

Extraordinary/ Special General Meeting::Voluntary

Issuer & Securities

Issuer/ Manager	MANUFACTURING INTEGRATION TECHNOLOGY LTD.
Security	MFG INTEGRATION TECHNOLOGY LTD - SG1H45875967 - M11

Announcement Details

Announcement Title	Extraordinary/ Special General Meeting
Date & Time of Broadcast	02-Jan-2019 07:47:16
Status	New
Announcement Reference	SG190102XMET2Q9Q
Submitted By (Co./ Ind. Name)	Lim Chin Tong
Designation	Director

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached Notice of Extraordinary General Meeting.

Event Dates

Meeting Date and Time	17/01/2019 10:00:00
Response Deadline Date	15/01/2019 10:00:00

Event Venue(s)

Place	
Venue(s)	Venue details
Meeting Venue	38, Ang Mo Kio Industrial Park 2, #02-03/04, Singapore 569511

Attachments	ⓂMIT Notice EGM.pdf ⓂCircular to Shareholders.pdf Total size =1002K
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MANUFACTURING INTEGRATION TECHNOLOGY LTD.

(Company Registration Number 199200075N)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “EGM”) of Manufacturing Integration Technology Ltd. (the “Company”) will be held at 38, Ang Mo Kio Industrial Park 2, #02-03/04, Singapore 569511 on Thursday, 17 January 2019 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modification, the following ordinary resolution:

Unless otherwise defined, all capitalised terms herein shall have the same meanings as defined in the circular to shareholders of the Company dated 2 January 2019 (the “Circular”).

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY THE COMPANY OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF MIT SEMICONDUCTOR PTE. LTD.

THAT:

- (a) approval be and is hereby given to the Company to dispose to MIT Semiconductor (Tian Jin) Company Limited (砺铸智能设备(天津)有限公司) (“MIT Semiconductor Tian Jin”) of all the issued ordinary shares, representing the entire issued and paid-up share capital of MIT Semiconductor Pte. Ltd., for a consideration of up to S\$84,500,000, on the terms and subject to the conditions set out in the conditional share purchase agreement dated 18 July 2018 entered into between the Company and Ningbo MIT Semiconductor Company Limited (砺铸智能装备(宁波)有限公司) (“Ningbo MIT Semiconductor”) who was replaced by MIT Semiconductor Tian Jin pursuant to a substitution agreement dated 8 October 2018 entered into among the Company, Ningbo MIT Semiconductor and MIT Semiconductor Tian Jin (the “Proposed Disposal”), as a major transaction for the purposes of Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) and deemed as an interested person transaction for the purposes of Chapter 9 of the Listing Manual of the SGX-ST; and
- (b) the Directors or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to the Proposed Disposal and/or this Ordinary Resolution and the transactions contemplated thereunder.

By order of the Board of Directors

Wong Yoen Har

Company Secretary

2 January 2019

Singapore

Notes:

- (1) Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act, a member is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where a member appoints more than one proxy, the proportion of his concerned shareholding to be represented by each proxy shall be specified in the proxy form. A proxy need not be a member of the Company.
- (2) Pursuant to Section 181(1C) of the Companies Act, a member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.
- (3) The instrument appointing a proxy or proxies must be signed by the appointer or his attorney duly authorised in writing. If the appointer is a corporation, the instrument appointing a proxy or proxies must be executed under common seal or the hand of its duly authorised officer or attorney.
- (4) The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at Blk 5004 Ang Mo Kio Ave 5, #03-12, TECHplace II, Singapore 569872 not less than forty-eight (48) hours before the time appointed for holding the EGM.
- (5) A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited not less than seventy-two (72) hours before the time appointed for holding the EGM in order for the Depositor to be entitled to attend, speak and vote at the EGM.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of 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 member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the EGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

In addition, the Company may upon the request of any member, provide such member with a copy of the minutes of the EGM which may contain a member’s personal data as explained above. By participating in the EGM, raising any questions and/or proposing/seconding any motion, a member will be deemed to have consented to have his personal data recorded and dealt with for the purposes and in the manner explained above.