



PARTNER PERFECT

MENCAST HOLDINGS LTD.

[Co Registration No. 200802235C]

LETTER TO SHAREHOLDERS

11 June 2020

To: The Shareholders of Mencast Holdings Ltd.

Dear Sir/Madam

Advisory (“Advisory”) on Mencast Holdings Ltd. (“Company”) Annual General Meeting (“AGM”)

This letter should be read with reference to the Notice of AGM dated 11 June 2020 published in the Business Times, on SGXNet and the Company’s website.

On 3 April 2020, PM Lee addressed the nation on the COVID-19 situation and announced the introduction of significantly stricter measures (“**Circuit Breaker**”) to halt escalating infections. This includes the closure of all workplaces except for essential services, for the period from 7 April 2020 to 4 May 2020.

On 13 April 2020, the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and the Singapore Exchange Regulation issued a joint statement to provide additional guidance on the conduct of general meetings during this period.

On 21 April 2020, PM Lee has announced that the Circuit Breaker period will be extended from 4 May 2020 to 1 June 2020.

Having reviewed the new requirements governing the conduct of general meetings during this period, the Company feels it is appropriate to continue with the proposed AGM, but with certain modifications to comply with the additional measures.

The Company will submit a notification for time-limited exemption to the Ministry of Trade and Industry for the duration of the AGM (“**MTI Exemption**”). The Company will ensure that it complies with all regulations on the number of attendees at the physical venue of the AGM not exceeding 6 and safe distancing measures.

The Board wishes to inform Shareholders that, in compliance with the requirements of the MTI Exemption, **Shareholders will not be able to attend the AGM at the physical venue of the AGM in person. AGM will be convened and held by the way of electronics means on Friday, 26 June 2020 at 10.30 a.m.**

This Advisory serves to inform/clarify the following:

1. The Notice of AGM, proxy form, Additional Information on Directors seeking re-appointment and updated Statistics of Shareholdings as at 22 May 2020 will be sent to Shareholders solely by electronic means via publication on our corporate website and will also be made available on the SGXNet. **No printed copies** of these documents will be sent to Shareholders.
2. **Participation by electronic means.** Shareholders may participate at the AGM by:
 - a. Observing and/or listening to AGM proceedings via live audio-visual webcast or live audio-only stream;
 - b. Submitting questions in advance of the AGM;
 - c. Appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

3. Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out below.
4. **Pre-registration:** The web-link for pre-registration of AGM attendance, <https://smartagm.sg/mencast2020agm> shall remain active until **10.30 a.m. of 24 June 2020**. Shareholders **must** pre-register at the web-link for online pre-registration to enable the Company to verify their status as Shareholders.

Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Cap. 50 of Singapore):

- (a) Persons holding shares through Central Provident Fund (“**CPF**”) and Supplementary Retirement Scheme (“**SRS**”) (“**CPF/SRS investors**”) who wish to participate in the AGM by observing and/or listening to the AGM proceedings via “live” audio-and-visual webcast or “live” audio-only stream must pre-register at <https://smartagm.sg/mencast2020agm> by **10.30 a.m. of 24 June 2020**. However, CPF/SRS investors who wish to appoint the Chairman of the meeting as proxy to attend, speak and vote on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions not less than 7 working days before the AGM, i.e. by 10.30 a.m., 16 June 2020.
- (b) Investors holding shares through relevant intermediaries (“**Investors**”) (other than CPF/SRS investors) who wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via “live” audio-and-visual webcast or “live” audio-only stream and/or (ii) appointing the Chairman of the meeting as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible but not less than 7 working days before the AGM, i.e. by 10.30 a.m., 16 June 2020 in order to make the necessary arrangements for them to participate in the AGM.

We will be providing both live audio-visual webcast as well as live audio-only stream on a dedicated telephone line. Shareholders must select their preferred option via the pre-registration web-link.

All verified Shareholders who have successfully pre-registered shall receive a confirmation email by **25 June 2020** which will contain login details to access the live audio-visual webcast or telephone number with details to access the live audio-only stream of the AGM proceedings. Please also check your junk mail folder in case the email gets directed there instead of your inbox.

All Shareholders whose status as Shareholders cannot be verified will be notified via the same email. Shareholders who do not receive the confirmation email or cannot be verified as Shareholders may contact our Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at AGM.TeamE@boardroomlimited.com, or alternatively at +65 6536 5355 between 9.00 a.m. to 12.30 p.m. and 1.30 p.m. to 4.00 p.m. on 25 June 2020.

5. **Questions & Answers:** Shareholders can submit their questions related to the resolutions to be tabled for approval at the AGM in advance via email at AGM.TeamE@boardroomlimited.com. Please indicate the following details in your email :

- a. **Your full name,**
- b. **Number of shares held; and**
- c. **The manner in which you hold shares (via CDP, CPF or SRS)**

All questions must reach us by 10.30 a.m. on 19 June 2020.

Responses to substantial and relevant questions received from Shareholders will be published on our corporate website and SGXNet before the AGM. **Shareholders will not be able to ask questions during the live webcast of the AGM due to administrative limitations.**

6. Proxy Form: Shareholders are allowed to submit proxy forms through electronic means. Shareholders who wish to do so may send signed PDF copies of the proxy form to the following email AGM.TeamE@boardroomlimited.com, as an alternative to physical delivery of the instrument of proxy not later than 10.30 a.m. on 24 June 2020 at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

CPF and SRS investors should be informed that if they wish to vote, they should approach their respective CPF Agent Banks or SRS Operators to submit their votes as soon as possible but not less than 7 working days before the AGM, i.e. by 10.30 a.m., 16 June 2020. Investors who have deposited their shares into a nominee account should also approach their depository agent and relevant intermediaries as soon as possible but not less than 7 working days before the AGM, i.e. by 10.30 a.m., 16 June 2020 if they wish to vote. Proxy forms appointing such person other than the chairman of the meeting shall be deemed to appoint the chairman of the meeting as proxy.

Shareholders must not forward the above web-link to other persons who are not Shareholders and who are not entitled to attend the AGM. This is to avoid any technical disruption or overload to the live audio-visual webcast or audio-only stream.

As the COVID-19 situation remains fluid, the Company will continue to closely monitor developments and will take into account recommendations or guidelines issued by all relevant governmental agencies, as well as comply with new regulations as and when they come into force.

Yours sincerely,

For and on behalf of the Board of Directors
Mencast Holdings Ltd.

Sim Soon Ngee Glendle
Executive Chairman & Chief Executive Officer