

**MM2 ASIA LTD.**  
(Incorporated in the Republic of Singapore)  
(Registration No. 201424372N)

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**ANNOUNCEMENT**

**EXTRAORDINARY GENERAL MEETING IN RELATION TO THE RIGHTS ISSUE**

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*Unless otherwise defined herein, all terms and references used herein shall bear the same meanings ascribed to them in the Circular to Shareholders dated 27 February 2021 in relation to the Rights Issue.*

**1. INTRODUCTION**

The board of directors (the "**Directors**" or "**Board**") of mm2 Asia Ltd. (the "**Company**" and, together with its subsidiaries, the "**Group**") refer to:-

- 1.1 the Company's announcements dated 3 February 2021 and 27 February 2021 in relation to the proposed renounceable underwritten rights issue (the "**Rights Issue**") of up to 1,162,804,610 new ordinary shares in the capital of the Company (the "**Rights Shares**"), at an issue price of S\$0.047 for each Rights share;
- 1.2 the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020, which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
- 1.3 the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Relevant Order**") which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

**2. DATE OF EXTRAORDINARY GENERAL MEETING**

The Directors wish to inform Shareholders that the Company has today issued a circular to Shareholders dated 27 February 2021 (the "**Circular**") setting out further information on the Rights Issue. The purpose of the Circular is to provide Shareholders with information pertaining to, and to seek Shareholders' approval at the extraordinary general meeting of the Company (the "**EGM**") for the Rights Issue.

The EGM will be held by way of electronic means on 15 March 2021 at 9.30 a.m.

### **3. NO DESPATCH OF PRINTED COPIES OF THE CIRCULAR, NOTICE OF EGM AND PROXY FORM**

In line with the provisions under the Relevant Order, no printed copies of the Circular, Notice of EGM and proxy form in respect of the EGM will be despatched to Shareholders.

A copy of the Circular, Notice of EGM and proxy form have been uploaded on the Singapore Exchange website at <https://www.sgx.com/securities/company-announcements> and are now also available on the Company's website at <https://www.mm2asia.com/announcement.php>.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company's website.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the ordinary resolutions in relation to the Rights Issue at the EGM.

### **4. NO ATTENDANCE AT THE EGM**

Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be allowed to attend the EGM in person. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching the EGM proceedings via "live" webcast or listening to the EGM proceedings via "live" audio feed; (b) submitting questions in advance of the EGM; and/or (c) voting by proxy at the EGM. Please see paragraph 5 below for details of these alternative arrangements.

### **5. ALTERNATIVE ARRANGEMENTS**

The following are the alternative arrangements which have been put in place for the EGM:-

#### **5.1 "Live" webcast and "live" audio feed**

Shareholders will be able to watch the proceedings of the EGM through a "live" webcast via their mobile phones, tablets or computer or listen to these proceedings through a "live" audio feed via telephone. In order to do so, Shareholders must follow these steps:-

- (a) Shareholders who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register by 9.30 a.m. on 12 March 2021 at the URL <https://agm.conveneagm.com/mm2asia>.

Following authentication of the Shareholders' status as shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the EGM proceedings by 14 March 2021.

- (b) Shareholders who do not receive an email by 9.30 a.m. on 14 March 2021, but who have registered by the 12 March 2021 deadline, should contact the Company at the following email address: [ir@mm2asia.com](mailto:ir@mm2asia.com).

## 5.2 Submission of questions in advance

Shareholders who pre-register to watch the "live" webcast or listen to the "live" audio feed may also submit questions related to the resolutions to be tabled for approval at the EGM:-

- (a) all questions must be submitted by 9.30 a.m. on 9 March 2021:-
  - (i) via the pre-registration website at the URL <https://agm.conveneagm.com/mm2asia>;
  - (ii) in hard copy by sending personally or by post and lodging the same at the registered office of the Company at Blk 1002, Jalan Bukit Merah #07-11, Singapore 159456; or
  - (iii) by email to [ir@mm2asia.com](mailto:ir@mm2asia.com);
- (b) the Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM as received from Shareholders either before the EGM on SGXNET and the Company's website at the URL <https://www.mm2asia.com/announcement.php> or during the EGM;
- (c) the Company will, within one month after the date of the EGM, publish minutes of the EGM on the Singapore Exchange website and the Company's website, and the minutes will include the responses to the questions referred to above; and
- (d) please note that Shareholders will not be able to ask questions at the EGM "live" during the webcast and the audio feed, and therefore it is important for Shareholders to pre-register their participation in order to submit their questions in advance of the EGM.

## 5.3 Proxy voting

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the EGM to vote on their behalf:-

- (a) Shareholders (whether individual or corporate) appointing the Chairman of the EGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.

- (b) the proxy form can be submitted to the Company in hard copy form or by email:-
  - (i) if in hard copy and sent personally or by post, the proxy form must be lodged at the office of the Company's share registrar, B.A.C.S. Private Limited, at 8 Robinson Road #03-00 ASO Building, Singapore 048544; or
  - (ii) if submitted electronically by email, the proxy form must be received by the Company's share registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com),

in either case, not less than 72 hours before the time appointed for the EGM, by 9.30 a.m. on 12 March 2021.

A Shareholder who wishes to submit a Proxy Form must first download (where necessary), 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 the alternative, a Shareholder may download, complete and authorize the Proxy Form by way of the affixation of an electronic signature, before sending it by email to the email address provided above.

- (c) investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act (Chapter 50 of Singapore) (including SRS Investors) and who wish to exercise their votes by appointing the Chairman of the EGM as proxy should approach their respective relevant intermediaries (including their respective SRS Approved Banks) to submit their voting instructions by 5.00 p.m. on 3 March 2021 in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by 9.30 a.m. on 12 March 2021.

## 6. FURTHER INFORMATION

For further information on the conduct of the EGM and the alternative arrangements, Shareholders can refer to the Company's website at <https://www.mm2asia.com/announcement.php> and the Singapore Exchange website at <https://www.sgx.com/securities/company-announcements>.

**Important reminder: The Company would remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders should check the above URL and SGXNet for updates on the EGM.**

The Company wishes to thank all Shareholders for their patience and co-operation in enabling the Company to hold the EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

### **By Order of the Board**

Melvin Ang Wee Chye  
Executive Chairman  
27 February 2021

### **IMPORTANT NOTICE**

This announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue or subscribe for, or any solicitation of any offer to acquire, any Rights Shares or to take up any entitlements to Rights Shares in any jurisdiction in which such an offer or solicitation is unlawful. No person should acquire any Rights Shares except on the basis of the information contained in an offer information statement to be lodged by the Company with the Monetary Authority of Singapore. The information contained in this announcement is not for release, publication or distribution to persons in the United States and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. The issue, exercise or sale of Rights Shares and the acquisition or purchase of the Rights Shares are subject to specific legal or regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

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**This announcement is not an offer for sale of securities in the United States or elsewhere. The provisional allotments of Rights Shares, the Rights Shares, the provisional allotment letters and/or the application forms for the Rights Shares and excess Rights Shares have not been and will not be registered under the United States Securities Act of 1933 (the "Securities Act"), and may not be offered or sold in the United States unless registered under the Securities Act or pursuant to an exemption from, or in a transaction not subject to, registration under the Securities Act. There will be no public offering of securities in the United States.**