

MARY CHIA
HOLDINGS LIMITED
(Company Registration No.: 200907634N)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all capitalised terms used herein shall bear the same meaning as used in the Circular dated 10 March 2018 issued by Mary Chia Holdings Limited.

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Mary Chia Holdings Limited (the "Company") will be held at SAFRA Toa Payoh, 293 Toa Payoh Lorong 6, Level 3, Everest Room, Singapore 319387 on 26 March 2018 at 9 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following ordinary resolution:-

THE PROPOSED DISPOSAL OF THE HOTEL PROPERTY AT NOS. 48, 49 AND 50 MOSQUE STREET AS AN INTERESTED PERSON TRANSACTION AND A MAJOR TRANSACTION

AS ORDINARY RESOLUTION

THAT:-

- (a) pursuant to Chapter 9 and 10 of the Catalist Rules, approval be and is hereby given for the disposal of the hotel property at Nos. 48, 49 and 50 Mosque Street (comprised in Lot No. 492L of Town Subdivision 6), Singapore 059526/27/28 for a consideration of S\$64,800,000.00 (exclusive of goods and services tax thereon, where applicable) payable in cash (the "Proposed Disposal") on the terms and conditions set out in S&P Agreement dated 1 March 2018 and entered into between the Company's 51% direct subsidiary Hotel Culture Pte. Ltd. and JL Asia Resources Pte. Ltd.; and
- (b) the directors of the Company, or any one of them, be and are hereby authorised to complete and do all such acts and things (including without limitation, executing all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices forms and documents with or to the relevant authorities) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to the Proposed Disposal.

BY ORDER OF THE BOARD

Yeung Koon Sang @ David Yeung
Lead Independent Director
10 March 2018

Notes:

1. A member of the Company entitled to attend and vote at the Extraordinary General Meeting ("EGM") is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company.
2. A member who is not a relevant intermediary (as defined in section 181 of the Companies Act, (Cap. 50)) is entitled to appoint not more than two proxies and where two proxies are appointed, shall specify the proportion of shareholding to be represented by each proxy.
3. A member who is a relevant intermediary is entitled to appoint more than two proxies and where such member's proxy form appoints more than one proxy, the number of and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form. Each proxy must be appointed to exercise the rights attached to the different share or shares held by such member.
4. In any case where more than one proxy is appointed, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.
5. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (falling previous registration with the Company), if required by law, be duly stamped and lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
6. The instrument appointing a proxy must be deposited at the registered office of the Company at 26 Tal Seng Street #01-03A, J'Forte, Singapore 534057 not less than 48 hours before the time set for the EGM.

PERSONAL DATA PRIVACY:

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, a member of the Company (i) 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 proxies and representative appointed for the meeting (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 (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representatives to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representatives for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representatives for the Purposes, and (iii) 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.

This announcement has been prepared by Mary Chia Holdings Limited (the "**Company**") and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Keng Yeng Pheng, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg)