



SMRT CORPORATION LTD

(Company Registration Number: 200001855H)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the **“EGM”**) of SMRT Corporation Ltd (the **“Company”**) will be held at The Star Theatre, Level 5, The Star Performing Arts Centre, 1 Vista Exchange Green, Singapore 138617 on 29 September 2016 at 2.30 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution which will be proposed as an ordinary resolution.

All references to the Circular in this Notice of EGM shall mean the Company's Circular to shareholders dated 1 August 2016. All capitalised terms not otherwise defined herein shall have the meanings given to them in the Circular.

ORDINARY RESOLUTION

RESOLVED THAT pursuant to Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited, approval be and is hereby given for:

- (a) the Proposed Sale (as defined in the Circular), on the terms and conditions of the Sale and Purchase Agreements (as defined in the Circular); and
- (b) the Directors or any one of them to complete and do all such acts and things (including without limitation, to finalise and authorise the acceptance of the NRFF Licence (as defined in the Circular), the surrender of the Existing Licences (as defined in the Circular), the execution of all relevant agreements and documents, and the approval of any amendments, alterations or modifications to the Sale and Purchase Agreements and such other agreements and documents) as the Directors or any of them may consider necessary, desirable or expedient in connection with the Proposed Sale.

By Order of the Board of Directors

Jacquelin Tay Gek Poh
Company Secretary

Singapore
1 August 2016

Notes

1. A member, who is entitled to attend, speak and vote at the EGM and is not a relevant intermediary (which has the meaning ascribed to it in Section 181(6) of the Companies Act, Chapter 50 of Singapore), is entitled to appoint up to two proxies to attend, speak and vote in his/her stead.
2. A member which is entitled to attend, speak and vote at the EGM and is a relevant intermediary may appoint more than two proxies to exercise all or any of his rights to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).
3. A proxy need not be a member of the Company.
4. Please see the Circular and the Notes to Proxy Form for more information.

Personal data privacy

By submitting an instrument appointing a proxy or proxies and/or representative(s) to attend, speak and vote at the EGM and/or adjournment thereof, a member of the Company:

1. Consents to the collection, use and disclosure of the member's personal data by the Company (and or its agents) for the purpose of processing and administration by the Company (or its agents) of proxy(ies) and representative(s) appointed for the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with the applicable laws, listing rules, regulations and/or guidelines (collectively the **“Purposes”**);
2. 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
3. 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.