



mm2 Asia Ltd.

(Company Registration No. 201424372N)
(Incorporated in Singapore)
(the "Company")

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL GENERAL MEETING TO BE HELD ON 17 SEPTEMBER 2020

1. Introduction

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

- (i) the COVID-19 (Temporary Measures) Act 2020 (the "**Act**") 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;
- (ii) 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 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; and
- (iii) The Joint Statement by the Singapore Exchange Securities Trading Limited, the Accounting and Corporate Regulatory Authority and the Monetary Authority of Singapore which was issued on 13 April 2020, providing a checklist (which provides further guidance on the Act and the Order) to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place.

2. Date of Annual General Meeting

The Directors wish to inform Shareholders that the Company will issue the Notice of Annual General Meeting ("**AGM**") on 2 September 2020 ("**Notice of AGM**"). The AGM will be held by way of electronic means on 17 September 2020 at 11.30 a.m.

3. No Despatch of Printed Copies of Annual Report, Notice of AGM And Proxy Form

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

An electronic copy of each of the Notice of AGM, the Annual Report and the proxy form has been made available on:

- (i) the home page of the Company's corporate website (www.mm2asia.com) (the "**mm2's Website**");
- (ii) the website set up for the purposes of the AGM, at the following URL: <http://sg.conveneagm.com/mm2asia> (the "**mm2 AGM Website**"); and
- (iii) SGXNET.

4 Alternative Arrangements for AGM

4.1 No physical attendance

In view of the circuit breaker measures applicable and 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 (as amended from time to time), the AGM will be held by electronic means and members of the Company will NOT be allowed to attend the AGM in person.

Alternative arrangements are instead put in place to allow shareholders to participate in the AGM by:

- (i) watch and/or listening to the AGM proceedings via a “live” webcast. Shareholders who wish to participate as such will have to pre-register in the manner outlined in paragraph 4.2 below;
- (ii) submitting questions ahead of the AGM. Please refer to paragraph 4.3 below for further details; and
- (iii) voting by proxy at the AGM. Please refer to paragraph 4.4 below for further details. 4.2 “Live” webcast. The AGM proceedings will be conducted via electronic means. Shareholders will be able to watch or listen to the proceedings via a “live” webcast on their mobile phones, tablets or computers.

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In order to do the above, shareholders will have to follow these steps:

- (i) Shareholders (including those who hold their shares through relevant intermediaries¹ (including CPF Investors or SRS investors)) who wish to watch or listen to the “live” webcast must pre-register with the Company at the **URL: <http://sg.convенеagm.com/mm2asia>** (the “**mm2 AGM Website**”), to create an account, no later than **11.30 a.m. on 14 September 2020** (the “**Registration Deadline**”).
- (ii) Following authentication of a shareholder’s status, such shareholder will receive an email on their authentication status and will be able to access the “live” webcast of the AGM proceedings using the account created.
- (ii) Shareholders who have pre-registered by the Registration Deadline but do not receive the aforementioned email by **11.30 a.m. on 14 September 2020** should contact the Company at the following email address: **ir@mm2asia.com**, with the following details included: (1) the full name of the shareholder; and (2) his/her/its identification/registration number.

Shareholders are reminded that the AGM proceedings are private. Instructions on access to the “live” webcast of the AGM proceedings should therefore not be shared with anyone who is not a shareholder of the Company or otherwise he or she shall not be authorised to attend the AGM. Recording of the “live” webcast in whatever form is also strictly prohibited.

¹ A relevant intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19 of Singapore) 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 under the Securities and Futures Act (Chapter 289 of Singapore) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36 of Singapore), 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

For optimal user experience, it is recommended that shareholders use the following browser versions when accessing the **mm2 AGM Website** as well as the “live” webcast of the AGM proceedings:

- Mozilla Firefox 69 and above; or
- Safari 12.1.2 and above; or
- Google Chrome 74 and above; or
- Microsoft Edge 79 and above.

4.3 Submission of questions

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM or the Company’s businesses and operations.

All questions must be submitted no later than **11.30 a.m. on 14 September 2020** (the “**Submission Deadline**”) via any one of the following means:

- (i) the **mm2 AGM Website**; or
- (ii) in physical copy by depositing 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**.

If the questions are deposited in physical copy at the Company’s registered office or sent via email, and in either case not accompanied by the completed and executed proxy form, the following details must be included with the submitted questions: (1) the full name of the shareholder; and (2) his/her/its identification/registration number for verification purposes, failing which the submission will be treated as invalid.

The Company will endeavor to address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM or the Company’s businesses and operations.

Please note that shareholders will not be able to ask questions at the AGM and accordingly, it is important for shareholders to submit their questions by the Submission Deadline.

4.4 Voting by proxy

Shareholders will not be able to vote online at the AGM. Instead, if shareholders (whether individuals or corporates) wish to exercise their votes, they must submit a proxy form to appoint the chairman of the AGM (the “**AGM Chairman**”) to vote on their behalf.

Shareholders (whether individuals or corporates) appointing the AGM Chairman as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment and votes will be treated as invalid.

The proxy form must be submitted to the Company no later than **11.30 a.m. on 14 September 2020** through any one of the following means:

- (i) via the **mm2 AGM Website** in the electronic format accessible on the mm2 AGM Website;
- (ii) by depositing a physical copy at the registered office of the Company at **Blk 1002, Jalan Bukit Merah #07-11, Singapore 159456**; or
- (iii) by sending a scanned PDF copy by email to **main@zicoholdings.com**.

Shareholders who hold their shares through relevant intermediaries¹ (including CPF Investors or SRS investors) and who wish to exercise their votes by appointing the AGM Chairman as proxy should approach their respective relevant intermediaries (including their respective CPF Agent Banks or SRS Approved Banks) to submit their voting instructions at least seven (7) working days prior to the date of the AGM.

4.5 Persons who hold shares through relevant intermediaries

Persons who hold shares of the Company through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF Investors and/or SRS Investors, and who wish to participate in the AGM by:

- (i) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (ii) submitting questions in advance of the AGM; and/or
- (iii) voting by proxy at the AGM.

should approach the relevant intermediary (which would include, in the case of CPF Investors and SRS investors, their respective CPF/SRS Approved Nominees (CPF Agent Banks or SRS Operators) through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

As the COVID-19 situation is constantly evolving, the Company has to implement measures to take into account the requirements, guidelines and recommendations of regulatory bodies and government agencies from time to time. Accordingly, the Company may be required to change its AGM arrangements at short notice. Shareholders are advised to closely monitor announcements made by the Company on SGXNET.

The Company would like to thank all shareholders for their patience and cooperation in enabling us to hold and conduct the AGM with the optimum safe distancing measures amidst the COVID-19 pandemic.

By Order of the Board

Melvin Ang Wee Chye
Executive Chairman
2 September 2020