

# NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S EXTRAORDINARY GENERAL MEETING TO BE HELD ON 21 SEPTEMBER 2021

MEMSTAR TECHNOLOGY LTD.

(UEN No.: 197901641K)

(Incorporated in the Republic of Singapore)

## 1. Introduction

The Board of Directors (the "**Board**") of Memstar Technology Ltd. (the "**Company**") refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 (the "**Act**") 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;
- (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 in respect of, inter alia, general meetings of companies; and
- (c) the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 1 October 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 Extraordinary General Meeting

The Board wishes to inform shareholders that the Company has issued the Notice of Extraordinary General Meeting ("**EGM**") dated 30 August 2021. The EGM will be held by way of electronic means on 21 September 2021 at 11:00 a.m. (or immediately after the conclusion of the Annual General Meeting of the Company to be held at 10.00 a.m. on the same day).

## 3. No Physical Attendance at Extraordinary General Meeting

Due to current Covid-19 restriction orders in Singapore, the Company has made arrangements to facilitate a live webcast of the EGM ("**Live Webcast**") in place a physical meeting. Shareholders will be able to participate at the EGM by:

- (a) watching the EGM proceedings via Live Webcast;
- (b) submitting questions in advance of the EGM; and
- (c) voting by proxy at the EGM.

Shareholders will not be allowed to attend the EGM physically. Details of the steps for registration, submission of questions and voting at the EGM are set out below in this Notice.

## 4. Registration Process for Live Webcast

Shareholders, including CPF/SRS investors, who wish to participate in the EGM proceedings through the Live Webcast via their mobile phones, tablets or computers must pre-register at the following URL: <https://septusiasia.com/memstar-agm-registration/> no later than 11:00 a.m.

on 18 September 2021 (the “**Registration Deadline**”) to enable the Company to verify their status as shareholders.

Following the verification, an email will be sent to authenticated Shareholders by 11:00 a.m. on 20 September 2021. The email will contain instructions and details to access the “live” audio-visual webcast and “live” audio-only stream of the EGM proceedings.

Shareholders who register by the Registration Deadline but do not receive an email response to access the Live Webcast may contact the company’s Share Registrar on 20 September 2021 for assistance at [srs.teamc@boardroomlimited.com](mailto:srs.teamc@boardroomlimited.com) or call the general telephone number at +65 6536 5355 between 8:30 a.m. to 5:30 p.m. (Singapore Time), with the full name of the shareholder and his/her/its identification number.

## **5. Submissions of questions in advance of Extraordinary General Meeting**

Shareholders will not be able to ask questions during the Live Webcast. Shareholders may submit questions relating to the items on the agenda of the EGM in advance, no later than 13 September 2021 at 11:00 a.m.:

- (a) via the pre-registration website at the following URL: <https://septusasia.com/memstar-agm-registration/>;
- (b) by email to the following email address: [srs.teamc@boardroomlimited.com](mailto:srs.teamc@boardroomlimited.com); or
- (c) by post to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

For questions submitted by email or post, shareholders are to provide their full names, NRIC and shareholdings.

The Company will endeavour to respond to substantial and relevant questions received from Shareholders prior to the EGM. The Company’s responses, along with copies of the minutes of the EGM, will be published on the website at the following URL: <https://septusasia.com/memstar-qna>.

## **6. Submission of Proxy Forms**

Shareholders who wish to vote on any or all of the resolutions at the EGM must submit a proxy form to appoint the Chairman of the EGM as proxy to cast votes on their behalf by completing the proxy form attached to the Notice of EGM.

The completed and signed proxy form must:

- (a) be deposited at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at the following address: 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
- (b) be submitted digitally via email at: [srs.teamc@boardroomlimited.com](mailto:srs.teamc@boardroomlimited.com)

no later than forty-eight (48) hours before the time appointed for holding the EGM. Any incomplete proxy forms will be treated invalid and rejected by the Company.

The Proxy Form is not applicable to investors holding shares through Relevant Intermediaries (within the meaning of the Companies Act). Should such investors wish to vote, they should approach their Relevant Intermediary(s) as soon as possible to specify their voting instructions.

CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 pm on 10 September 2021.

#### **7. Documents for the Extraordinary General Meeting**

Printed copies of the Notice of EGM and the proxy form will be sent to members of the Company. Copies of the Notice of EGM, the proxy form and the Circular to Shareholders in relation to the proposed members' voluntary winding up and liquidation of the Company will also be made available at the following URL: <https://septusiasia.com/memstar-agm-registration/>.

BY ORDER OF THE BOARD

LEE SIN SWAN @ LEE SENG SUAN

Company Secretary

Singapore

30 August 2021