore 068898, or submitted to the Company by email to [egm@msholdings.com.sg](mailto:egm@msholdings.com.sg), by 10:00 a.m. on 22 March 2022 (that is, not less than 48 hours before the time appointed for holding the EGM). Members are strongly encouraged to submit the completed and signed PDF copies of their proxy forms to the Company via email.
- (viii) A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to access the live webcast and attend and vote via proxy at the EGM.
- (ix) The Company will publish the minutes of the EGM via the SGXNet platform and the Company's website within one month after the date of EGM.
- (x) As the COVID-19 situation continues to evolve, members are advised to read the Government of Singapore's "COVID-19: Advisories for Various Sectors" (<https://www.gov.sg/article/covid-19-sector-specific-advisories>) including the health advisories issued by the Ministry of Health. The Company will monitor the situation and reserves the right to take further measures as appropriate in order to comply with the various government and regulatory advisories. Any changes to the manner of conduct of the EGM will be announced by the Company on the SGXNET.

### Summary of Key Dates and Times

Deadlines/Opening Time	Actions
By Tuesday, 9 March 2022, 10:00 a.m.	For members who have questions relating to the business of the EGM to email their questions to <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> .
By Tuesday, 15 March 2022, 10:00 a.m.	For members to submit the necessary information required for authentication by email to <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> should they wish to attend the VIS via a live audio-visual webcast.
By Tuesday, 16 March 2022, 10:00 a.m.	For members who have been successfully authenticated to receive an email reply with instructions to access the VIS (" <b>VIS Email</b> "); and for members who have pre-registered but have not received any VIS Email by this time to contact the Company for assistance by phone (at (65) 68610898) or by email (at <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> ) as soon as practicable.
By Thursday, 17 March 2022, 9:00 a.m.	When pre-registered members may log on for the VIS that is scheduled to commence at 10:00 a.m. on Thursday, 17 March 2022, using the instructions received in the VIS Email.
By Tuesday, 22 March 2022, 10:00 a.m.	For members to submit the necessary information required for authentication by email to <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> should they wish to attend the EGM via a live audio-visual webcast or live audio-only stream.
By Tuesday, 22 March 2022, 10:00 a.m.	For members to either deposit the completed and signed proxy forms either to the Company's Share Registrar at 80 Robinson Road, #02-00, Singapore 068898, or submit the completed and signed proxy forms to the Company by email to <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> .  In view of the COVID-19 situation, members are strongly encouraged to submit their completed and signed PDF copies of their proxy forms electronically via email to <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> .
By Wednesday, 23 March 2022, 10:00 a.m.	For members who have been successfully authenticated to receive an email reply with instructions to access the live webcast of the EGM (" <b>Confirmation Email</b> "); and for members who have pre-registered but have not received any Confirmation Email by this time to contact the Company for assistance by phone (at (65) 68610898) or by email (at <a href="mailto:egm@msholdings.com.sg">egm@msholdings.com.sg</a> ) as soon as practicable.
By Thursday, 24 March 2022, 9:00 a.m.	When pre-registered members may log on for the Share Registrar to verify their identity and access to the live webcast to the EGM (that is scheduled to commence at 10:00 a.m. on Thursday, 24 March 2022), using the instructions received in the Confirmation Email.

**Personal data privacy:**

By attending, speaking, proposing, seconding and/or voting at the EGM and/or by a member of the Company submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and/or vote at the EGM and/or any adjournment thereof, the person/member (i) understands and accepts that photographs, images, audio and/or video recordings and transcripts of the EGM may be taken and/or made by the Company (and/or its agents and service providers), (ii) consents to the collection, use and disclosure of the person's/member's and its proxy(ies)'s or representative(s)'s personal data by the Company (and/or its agents and service providers) for legal, regulatory, compliance, corporate policies, procedures and administration, corporate actions, corporate communications and investor relations purposes and for the purposes of the processing, administration and record keeping by the Company (and/or its agents and service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation, compilation, recording, keeping of the attendance lists, transcripts, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (and/or its agents and service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines and for publication and/or use in the Circular, corporate brochures, newsletters, publications, materials and/or corporate website by the Company (and/or its agents and service providers) (collectively, the "**Purposes**"), (iii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (and/or its agents and service providers), the member has obtained the prior express consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (and/or its agents and service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iv) 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.