



(Incorporated in the Republic of Singapore on 30 March 1981)  
(Company Registration No. 198101305R)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (the “**EGM**”) of Sin Heng Heavy Machinery Limited (the “**Company**”) will be held at Raffles Marina, No. 10, Tuas West Drive, Singapore 638404 on Wednesday, 31 October 2012 at 10:30 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10:00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without any modifications, the following ordinary resolution:

**Ordinary Resolution: Proposed Adoption of the Interested Person Transaction Mandate**

That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual (“**Chapter 9**”) of the Singapore Exchange Securities Trading Limited, in particular for the purposes of Rule 920 of the Listing Manual in relation to a general mandate from the Shareholders, for the Company, its subsidiaries and Associated Companies that are entities at risk (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of Interested Person Transactions described in Paragraph 2.6 of the Circular with the Interested Persons, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such Interested Person Transactions; (the “**IPT Mandate**”)
- (b) the approval given in paragraph (a) above shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and
- (c) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including execution all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by the IPT Mandate and/or this Resolution.

By Order of the Board

Mr Tan Cheng Soon Don  
Managing Director  
Singapore  
16 October 2012

**Notes:**

1. A member of the Company entitled to attend and vote at EGM is entitled to appoint not more than two proxies to attend and vote in his stead and a proxy need not be a member of the Company.
2. Where a member appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing the proxies.
3. A corporation which is a member may appoint an authorized representative or representatives in accordance with Section 179 of the Companies Act, Cap. 50 of Singapore to attend and vote for and on behalf of such corporation.
4. The instrument appointing a proxy must be deposited at the registered office of the Company’s share registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for holding the EGM of the Company.