

SHINVEST HOLDING LTD.
(Incorporated in the Republic of Singapore)
(Company Registration Number: 198905519R)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular dated 30 September 2020 issued by Shinvest Holding Ltd. (the “Circular”).

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of Shinvest Holding Ltd. (the “**Company**”) will be held by electronic means on 15 October 2020* at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without any amendments, the following resolutions:

AS ORDINARY RESOLUTION

ORDINARY RESOLUTION – THE DISPOSAL MANDATE FOR THE PROPOSED DISPOSAL, IN WHOLE OR IN PART, OF THE COMPANY’S 6.0% SHAREHOLDING IN THE ISSUED AND PAID UP SHARE CAPITAL OF ESPRESSIF SYSTEMS (SHANGHAI) CO., LTD., COMPRISING 4,800,000 ORDINARY SHARES (“ESPRESSIF”)

That:

- (a) approval be and is hereby given, for the purposes of Chapter 10 of the Listing Manual, for the Company to dispose, in whole or in part, of its 4,800,000 Espressif Shares, to the extent mandated and accordingly to the terms under the Disposal Mandate as described in the Circular (the “**Proposed Disposal**”); and
- (b) the Directors of the Company and each of them be and are hereby authorised to complete and to do all acts and things as they and/or each of them may consider desirable, necessary or expedient for the purposes of or in connection with the Proposed Disposal and to give effect to the matters referred to in the above paragraph of this Ordinary Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.

By Order of the Board

TEO TECK LEONG
Managing Director
30 September 2020

* Pursuant to COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings of Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, companies are allowed to hold meetings using electronic communication, video conferencing, tele-conferencing, or other electronic means in order to comply with the safe distancing measures imposed under the Infectious Diseases (Measures to Prevent the Spread of COVID-19) Regulations 2020. Accordingly, the Company wishes to inform all shareholders that the EGM is being convened, and will be held, by electronic means only and shareholders will not be able to attend the EGM in person. Shareholders may watch the EGM proceedings through a live webcast via their mobile phones, tablets or computers (the “**Live Webcast**”). To do so, shareholders need to pre-register online at <https://sg.conveneagm.com/shinvest> by 10.00 a.m. on 12 October 2020 (the “**Registration Deadline**”) to create an account and to enable the Company to verify their status. Following the verification, authenticated shareholders will receive an email on their authentication status and will be able to access the Live Webcast of the EGM proceedings using the account created. Details of the steps for registration are set out in the Notes. Shareholders are advised to regularly check the Company’s website and SGXNet for updates. In line with the provisions under the COVID-19 Order, **no printed copies of the Notice of EGM, the Circular and/or the EGM Proxy Form (“Documents”) will be despatched to Shareholders.** An electronic copy of each of the Documents has been made available on SGXNET and on the Company’s website at <https://www.shinvest.com.sg/agm-egm>

IMPORTANT: Please read the Notes below.

COVID-19:

Pursuant to COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings of Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020:

- (a) A quorum may be formed by two (2) members of the Company (or one (1) member if permitted by the legal instrument of the Company) personally or electronically present. A member is electronically present at the EGM if the member –
 - (i) attends the EGM electronically;
 - (ii) is verified by the Company's Share Registrar as attending the EGM electronically; and
 - (iii) is acknowledged by electronic means by the Chairman of the EGM as present at the EGM.

Registration:

- (b) Members may watch the EGM proceedings through a live webcast via their mobile phones, tablets or computers (the "**Live Webcast**"). To do so, shareholders need to pre-register online at <https://sg.conveneagm.com/shinvest> by 10.00 a.m. on 12 October 2020 (the "**Registration Deadline**"), to create an account and to enable the Company to verify their status.
- (c) Following the verification, authenticated shareholders will receive an email on their authentication status and will be able to access the Live Webcast of the EGM proceedings using the account created. Members who do not receive an email response by 10.00 a.m. on 14 October 2020 but have registered by the Registration Deadline may contact the Share Registrar, RHT Corporate Advisory Pte. Ltd. at rhtcaoscar@rhtcorporate.com for assistance by 5.00 p.m. on 14 October 2020 with the following details included:
 - (i) Shareholder's full name;
 - (ii) his/her/its identification/company registration number; and
 - (iii) the manner in which the shares are held (e.g. via CDP, CPF or SRS).
- (d) Corporate shareholders must also submit the Corporate Representative Certificate to Share Registrar at rhtcaoscar@rhtcorporate.com, in addition to the registration procedures as set out in paragraph (b) above, by the Registration Deadline, for verification purpose.
- (e) Non-CPF/SRS holders whose shares are registered under Depository Agents ("DAs") must also contact their respective DAs to indicate their interest in order for their respective DAs to make the necessary arrangements for them to participate in the Live Webcast.

Voting:

- (f) Due to time constraints and to reduce unnecessary expenses, members will not be able to vote online on the resolution to be tabled for approval at the EGM. Members (whether individual or corporate) who wish to vote at the EGM must submit a Proxy Form to appoint the Chairman of the EGM to vote on his/her/its behalf.
- (g) In appointing the Chairman of the EGM as proxy, members must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the Proxy Form. Failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
- (h) The Chairman of the EGM, as proxy, need not be a member of the Company.
- (i) Members must submit the Proxy Form through any one of the following means:
 - (i) via <https://sg.conveneagm.com/shinvest> in digital format;
 - (ii) by posting a physical copy to the office of the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - (iii) by sending a scanned PDF copy by electronic mail to rhtcaoscar@rhtcorporate.com,

in either case, **no later than seventy-two (72) hours before the time appointed for holding the EGM (i.e. by 10.00 a.m. on 12 October 2020).**

- (j) The Proxy Form may be accessed at the Company's website at <https://www.shinvest.com.sg/agm-egm> and the SGX website at <https://www.sgx.com/securities/company-announcements>.
- (k) Proxy forms appointing such person other than the Chairman of the EGM shall be deemed to appoint the Chairman of the EGM as proxy.
- (l) In the case of submission of the Proxy Form other than via the EGM website at <https://sg.conveneagm.com/shinvest>, members who wish to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the office of the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712, or before scanning and sending it by email to rhtcaoscar@rhtcorporate.com.

- (m) In the case of submission of the Proxy Form other than via the EGM website at <https://sg.conveneagm.com/shinvest>, the Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
- (n) In the case of a member of the Company whose shares are entered against his/her name in the Depository Register, the Company may reject any Proxy Form if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.
- (o) CPF and SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes as soon as possible but not less than seven (7) business days before the EGM (i.e. by 10.00 a.m. on 5 October 2020). Investors who have deposited their shares into a nominee account should also approach the Depository Agents and relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore) as soon as possible by the Registration Deadline if they wish to vote.

Submission of questions prior to the EGM

- (p) Members may also submit questions related to the EGM through any one of the following means:
 - (i) via the EGM website at <https://sg.conveneagm.com/shinvest>
 - (ii) by electronic mail to rhtcaoscar@rhtcorporate.com or
 - (iii) by posting a physical copy to the office of the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712,

no later than 5.00 p.m. on 7 October 2020.

- (q) If the questions are posted in physical copy to the office of the Share Registrar or sent via electronic mail, and in either case not accompanied by the completed and executed Proxy Form, the following details must be included with the submitted questions:
 - (i) the member's full name; and
 - (ii) his/her/its identification/ company registration number for verification purposes,failing which the submission will be treated as invalid.
- (r) The Company will address all substantial and relevant questions prior to the EGM on SGXNet, and all responses to such substantial and relevant questions received will be published on SGXNet and the Company's website after the EGM.
- (s) Members will not be able to ask questions at the EGM during the Live Webcast, and therefore it is important for members to register and submit their questions in advance of the EGM.

Personal Data Privacy:

By submitting the Proxy Form appointing the Chairman of the EGM as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, or a preregistration to watch the EGM proceedings, a member of the Company 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) for the appointment of the Chairman as proxy 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**").

Shareholders should not record the proceedings of the meeting with their mobile phones or via any other electronic means and upload on social media. The proceedings in the meeting are for shareholders, and preservation of confidentiality and privacy of the discussions and persons (Board of Directors including Chairman and other shareholders) in the meeting should be observed.