



UNION STEEL HOLDINGS LIMITED

友联钢铁控股有限公司

(Incorporated in the Republic of Singapore)
(Company Registration No. 200410181W)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of **UNION STEEL HOLDINGS LIMITED** (the “Company”) will be held at 33 Pioneer Road North, Singapore 628474 on 30 June 2016 at 10.00 a.m., for the purpose of considering, and if thought fit, passing with or without modifications, the following resolution:-

ORDINARY RESOLUTION

THE PROPOSED ACQUISITION OF TRANSVICTORY HOLDINGS PTE. LTD., STEADFAST OFFSHORE & MARINE PTE. LTD. AND TRANSVICTORY WINCH SYSTEM PTE. LTD. (THE “TRANSVICTORY GROUP”)

Resolved That:-

- (a) the proposed acquisition of 100% of the issued and paid up capital of Transvicatory Holdings Pte. Ltd., and 49% of the issued and paid up capital of Transvicatory Winch System Pte. Ltd. pursuant to the sale and purchase agreement (the “**Agreement**”) entered into by the Company with Lie Miao Khim, Chiang Meng Chuan and Ng Siew Lin on 17 May 2016 be and is hereby approved, confirmed and ratified (the “**Proposed Acquisition**”); and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Acquisition) as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Ordinary Resolution and to the Agreement as they or he may deem fit.

By Order of the Board

Ang Yu Seng
Executive Chairman and Chief Executive Officer
15 June 2016

Notes:

1. (a) A member of the Company (other than a member who is a relevant intermediary*) entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
(b) A member who is a relevant intermediary* (as defined in Section 181 of the Companies Act, Chapter 50) is entitled to appoint more than two proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
2. The instrument appointing a proxy must be lodged at the registered office of the Company at 33 Pioneer Road North, Singapore 628474 at least 48 hours before the time appointed for the EGM. The sending of a Proxy Form by a member does not preclude him from attending and voting in person at the EGM if he so wishes. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.
3. 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, or by attending the EGM, a member (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) 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) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”), (b) 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 (c) 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. In addition, by attending the EGM and/or any adjournment thereof, a member consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for any of the Purposes.

* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36), in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.