

**SHS HOLDINGS LTD.**

(Company Registration No. 197502208Z)  
(Incorporated in the Republic of Singapore)

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**EXTRAORDINARY GENERAL MEETING TO BE HELD ON THURSDAY, 29 APRIL 2021**

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**1. INTRODUCTION**

The Board of Directors of SHS Holdings Ltd. (the “**Company**”) refers to:

- (a) 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 conduct general meetings by electronic means;
- (b) 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 sets out the alternative arrangements to allow general meetings of listed companies to be conducted by electronic means; and
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation during the period from 27 March 2020 to 30 June 2021.

**2. DATE OF EXTRAORDINARY GENERAL MEETING (“EGM”)**

The Directors wish to inform Shareholders that pursuant to the Order, the EGM will be held by way of electronic means on **Thursday, 29 April 2021 at Singapore time 11.00 a.m.** to transact the business set out in the Notice of EGM.

**3. NOTICE OF EGM AND PROXY FORM**

In line with the provisions of the Order, no printed copies of the Notice of the EGM and instrument appointing the Chairman of the EGM as proxy (“**Proxy Form**”) will be despatched to Shareholders.

Copies of the Notice of the EGM and Proxy Form have been uploaded on SGXNet today and are also available on the Company’s website at URL <http://shsholdings.listedcompany.com>.

A shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company’s website.

**Extraordinary General Meeting to be held on Thursday, 29 April 2021****4. NO PHYSICAL ATTENDANCE AT EGM**

Due to the current COVID-19 situation in Singapore, **Shareholders will not be able to attend the EGM in person**. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching the EGM proceedings via “live” audio-visual webcast or listening to the EGM proceedings via “live” audio-only stream, (b) submitting questions in advance of the EGM, and/or (c) voting by proxy at the EGM. Please see paragraph 5 below for these alternative arrangements.

**5. ALTERNATIVE ARRANGEMENTS FOR EGM**

The following are the alternative arrangements which have been put in place for the EGM:

**(a) Pre-Registration for “live” audio-visual webcast and “live” audio-only stream**

The Company’s Chairman, Mr Teng Choon Kiat will conduct the proceedings of the EGM by way of electronic means.

Shareholders will be able to watch these proceedings through a “live” audio-visual webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio-only stream via telephone. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the “live” audio-visual webcast or listen to the “live” audio-only stream of the EGM must pre-register by **11.00 a.m. on 26 April 2021** (“**Pre-Registration Deadline**”), at the URL [https://zoom.us/webinar/register/WN\\_z1uv0jYIQFC4QbZeJtgezW](https://zoom.us/webinar/register/WN_z1uv0jYIQFC4QbZeJtgezW) for the Company to authenticate their status as Shareholders.
- Authenticated Shareholders will receive email instructions on how to access the “live” audio-visual webcast and “live” audio-only stream of the EGM proceedings (“**Instructions Email**”) by **11.00 a.m. on 28 April 2021**.
- Shareholders who do not receive the Instructions Email by **11.00 a.m. on 28 April 2021**, but have registered by the Pre-Registration Deadline, should contact the Company at +65 6515 6116.
- Investors who hold Shares through depository agents (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) and wish to watch the “live” audio-visual webcast or listen to the “live” audio-only stream of the EGM must approach their respective depository agents to pre-register by **5.00 p.m. on 19 April 2021** in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.

**(b) Submission of questions in advance**

Shareholders who pre-register to watch the “live” audio-visual webcast or listen to the “live” audio-only stream may also submit questions related to the resolutions to be tabled for approval at the EGM:

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- All questions must be submitted by the **Pre-Registration Deadline**:
  - Via the Pre-Registration Website at the URL [https://zoom.us/webinar/register/WN\\_z1uv0jYIQFC4QbZeJtgezW](https://zoom.us/webinar/register/WN_z1uv0jYIQFC4QbZeJtgezW);
  - in hard copy by post to the registered office of the Company at 19 Tuas Avenue 20, Singapore 638830; or
  - by email to the Company at [egm@shsholdings.com.sg](mailto:egm@shsholdings.com.sg).
- The Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the EGM via SGXNet and on our corporate website or during the EGM through the “live” audio-visual webcast and “live” audio-only stream.
- The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNet and the Company’s website, and the minutes will include the responses to the questions referred to above.
- Please note that Shareholders will not be able to ask questions at the EGM during the “live” audio-visual webcast and the “live” audio-only stream, and therefore it is important for Shareholders to submit their questions by the above stipulated deadline.

**(c) Proxy voting**

Shareholders will not be able to vote through the “live” audio-visual webcast or “live” audio-only stream on the resolutions to be tabled for approval at the EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf at the EGM:

- Shareholders (whether individual or corporate) appointing the Chairman of the Meeting as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the Proxy Form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
- The Proxy Form must be submitted to the Company in the following manner:
  - if in hard copy by post, the Proxy Form must be lodged at the registered office of the Company at 19 Tuas Avenue 20, Singapore 638830; or
  - if by email, the Proxy Form must be received by the Company at [proxyform@shsholdings.com.sg](mailto:proxyform@shsholdings.com.sg).

in either case, **no later than 11.00 a.m. on 27 April 2021** (the “**Proxy Deadline**”).

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- Shareholders who wish to submit a Proxy Form must first **download, complete and sign the proxy form**, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (including CPF investors, SRS investors and holders under depository agents) and who wish to participate in the EGM by (a) observing and/or listening to the EGM proceedings through “live” audio-visual webcast or “live” audio-only stream; (b) submitting questions in advance of the EGM; and/or (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the EGM, should approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) as soon as possible in order to make the necessary arrangements for them to participate in the EGM, including the submission of their voting instructions by **5.00 p.m. on 19 April 2021** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf **no later than the Proxy Deadline**.

**6. CIRCULAR TO SHAREHOLDERS**

The Circular to Shareholders in relation to the Proposed Divestment of the Entire Shareholding Interest in TLC Modular Pte. Ltd. has been released via SGXNet on 14 April 2021 and can be accessed at the Company’s website at the URL <http://shsholdings.listedcompany.com>.

**7. 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
<p><b>5.00 p.m. on 19 April 2021 (Monday)</b></p>	<p>Deadline for investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (including CPF investors, SRS investors and holders under depository agent) and who wish to exercise their votes by appointing the Chairman of the Meeting as proxy to approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions in order to allow sufficient time for their respective relevant intermediaries to in turn submit their voting instructions by the Proxy Deadline.</p>

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KEY DATES	ACTIONS
<b>11.00 a.m. on 26 April 2021 (Monday)</b>	Deadline for Shareholders to <ul style="list-style-type: none"> <li>pre-register at <a href="https://zoom.us/webinar/register/WN_z1uv0jYIQFC4QbZeJtgezW">https://zoom.us/webinar/register/WN_z1uv0jYIQFC4QbZeJtgezW</a> for the “live” audio-visual webcast or “live” audio-only stream of the EGM proceedings; and</li> <li>submit questions relating to the resolutions to be tabled at the EGM in advance.</li> </ul>
<b>11.00 a.m. on 27 April 2021 (Tuesday)</b>	Deadline for Proxy Form to be received by the Company for EGM.
<b>11.00 a.m. on 28 April 2021 (Wednesday)</b>	Authenticated Shareholders will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-visual webcast and a toll-free telephone number to access the “live” audio-only stream of the EGM proceedings.  Shareholders who do not receive the Instructions Email by <b>11.00 a.m. on 28 April 2021</b> , but have registered by <b>11.00 a.m. on 26 April 2021</b> , should contact the Company at +65 6515 6116.
<b>Date and time of “live” audio-visual webcast and “live” audio-only stream of the EGM</b>  <b>11.00 a.m. on 29 April 2021 (Thursday)</b>	<ul style="list-style-type: none"> <li>Click on the link in the Instructions Email and enter the user ID and password to access the “live” audio-visual webcast of the EGM proceedings; or</li> <li>Call the toll-free telephone number in the Instructions Email to access the “live” audio-only stream of the EGM proceedings.</li> </ul>

**8. FURTHER INFORMATION**

The Company wishes to remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders should check the above URLs and SGXNet for the latest status of the EGM.

The Company wishes to thank all Shareholders for their patience and co-operation in enabling the Company to hold the EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD  
SHS HOLDINGS LTD.

Chester Leong  
Company Secretary  
14 April 2021