
NOTICE OF EXTRAORDINARY GENERAL MEETING

MSM INTERNATIONAL LIMITED
(Company Registration No. 200918800R)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at the Company's registered office, 77 Robinson Road #06-03 Robinson 77 Singapore 068896 on 27 June 2025 at 10.30 a.m. ("**EGM**" or "**Meeting**") for the purpose of considering, and if thought fit, passing the following resolutions:

*Unless otherwise defined, all capitalised terms used in this Notice of EGM which are not defined shall bear the same meanings as ascribed to them in the circular dated 6 June 2025 (the "**Circular**") issued by the Company to its Shareholders.*

ORDINARY RESOLUTIONS

ORDINARY RESOLUTION 1: PROPOSED DIVERSIFICATION

- (a) approval be and is hereby given to the Company to diversify the group's existing core business to include the business of property development and investment in respect of industrial property in West Malaysia, as and when the appropriate opportunities arise ("**Proposed Diversification**");
- (b) the Directors of the Company and any one of them be and is/are hereby authorised and empowered to approve, perform and complete and do all such acts and things (including without limitation, to approve, modify, supplement, ratify, sign, seal, execute and deliver all such documents as may be required in connection with the Proposed Diversification) as he or they may consider expedient, desirable or necessary or in the interests of the Company to give full effect to the Proposed Diversification and this Ordinary Resolution 1, and the transactions contemplated by the Proposed Diversification and/or authorised by this Ordinary Resolution 1, or for all the foregoing purposes; and
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any Director of the Company in connection with the Proposed Diversification and this Ordinary Resolution 1 be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 2: PROPOSED DISPOSAL

- (a) approval be and is hereby given to MSM Metal Industries Sdn. Bhd. ("**MSM Metal**"), a wholly-owned subsidiary of the Company, for the execution of the sale and purchase agreement in respect of the sale of one (1) unit of factory to be erected on Lot 1861, H.S.(M) 13710, Mukim Cheras, 43200 Cheras, Selangor together with the land on which it is built for an aggregate consideration of RM18,000,000.00 on the terms and subject to the conditions of the sale and purchase agreement ("**Disposal SPA**") entered into with Pusat Pakaian Hari-Hari Sdn. Bhd. on 17 March 2025 (the "**Proposed Disposal**");
- (b) the Directors of the Company and any one of them be and is/are hereby authorised and empowered to approve, perform and complete and do all such acts and things (including without limitation, to approve, modify, supplement, ratify, sign, seal, execute and deliver all such documents as may be required in connection with the Proposed Disposal) as he or they may consider expedient, desirable or necessary or in the interests of the Company to give full effect to the Proposed Disposal, the

Disposal SPA and this Ordinary Resolution 2, and the transactions contemplated by the Proposed Disposal, the Disposal SPA and/or authorised by this Ordinary Resolution 2, or for all the foregoing purposes; and

- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any Director of the Company in connection with the Proposed Disposal and this Ordinary Resolution 2 be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 3: PROPOSED SHARE CONSOLIDATION

- (a) approval be and is hereby given for the consolidation of every four (4) existing ordinary shares in the share capital of the Company (including treasury shares) as at the Record Date into one (1) ordinary share in the share capital of the Company (each, a “**Consolidated Share**”) (“**Proposed Share Consolidation**”);
- (b) any fractions of Consolidated Shares arising from the Proposed Share Consolidation shall be disregarded. All fractional entitlements arising from the implementation of the Proposed Share Consolidation shall be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including (i) disregarding, or (ii) aggregating and selling the same and retaining the net proceeds for the benefit of the Company;
- (c) the Directors of the Company and any one of them be and is/are hereby authorised to fix the Record Date for the Proposed Share Consolidation in their absolute discretion as they deem fit;
- (d) the Directors of the Company and any one of them be and is/are hereby authorised and empowered to approve, perform and complete and do all such acts and things (including without limitation, to approve, modify, supplement, ratify, sign, seal, execute and deliver all such documents as may be required in connection with the Proposed Share Consolidation) as he or they may consider expedient, desirable or necessary or in the interests of the Company to give full effect to the Proposed Share Consolidation and this Ordinary Resolution 3, and the transactions contemplated by the Proposed Share Consolidation and/or authorised by this Ordinary Resolution 3, or for all the foregoing purposes; and
- (e) any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any Director of the Company in connection with the Proposed Share Consolidation and this Ordinary Resolution 3 be and are hereby approved, confirmed and ratified.

BY ORDER OF THE BOARD

Chan Kee Sieng
Executive Chairman
6 June 2025

Notes:

1. A printed copy of this notice of EGM (the “**Notice**”) will be sent to the shareholders. Printed copy of the circular (“**Circular**”) will not be sent to shareholders, instead, it will be made available to shareholders by electronic means via publication on the Company’s website at the URL <http://www.msmmgroup.com/> and made available on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>. Shareholders have the right to elect whether to receive the Circular in physical copy by completing the Request Form sent together with the Notice. Please refer to and read the instructions set out in the Request Form carefully.
2. A proxy need not be a shareholder of the Company.
3. The instrument appointing a proxy or proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:
 - (a) if sent personally or by post, be lodged at the office of the Company’s Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896; or
 - (b) if submitted by email, be received by the Company’s Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com,in either case, by 10.30 a.m. on 25 June 2025 (being not less than forty-eight (48) hours before the time appointed for holding the EGM (or at any adjournment thereof)) and in default the instrument of proxy shall not be treated as valid.
4. For investors who hold shares through relevant intermediaries, including CPF and 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, at least seven (7) working days before the time appointed for the holding of the EGM (ie. by 10.30 a.m. on 18 June 2025). CPF investors and/or SRS investors are requested to contact their respective CPF and/or SRS Operators for any queries they may have with regard to the appointment of the Chairman of the Meeting as proxy for the EGM.
5. Except for a shareholder who is a Relevant Intermediary as defined under Section 181(6) of the Act, a shareholder entitled to attend and vote at this EGM is entitled to appoint not more than two proxies to attend and vote in his stead.
6. Where a shareholder appoints more than one proxy, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy. If no percentage is specified, the first named proxy shall be treated as representing 100 per cent of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
7. A shareholder who is a Relevant Intermediary is entitled to appoint more than two proxies to attend and vote at this EGM, but each proxy must be appointed to exercise the rights attached to a different shares held by such shareholder. Where such shareholder appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.
8. If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
9. A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time appointed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.
10. The appointment of a proxy(ies) shall not preclude a shareholder from attending, speaking and voting in person at the EGM. If a shareholder attends the EGM in person, the appointment of a proxy(ies) shall be deemed to be revoked, and the Company reserves the right to refuse to admit such proxy(ies) to the EGM.

IMPORTANT INFORMATION

1. Attendance

The EGM is being convened and will be held physically ("**Physical Meeting**").

2. Voting

Voting on the resolutions tabled at the EGM will be by poll in accordance with the Constitution of the Company.

3. Submission of Questions in Advance

Shareholders may submit their questions in relation to the resolutions of the EGM by:

- (a) email to: msm.agm@msmmgroup.com; or
- (b) post to the registered office at 77 Robinson Road #06-03 Robinson 77 Singapore 068896.

When submitting questions by post or via email, shareholders should also provide the following details: (i) the shareholder's full name; (ii) the shareholder's email address; and (iii) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF/SRS and/or physical scrip), for verification purposes.

All questions must be submitted by 10.30 a.m. on 17 June 2025 ("**Cut-Off Time**").

The Company will endeavor to address all substantial and relevant questions received from shareholders by the Cut-Off Time and publish its response on the SGXNet at URL <https://www.sgx.com/securities/company-announcements> and at the Company's website at URL <http://www.msmmgroup.com/> not later than 22 June 2025. Where substantial and relevant questions are unable to be answered prior to the EGM, the Company will address them at the EGM.

Verified shareholders and proxy(ies) attending the Physical Meeting will be able to ask questions in person at the EGM venue.

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.

Personal data privacy:

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed 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**"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representatives(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representatives(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representatives(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.