SINGAPORE TECHNOLOGIES ENGINEERING LTD

(Incorporated in the Republic of Singapore)
(Company Registration No. 199706274H)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of **SINGAPORE TECHNOLOGIES ENGINEERING LTD** (the "**Company**") will be convened and held by way of electronic means on **15 December 2021** at **10.00 a.m.** for the purpose of considering and, if thought fit, passing with or without amendment, the following resolution:

Unless otherwise defined, all capitalised terms used herein shall bear the same meaning ascribed thereto in the Company's Circular to Shareholders dated 30 November 2021 in respect of the resolution herein.

Ordinary resolution

THE PROPOSED ACQUISITION OF ALL OF THE ISSUED AND OUTSTANDING INTERESTS OF TRANSCORE PARTNERS, LLC AND TLP HOLDINGS, LLC FROM TRANSCORE HOLDINGS, LLC

RESOLVED that:

(a) the Proposed Acquisition be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Acquisition in accordance with the Purchase Agreement, and any other transactions and/or ancillary documents contemplated under the Purchase Agreement;

(b) the entry into the Purchase Agreement and any other transactions and/or ancillary documents contemplated under the Purchase Agreement be and is hereby approved, confirmed and ratified; and

(c) each of the Directors be and is hereby authorised to complete and do all such acts and things (including, without limitation, executing all such documents and making all such filings as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Acquisition and/or this ordinary resolution.

BY ORDER OF THE BOARD

Low Meng Wai
Company Secretary
Singapore, 30 November 2021

Notes:

1. The EGM 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. This Notice will also be made available on the Company's website at the URL https://www.stengg.com/egm and on the SGX website at the URL https://www.sgx.com/securities/company-announcements.

2. Alternative arrangements relating to attendance at the EGM 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 at or in advance of the EGM, addressing of substantial and relevant questions at or before the EGM and voting by appointing the Chairman of the Meeting as proxy at the EGM, are set out in paragraph 10 of the Letter to Shareholders in the Company's circular dated 30 November 2021 ("**Circular**"). The Circular may be accessed at the Company's website at the URL https://www.stengg.com/egm, and will also be made available on the SGX website at the URL https://www.sgx.com/securities/company-announcements.

3. **Due to the current COVID-19 situation in Singapore, a member will not be able to attend the EGM 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 EGM if such member wishes to exercise his/her/its voting rights at the EGM.** The accompanying proxy form for the EGM may be accessed at the Company's website at the URL https://www.stengg.com/egm and at the pre-registration website at the URL https://online.meetings.vision/stengg-egm-registration, 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 instrument appointing a proxy, 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 3 December 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, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or

   (b) if submitted electronically:

      (i) be submitted via email to the Company's Share Registrar at gpe@mncsingapore.com; or

      (ii) be submitted via the pre-registration website at the URL https://online.meetings.vision/stengg-egm-registration,

   in each case not less than 72 hours before the time appointed for holding the EGM.

   A member who wishes to submit an instrument of proxy must (a) complete and sign the proxy form before submitting it by post to the address provided above, or (b) download, complete and sign the proxy form before submitting it via email (e.g., by enclosing a completed and signed PDF copy of the proxy form) to the email address provided above, or via the pre-registration website (e.g., by uploading a completed and signed PDF copy of the proxy form) at the URL provided above.

   Due to the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically via email or via the pre-registration website.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the EGM 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 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, take-over rules, regulations and/or guidelines.

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PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. The Extraordinary General Meeting ("**EGM**") 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 the Circular will **NOT** be sent to members. Instead, the Circular will be sent to members by electronic means via publication on the Company's website at the URL https://www.stengg.com/egm and on the SGX website at the URL https://www.sgx.com/securities/company-announcements.
2. Alternative arrangements relating to attendance at the EGM 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 at or in advance of the EGM, addressing of substantial and relevant questions at or before the EGM and voting by appointing the Chairman of the Meeting as proxy at the EGM, are set out in paragraph 10 of the Letter to Shareholders in the Company's circular dated 30 November 2021 ("**Circular**"). The Circular may be accessed at the Company's website at the URL https://www.stengg.com/egm, and will also be made available on the SGX website at the URL https://www.sgx.com/securities/company-announcements.
3. Due to the current COVID-19 restriction orders in Singapore, a member will **NOT** be able to attend the EGM 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 EGM if such member wishes to exercise his/her/its voting rights at the EGM.
4. CPF or 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 3 December 2021.
5. By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 30 November 2021.
6. **Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the EGM.**

*I/We, _____ (Name)

NRIC/Passport/Co. Reg. No. _____

of _____ (Address)

being a *member/members of the above named Company (the "**Company**"), hereby appoint the Chairman of the Extraordinary General Meeting ("**EGM**") as *my/our proxy to attend, speak and vote for *me/us on *my/our behalf at the EGM of the Company to be convened and held by way of electronic means on 15 December 2021 at 10.00 a.m. and at any adjournment thereof.

(Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes "For" or "Against" a resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.)

No.	Ordinary resolution	For	Against	Abstain
1.	Proposed Acquisition of all of the issued and outstanding interests of TransCore Partners, LLC and TLP Holdings, LLC from TransCore Holdings, LLC			

* Delete where inapplicable

Dated this _____ day of _____ 2021

Total Number of Shares Held

_____

Signature(s) of Member(s) or Common Seal

IMPORTANT
PLEASE READ NOTES OVERLEAF

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Notes:

(1) If the member has shares entered against his name in the depository register (maintained by The Central Depository (Pte) Limited), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the depository register and shares registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all shares held by the member.

(2) **Due to the current COVID-19 situation in Singapore, a member will not be able to attend the EGM 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 EGM if such member wishes to exercise his/her/its voting rights at the EGM.** This proxy form may also be accessed at the Company's website at the URL https://www.stengg.com/egm and at the pre-registration website at the URL https://online.meetings.vision/stengg-egm-registration, 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 instrument appointing a proxy, 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 3 December 2021.

(3) The Chairman of the Meeting, as proxy, need not be a member of the Company.

(4) 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, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or

(b) if submitted electronically:

(i) be submitted via email to the Company's Share Registrar at gpe@mncsingapore.com; or

(ii) be submitted via the pre-registration website at the URL https://online.meetings.vision/stengg-egm-registration,

in each case not less than 72 hours before the time appointed for holding the EGM.

A member who wishes to submit an instrument of proxy must (a) complete and sign the proxy form before submitting it by post to the address provided above, or (b) download, complete and sign the proxy form before submitting it via email (e.g., by enclosing a completed and signed PDF copy of the proxy form) to the email address provided above, or via the pre-registration website (e.g., by uploading a completed and signed PDF copy of the proxy form) at the URL provided above.

Due to the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically via email or via the pre-registration website.

(5) The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed under its seal or signed on its behalf by an officer or attorney duly authorised. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the Meeting as proxy is submitted electronically via email or via the pre-registration website, be emailed or uploaded with the instrument of proxy, failing which the instrument may be treated as invalid.

General:

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of shares entered in the depository register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged or submitted if the member, being the appointor, is not shown to have shares entered against his name in the depository register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

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ST Engineering

Postage will be paid by addressee. For posting in Singapore only.

BUSINESS REPLY SERVICE
PERMIT NO. 04910

Singapore Technologies Engineering Ltd
c/o The Share Registrar
M & C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

Sealed here