



MIRACH ENERGY LIMITED

(Company Registration Number 200305397E)
(Incorporated in Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Important Notes to Members

The extraordinary general meeting (“EGM”) is being convened, and will be held, by 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 Notice of EGM and Proxy Form will not be sent to Shareholders.**

This Notice of EGM and the Proxy Form may be accessed at the Company’s website at the URL <http://investor.mirachenergy.com> and is also available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

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 EGM in advance of the EGM, addressing of substantial and relevant questions relating to the agenda of the EGM from Shareholders before the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, will be announced on the SGX-ST via SGXNet.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“EGM”) of the Company will be held, by electronic means on Thursday, 24 June 2021 at 10:00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions as set out below. All capitalised terms used in this Notice of EGM which are not defined herein shall, unless otherwise defined herein, have the same meanings ascribed to them in the circular dated 2 June 2021 (“Circular”).

AS ORDINARY RESOLUTIONS

(1) PROPOSED RATIFICATION PAYMENT OF 2020 DIRECTORS’ FEES

THAT approval be and is hereby given to ratify the payment made by the Company to Directors for Directors’ fees of S\$183,112.50 for the period of 1 January 2020 to 30 September 2020, to recognise their efforts in the diligent discharge of their roles and responsibilities.

Note to Ordinary Resolution 1: Shareholders are to note that the passing of Ordinary Resolution 1 is not conditional upon the passing of Ordinary Resolution 2 and Special Resolution 1.

(2) PROPOSED PAYMENT OF 2020/2021 DIRECTORS’ FEES

THAT approval be and is hereby given for the payment of Directors’ fees of S\$149,364.33 for the period of 1 October 2020 to 30 June 2021 be paid on a quarterly basis in arrears, to recognise their efforts in the diligent discharge of their roles and responsibilities.

Note to Ordinary Resolution 2: Shareholders are to note that the passing of Ordinary Resolution 2 is not conditional upon the passing of Ordinary Resolution 1 and Special Resolution 1.

AS SPECIAL RESOLUTION

(1) THE PROPOSED CREDITORS' VOLUNTARY WINDING-UP OF THE COMPANY

THAT:

- (a) the Company be wound up voluntarily pursuant to the provisions of the Insolvency, Restructuring and Dissolution Act 2018 (No. 40 of 2018) of Singapore (the "IRDA") (the "**Creditors' Voluntary Winding-Up**");
- (b) subject to the approval of Creditors' Meeting, Mr. Don M Ho of M/S DHA⁺ pac and Mr David Ho Chjuen Meng of M/S DHA⁺ pac be and are hereby appointed as liquidators (the "**Liquidators**") of the Company, jointly and severally, for the purposes of the Creditors' Voluntary Winding-Up, such appointment to be effective subject to the approval of Creditors' Meeting, and with full power and authority to conduct the winding up of the Company in accordance with the IRDA;
- (c) subject to the approval of Creditors' Meeting, the Liquidators be and are hereby authorised to, jointly and severally, distribute and divide amongst the members of the Company either in cash and/or in specie the whole or any part of the surplus assets of the Company and may for such purpose set such value as they deem fair upon any one or more class or classes of property and may determine how such division shall be carried out as between the members, in accordance with the Constitution of the Company as the Liquidators may determine;
- (d) subject to the approval of Creditors' Meeting, the Liquidators be and are hereby authorised to, jointly and severally, take such steps, make such arrangements, do all such acts and things and exercise such discretion in connection with, relating to or arising from the matters contemplated herein, as they may from time to time consider necessary, desirable or expedient to give effect to such matters and this resolution as they may deem fit;
- (e) the Company appoints one (or more) of the directors of the Company to attend and preside at the Creditors' Meeting;
- (f) any Director be authorised to complete and present the Statement of Affairs for the purpose of the Creditors' Meeting and be present at the Creditors' Meeting;
- (g) to determine whether or not the Creditors require the appointment of a Committee of Inspection to act in a consultative manner with the Liquidators and if so, who are to be members of the Committee of Inspection; and
- (h) subject to the approval of Creditors' Meeting, the Liquidators be and are hereby authorised to appoint attorneys-in-fact to act on their behalf.

***Note to Special Resolution 1:** Shareholders are to note that the passing of Special Resolution 1 is not conditional upon the passing of Ordinary Resolutions 1 and 2.*

By Order of the Board

For and behalf of the Board of Directors of
MIRACH ENERGY LIMITED

Chan Shut Li, William
Executive Chairman
Date: 2 June 2021

Important Reminder:

In view of the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Members are advised to regularly check the Company's website or announcements released via SGXNet for the latest updates on the status of EGM. Members are also strongly encouraged to submit completed Proxy Forms electronically via email.

Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the EGM as a proxy to vote at the EGM and/or any adjournment thereof, or (b) completing the Pre-registration Form in accordance with this Notice of EGM, or (c) submitting any question prior to the EGM in accordance with this Notice of EGM, 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 purposes of processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the EGM as a proxy for the EGM (including any adjournment thereof), processing of the Pre-registration for purposes of granting access to members (or their corporate representatives in the case of members which are legal entities) to the live audio-visual webcast or live audio-only feed of the EGM proceedings and providing them with any technical assistance where necessary, addressing relevant and substantial questions from members received before the EGM and if necessary, following up with the relevant members in relation to such questions, preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof), in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines and (ii) 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.