

## SINGAPORE TECHNOLOGIES ENGINEERING LTD

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

### ANNOUNCEMENT OF EXTRAORDINARY GENERAL MEETING OF SINGAPORE TECHNOLOGIES ENGINEERING LTD TO BE HELD ON 15 DECEMBER 2021

*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*

1. **Acquisition Announcement.** This announcement should be read with reference to the announcement of Singapore Technologies Engineering Ltd ("**ST Engineering**" or the "**Company**") dated 3 October 2021 (the "**Acquisition Announcement**") in relation to the entry by the Company's wholly-owned subsidiary into a Membership Interests Purchase Agreement to acquire all of the issued and outstanding interests of TransCore Partners, LLC and TLP Holdings, LLC from TransCore Holdings, LLC (such transaction known as the "**Proposed Acquisition**").
2. **Background.** The Company refers to:
  - (a) the Notice of Extraordinary General Meeting dated 30 November 2021, which is published on the Company's website at the URL <https://www.stengg.com/egm>, on SGX website at the URL <https://www.sgx.com/securities/company-announcements> and in the Straits Times ("**Notice of EGM**"),
  - (b) 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
  - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order**") which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, inter alia, general meetings of companies.
3. **Date, time and conduct of EGM.** ST Engineering is pleased to announce that pursuant to the Order, its EGM will be convened and held by way of electronic means, on Wednesday, 15 December 2021 at 10.00 a.m. (Singapore time).

Our Board Chairman, Mr Kwa Chong Seng, and our Group President and CEO, Mr Vincent Chong, will conduct the proceedings of the EGM and address substantial and relevant questions which shareholders have submitted in advance, and at the EGM.
4. **Electronic Despatch of Circular.** Further to the Acquisition Announcement, the Company has issued a circular to shareholders dated 30 November 2021 which contains, among others, the Notice of EGM and the proxy form for the EGM ("**Proxy Form**") for the purpose of seeking shareholders' approval in connection with the Proposed Acquisition.

The Circular, the Notice of EGM and Proxy Form have been sent to shareholders by electronic means via publication on the Company's website at the URL <https://www.stengg.com/egm> and are also available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Printed copies of the Notice of EGM and Proxy Form will be sent to shareholders. However, printed copies of the Circular will **not** be sent to shareholders.

A shareholder will need an internet browser and PDF reader to view the Circular on the websites of the Company and SGX-ST.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the resolution relating to the Proposed Acquisition.

5. **Request for printed copy of Circular.** We would encourage you to read the digital version of the Circular but should you wish to receive a printed copy, please submit an online request at the pre-registration website at the URL <https://online.meetings.vision/stengg-egm-registration>, by 5.00 p.m. on 7 December 2021.

Alternatively, a shareholder may request for a printed copy of the Circular by submitting the request to the Company's Share Registrar, M & C Services Private Limited, via email to [gpe@mncsingapore.com](mailto:gpe@mncsingapore.com) by 5.00 p.m. on 7 December 2021. To be valid, the request must:

- (a) specify "Request for Printed Copy of ST Engineering Circular dated 30 November 2021" as the subject of the email; and
  - (b) state the following:
    - (i) the full name of the shareholder;
    - (ii) the mailing address of the shareholder; and
    - (iii) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF and/or SRS or scrip).
6. **No physical attendance at EGM.** Due to the current COVID-19 restriction orders in Singapore, **shareholders will not be able to attend the EGM in person.**
7. **Alternative arrangements for participation at the EGM.** Shareholders may participate at the EGM by:
- (a) observing and/or listening to the EGM proceedings via live audio-visual webcast or live audio-only stream;
  - (b) submitting questions in advance of, or "live" at, the EGM (Note: shareholders will **not** be able to ask questions live at the EGM via the audio-only stream); and/or
  - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the EGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the EGM are set out in the Appendix to this announcement. In addition, 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. There will be **no** live voting at the EGM.

8. **Persons who hold shares through relevant intermediaries.** Persons who hold ST Engineering shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than CPF and SRS investors, and who wish to participate in the EGM by:
- (a) observing and/or listening to the EGM proceedings via live audio-visual webcast or live audio-only stream;
  - (b) submitting questions in advance of, or "live" at, the EGM (Note: shareholders will **not** be able to ask questions live at the EGM via the audio-only stream); and/or

- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the EGM,

should contact the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the EGM.

9. **Key dates/deadlines.** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
30 November 2021 (Tuesday)	Shareholders, including CPF and SRS investors, may begin to pre-register at the pre-registration website at the URL <a href="https://online.meetings.vision/stengg-egm-registration">https://online.meetings.vision/stengg-egm-registration</a> for the live audio-visual webcast/live audio-only stream of the EGM proceedings
3 December 2021, 5.00 p.m. (Friday)	Deadline for CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
7 December 2021, 10.00 a.m. (Tuesday)	Deadline for shareholders to submit questions in advance.
12 December 2021, 10.00 a.m. (Sunday)	Deadline for shareholders to: <ul style="list-style-type: none"> <li>pre-register for live audio-visual webcast/live audio-only stream of the EGM proceedings; and</li> <li>submit instruments appointing the Chairman of the Meeting as proxy.</li> </ul>
14 December 2021, 10.00 a.m. (Tuesday)	Authenticated shareholders will receive an email which will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the EGM proceedings (the “ <b>Confirmation Email</b> ”).  Shareholders who do not receive the Confirmation Email by 10.00 a.m. on 14 December 2021, but have registered by the 12 December 2021 deadline, should contact our Share Registrar, M & C Services Private Limited, 112 Robinson Road #05-01 Singapore 068902, at +65 6228 0506 between 10.00 a.m. and 6.00 p.m. on 14 December 2021 and between 8.00 a.m. and 9.00 a.m. on 15 December 2021 or via email at <a href="mailto:gpe@mncsingapore.com">gpe@mncsingapore.com</a> , for further assistance.
15 December 2021 (Wednesday)	<ul style="list-style-type: none"> <li>Click on the link in the Confirmation Email and follow the instructions to access the live audio-visual webcast of the EGM proceedings; or</li> <li>Call the toll-free telephone number and follow the instructions in the Confirmation Email to access the live audio-only stream of the EGM proceedings. Shareholders must access the EGM proceedings via the live audiovisual webcast in order to ask questions live at the EGM.</li> </ul>

**Further information.** For more information, shareholders can refer to the FAQs on the Company's website at the URL <https://www.stengg.com/egm>, or call our hotline number at +65 6722 1648.

10. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the EGM at short notice. Shareholders should check the Company's website at the URL <https://www.stengg.com/egm> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the EGM.

ST Engineering would like to thank all shareholders for their patience and co-operation in enabling us to hold our EGM with the optimum safe management measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Low Meng Wai  
Company Secretary

## APPENDIX

### Steps for pre-registration, submission of questions and voting at the EGM

Shareholders will be able to observe and/or listen to the EGM proceedings through a live audio-visual webcast or live audio-only stream via their phones, tablets or computers, submit questions in advance of, or live at, the EGM and appoint the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the EGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	<b>Pre-registration</b>	<p>Shareholders, including CPF and SRS investors, can pre-register at the pre-registration website at the URL <a href="https://online.meetings.vision/stengg-egm-registration">https://online.meetings.vision/stengg-egm-registration</a> from 30 November 2021 up to 10.00 a.m. on 12 December 2021 to enable the Company to verify their status as Shareholders.</p> <p>Following the verification, authenticated Shareholders will receive an email by 10.00 a.m. on 14 December 2021. The email will contain unique user credentials and instructions on how to access the live audio-visual webcast and live audio-only stream of the EGM proceedings.</p> <p>Shareholders who do not receive the abovementioned email by 10.00 a.m. on 14 December 2021, but have registered by the 12 December 2021 deadline, should contact our Share Registrar, M &amp; C Services Private Limited, 112 Robinson Road #05-01 Singapore 068902, at +65 6228 0506 between 10.00 a.m. and 6.00 p.m. on 14 December 2021 and between 8.00 a.m. and 9.00 a.m. on 15 December 2021 or via email at <a href="mailto:gpe@mncsingapore.com">gpe@mncsingapore.com</a>, for further assistance.</p>
2.	<b>Submit questions in advance of, or live at, the EGM</b>	<p><b>Shareholders, including CPF and SRS investors, can submit questions in advance of, or live at, the EGM.</b></p> <p><b>Submission of substantial and relevant questions in advance.</b> Shareholders, including CPF and SRS investors, can submit substantial and relevant questions related to the resolution to be tabled for approval at the EGM to the Chairman of the Meeting, in advance of the EGM, in the following manner:</p> <p>(a) <b>Via pre-registration website.</b> Shareholders who pre-register to observe and/or listen to the EGM proceedings may submit their questions via the pre-registration website at the URL <a href="https://online.meetings.vision/stengg-egm-registration">https://online.meetings.vision/stengg-egm-registration</a>.</p> <p>(b) <b>Via email.</b> Shareholders may submit their questions via email to the Company's Share Registrar at <a href="mailto:gpe@mncsingapore.com">gpe@mncsingapore.com</a>.</p> <p>(c) <b>By post.</b> Shareholders may submit their questions by post to the Company's Share Registrar, M &amp; C Services Private Limited, at 112 Robinson Road #05-01 Singapore 068902.</p> <p>When sending in your questions via email or by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> </ul>

		<ul style="list-style-type: none"> <li>the manner in which you hold shares in ST Engineering (e.g., via CDP, CPF and/or SRS or scrip).</li> </ul> <p><b>Deadline to submit questions in advance.</b> All questions must be submitted by 10.00 a.m. on 7 December 2021 in order to give the Company sufficient time to process and address the substantial and relevant questions received.</p> <p><b>Pre-register to ask substantial and relevant questions live at the EGM.</b> Shareholders, including CPF and SRS investors, can also ask the Chairman of the Meeting substantial and relevant questions related to the resolution to be tabled for approval at the EGM, live at the EGM, by typing in and submitting their questions through the live chat function via the audio-visual webcast platform. Shareholders will not be able to ask questions live at the EGM via the audio-only stream of the EGM proceedings.</p> <p>Shareholders, including CPF and SRS investors, who wish to ask questions live at the EGM must pre-register at the pre-registration website at the URL <a href="https://online.meetings.vision/stengg-egm-registration">https://online.meetings.vision/stengg-egm-registration</a> so that an email containing unique user credentials for the audio-visual webcast of the EGM proceedings can be sent to them following verification.</p> <p><b>Addressing questions.</b> We will endeavour to address all substantial and relevant questions (which are related to the resolution to be tabled for approval at the EGM) received from Shareholders prior to the EGM by publishing our responses to such questions on our corporate website at the URL <a href="https://www.stengg.com/egm">https://www.stengg.com/egm</a> and on SGXNET prior to the EGM. During the EGM itself, we will address as many substantial and relevant questions (which are related to the resolution to be tabled for approval at the EGM) which have not already been addressed prior to the EGM, as well as those received live at the EGM itself, as we can. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.</p> <p><b>Minutes of EGM.</b> We will publish the minutes of the EGM on the Company's website and on SGXNET, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the EGM.</p>
3.	<p><b>Submit instruments appointing Chairman of the Meeting as proxy to vote</b></p>	<p><b>Shareholders will not be able to vote during the live audio-visual webcast or live audio-only stream of the EGM proceedings. Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the EGM proceedings and wish to vote on the resolution to be tabled at the EGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the EGM, in accordance with the instructions on the instrument appointing a proxy.</b></p> <p><b>Specific voting instructions to be given.</b> Where Shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of the resolution in the instrument appointing a proxy, failing which the appointment of the Chairman of the Meeting as proxy for the resolution will be treated as invalid.</p>

		<p><b>Submission of instruments of proxy.</b> The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:</p> <p>(a) if submitted by post, be lodged at the office of the Company's Share Registrar, M &amp; C Services Private Limited, at 112 Robinson Road #05-01 Singapore 068902; or</p> <p>(b) if submitted electronically:</p> <p>(i) be submitted via email to the Company's Share Registrar at <a href="mailto:gpe@mncsingapore.com">gpe@mncsingapore.com</a>; or</p> <p>(ii) be submitted via the pre-registration website at the URL <a href="https://online.meetings.vision/stengg-egm-registration">https://online.meetings.vision/stengg-egm-registration</a>, in each case, <b>by 10.00 a.m. on 12 December 2021.</b></p> <p>A Shareholder who wishes to submit an instrument of proxy must download, complete and sign the proxy form before submitting it via post to the address provided above, 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.</p> <p><b>Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit completed instruments appointing a proxy electronically via email or via the pre-registration website.</b></p> <p>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 <b>5.00 p.m. on 3 December 2021.</b></p>
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