



## **XMH HOLDINGS LTD.**

(Incorporated in the Republic of Singapore)  
Company Registration Number 201010562M

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

*All capitalised terms in this Notice and defined in the Circular (defined below) shall, unless otherwise defined in this Notice, bear the respective meanings ascribed thereto in the Circular.*

**NOTICE IS HEREBY GIVEN** that an **EXTRAORDINARY GENERAL MEETING** ("EGM") of XMH Holdings Ltd. (the "**Company**") will be convened at Warren Golf & Country Club, 81 Choa Chu Kang Way, Singapore 688263 on 11 March 2013 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without any modifications the following Resolution:-

#### **ORDINARY RESOLUTION**

#### **THE PROPOSED ACQUISITION OF LAND AND CONSTRUCTION OF NEW PLANT AT PRIVATE LOT A3001874 TUAS BAY DRIVE ("PROPOSED ACQUISITION")**

That:

- (a) pursuant to Chapter 10 of the Listing Manual, approval be and is hereby given for the Proposed Acquisition by the Company on the terms and conditions of the Letter of Offer and the Building Terms, the key terms of which are described in the circular to Shareholders dated 22 February 2013 (the "**Circular**"); and
- (b) the Directors of the Company be and are hereby authorised to complete and to do all acts and things (including but not limited to the acceptance of the Letter of Offer and the Building Terms and the execution of all such agreements and documents, procurement of third party consents and approving of any amendments whatsoever to the Letter of Offer and the Building Terms) as they may consider necessary, desirable or expedient in connection to the Letter of Offer and the Building Terms or the transactions contemplated by the Letter of Offer and the Building Terms or to give effect to this Resolution, as they may think fit.

BY ORDER OF THE BOARD

**XMH HOLDINGS LTD.**

TAN TIN YEOW

Chairman and CEO

22 February 2013

#### **Notes:-**

- (1) A member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.
- (2) If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
- (3) The instrument appointing a proxy must be deposited at the registered office of the Company at 44 Sungei Kadut Avenue, Singapore 729667, not less than forty-eight (48) hours before the time for holding the EGM.