

**ANNUAL GENERAL MEETING::VOLUNTARY**

## Issuer &amp; Securities

## Issuer/ Manager

SHANGHAI TURBO ENTERPRISES LTD

## Security

SHANGHAI TURBO ENTERPRISES LTD - KYG8064W1160 - AWM

## Announcement Details

## Announcement Title

Annual General Meeting

## Date &amp; Time of Broadcast

15-Jun-2020 07:42:32

## Status

New

## Announcement Reference

SG200615MEETBMGN

## Submitted By (Co./ Ind. Name)

Huang Wooi Teik

## Designation

Non-Executive Chairman and Lead Independent Director

## Financial Year End

31/12/2019

## Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the following attached documents for information: (i) Notice of Annual General Meeting (ii) Depository Proxy Form (iii) Scrip based Proxy Form (iv) Instructions to Members for Annual General Meeting 2020

## Event Dates

## Meeting Date and Time

30/06/2020 09:30:00

## Response Deadline Date

28/06/2020 09:30:00

## Event Venue(s)

## Place

Venue(s)	Venue details
Meeting Venue	The Annual General Meeting will be held by electronic means. Shareholders may not be able to attend the Annual General Meeting in person.

## Attachments

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[Shanghai%20Turbo%20Notice%20of%20AGM.pdf](#)

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[Shanghai%20Turbo%20CDP%20Proxy%20Form.pdf](#)

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[Shanghai%20Turbo%20Scrip%20Proxy%20Form.pdf](#)

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[Shanghai%20Turbo%20Instruction%20to%20Members%20on%20AGM.pdf](#)

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Total size =414K MB

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NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of SHANGHAI TURBO ENTERPRISES LTD. (the "Company") will be held by electronic means on Tuesday, 30 June 2020 at 9.30 a.m. (of which there will be a live webcast), to transact the following businesses:

**AS ORDINARY BUSINESS**

- To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Independent Auditors' Report thereon. **(Resolution 1)**
- To re-elect Dr Daniel Liu Danjun retiring pursuant to Article 86(1) of the Company's Articles of Association. **(Resolution 2)**  
*Dr Daniel Liu Danjun will, upon re-election as Director of the Company, remain as Non-Independent Non-Executive Director and a member of the Nominating Committee and will be considered non-independent.*
- To re-elect the following Directors retiring pursuant to Article 85(6) of the Company's Articles of Association: **(Resolution 3)**  
Mr Zhang Wenjun **(Resolution 4)**  
Mr Shi Bin **(Resolution 5)**  
Mr Cheah Kian Choong **(Resolution 6)**  
Dr Pan Peiwen **(Resolution 7)**  
Mr Liew Yoke Pheng, Joseph **(Resolution 8)**  
Mr Goh Yeow Kiang, Victor **(Resolution 8)**  
*Mr Zhang Wenjun will, upon re-election as Director of the Company, remain as Non-Executive Non-Independent Director.*  
*Mr Shi Bin will, upon re-election as Director of the Company, remain as Non-Executive Independent Director.*  
*Mr Cheah Kian Choong will, upon re-election as Director of the Company, remain as Non-Executive Independent Director.*  
*Dr Pan Peiwen will, upon re-election as Director of the Company, remain as Non-Executive Independent Director.*  
*Mr Liew Yoke Pheng, Joseph, will, upon re-election as Director of the Company, remain as Non-Executive Independent Director.*  
*Mr Goh Yeow Kiang, Victor will, upon re-election as Director of the Company, remain as Non-Executive Independent Director.*
- To approve the payment of additional Directors' Fees of RMB150,000 for the financial year ended 31 December 2019. **(Resolution 9)**  
*[See Explanatory Note (i)]*
- To approve the payment of Directors' Fees of RMB2,000,000 for the financial year ending 31 December 2020. (FY2019: RMB1,625,000) **(Resolution 10)**
- To re-appoint Messrs. Crowe Horwath First Trust LLP as the Independent Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 11)**
- To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

**AS SPECIAL BUSINESS**

To consider and if thought fit, to pass the following resolution as Ordinary Resolution, with or without any modifications:

**8. Authority to allot and issue shares**

- That pursuant to Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Directors of the Company be authorised and empowered to:
- issue shares in the Company ("shares") whether by way of rights or otherwise; and/or
  - make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and
  - (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force, provided that:
    - the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
    - (subject to such calculation as may be prescribed by the Singapore Exchange Securities Trading Limited) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
      - new shares arising from the conversion or exercise of any convertible securities;
      - new shares arising from exercising share options or vesting of share awards; and
      - any subsequent consolidation or subdivision of shares;
    - in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the Singapore Exchange Securities Trading Limited for the time being in force (unless such compliance has been waived by the Singapore Exchange Securities Trading Limited) and the Constitution of the Company; and
    - unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier. **(Resolution 12)**  
*[See Explanatory Note (ii)]*

By Order of the Board  
Wong Yoen Har  
Company Secretary  
Singapore, 15 June 2020

**Explanatory Notes:**

- The Ordinary Resolution 9 in item 4 above, is to seek shareholders' approvals for the additional Directors' Fees of RMB150,000 for the financial year ended 31 December 2019. The additional Directors' Fees were due to the increase of directors from 4 to 6 and the time and efforts spent by the directors to understand and resolving the Company's current financial and operations situations.
- The Ordinary Resolution 12 in item 8 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 20% may be issued other than on a *pro-rata* basis to shareholders.  
For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards and any subsequent consolidation or subdivision of shares.

**Notes:**

- The Annual General Meeting ("AGM") is being convened, and will be held, by electronic means pursuant to the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which are based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the attached accompanying document entitled "Instructions to Members for Annual General Meeting 2020".
- Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.**  
Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
- The Chairman of the AGM, as proxy, need not be a member of the Company.
- The instrument appointing the Chairman of the AGM as proxy must be submitted to the Company in the following manner:
  - if submitted by post, be lodged at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623; or
  - if submitted electronically, be submitted via email to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at AGM.TeamE@boardroomlimited.com,**in either case, at least 48 hours before the time for holding the AGM.**

**In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

- The Company shall be entitled to, and will, treat any valid instrument appointing the Chairman of the AGM as proxy(ies) which was delivered by a member to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. before 9.30 a.m. on 28 June 2020 as a valid instrument appointing the Chairman of the AGM as the member's proxy to attend, speak and vote at the AGM if:
  - the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and
  - the member has not withdrawn the appointment.
- The Annual Report for the financial year ended 31 December 2019 ("2019 Annual Report") may be accessed at [https://www.bigbangdesign.co/shanghaiturbo\\_webcast\\_registration.html](https://www.bigbangdesign.co/shanghaiturbo_webcast_registration.html) or on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

**Personal data privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company or a Depositor, as the case may be (i) consents to the collection, use and disclosure of the member or Depositor'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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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 or a Depositor discloses the personal data of the member or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents), the member or Depositor 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 or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member or Depositor's breach of warranty.

# SHANGHAI TURBO ENTERPRISES LTD.

(Company Registration No. CT-151624)  
(Incorporated in the Cayman Islands)

## ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

Due to the current COVID-19 restriction orders in Singapore, a Depositor (as defined below) will NOT be able to attend the Annual General Meeting (“AGM”) in person. A Depositor (whether individual or corporate) must either complete this Depositor Proxy Form to effect the appointment by CDP (as defined below) of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares or pre-register with the Company if such Depositor wishes to exercise his/her/its voting rights as a proxy of CDP at the AGM via electronic means.

We, The Central Depository (Pte) Limited (“CDP”), being a Member of SHANGHAI TURBO ENTERPRISES LTD., pursuant to a proxy form lodged or to be lodged by us with the Company (the “CDP Proxy Form”), have appointed, or will be appointing the person whose name and particulars are set out in Part I below (“Depositor(s)”), in respect of such number of shares (“Depositor(s) Shares”) set out against his/her/its name in the Depository Register maintained by CDP as at 5.00 p.m. on Friday, 26 June 2020 (the “Cut Off Date”), as our proxy to vote on our behalf at the AGM of the Company to be held via electronic means on **Tuesday, 30 June 2020 at 9.30 a.m.**, and at any adjournment thereof: hereby appoint

I.

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OR, in the event the Company receives this Depositor Proxy Form which is:

- (i) duly completed and signed/executed by the said Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

II. We hereby appoint the Chairman of the AGM, as our proxy to vote for us on our behalf at the AGM, provided that such details have been verified in Part V by the affixing of the seal or signature of or on behalf of the Depositor(s) named in Part I, and on the basis that the Chairman of the AGM is authorised to vote in respect of all of the Depositor(s) Shares. The Chairman of the AGM is hereby directed to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. **If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy will treated as invalid.** We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

No.	Resolutions relating to:	For	Against	Abstain
	<b>Ordinary Business</b>			
1.	Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019			
2.	Re-election of Dr Daniel Liu Danjun as Director of the Company pursuant to Article 86(1) of the Company's Articles of Association			
3.	Re-election of Mr Zhang Wenjun as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
4.	Re-election of Mr Shi Bin as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
5.	Re-election of Mr Cheah Kian Choong as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
6.	Re-election of Dr Pan Peiwen as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
7.	Re-election of Mr Liew Yoke Pheng, Joseph as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
8.	Re-election of Mr Goh Yeow Kiang, Victor as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
9.	Approval of additional Directors' Fees amounting to RMB150,000 for financial year ended 31 December 2019			
10.	Approval of Directors' Fees amounting to RMB2,000,000 for financial year ending 31 December 2020			
11.	Re-appointment of Messrs. Crowe Horwath First Trust LLP as the Independent Auditor of the Company			
	<b>Special Business</b>			
12.	Authority to allot and issue shares			


Dated this            day of            2020

IV. The Central Depository (Pte) Limited



Signature of Director

V.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE THE CHAIRMAN OF THE AGM AS PROXY			
For Individuals:  _____ Signature of Direct Account Holder	For Corporations:  _____ Signature of Director	_____ Signature of Director/Secretary	 _____ Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM**

## Notes:

- (1) The AGM is being convened, and will be held, by electronic means in accordance with the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which are based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
- (2) Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast, live audio-only webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, submission of questions during the AGM via an online, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM and/or voting electronically during the AGM, are set out in the accompanying document entitled "**Instructions to Members for Annual General Meeting 2020**".
- (3) **PLEASE READ THE NOTES BELOW WHICH CONTAIN INSTRUCTIONS ON, INTER ALIA, THE APPOINTMENT OF THE CHAIRMAN OF THE AGM AS A DEPOSITOR'S PROXY TO ATTEND, SPEAK AND VOTE ON HIS/HER/ITS BEHALF AT THE AGM.**

- Part I
- (a) A Depositor whose name appears in the Depository Register (as defined in Section 81SF of the Securities and Futures Act) wishes to attend and vote at the AGM, then he/she/it must be shown to have shares entered against his name in the Depository Register, as certified by the CDP, at least forty-eight (48) hours before the time of the AGM.
  - (b) **Due to the current COVID-19 restriction orders in Singapore, a Depositor will NOT be able to attend the AGM in person. A Depositor (whether individual or corporate) must either complete this Depositor Proxy Form to effect the appointment by CDP of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares or pre-register with the Company if such Depositor wishes to exercise his/her/its voting rights as a proxy of CDP at the AGM via electronic means.** This Depositor Proxy Form may be accessed at the Company's website at [www.shanghaiturbo.com](http://www.shanghaiturbo.com), and will also be made available on the website of the Singapore Exchange Securities Trading Limited at <https://www.sgx.com/securities/companyannouncements>.
  - (c) Where a Depositor (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions set out in this Depositor Proxy Form, failing which the appointment of the Chairman of the AGM as proxy will be treated as invalid.
- Part II
- (a) Please indicate with an "X" in the appropriate box against each resolution how you wish the Chairman of the AGM to vote. **If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy will be treated as invalid.**
  - (b) A Direct Account Holder or a Depository Agent who wishes to appoint more than one proxy to attend the AGM must specify the proportion of shareholdings (expressed as a percentage of the whole) to be represented by each proxy. If no proportion of shareholdings is specified, the proxy whose name appears first shall be deemed to carry 100 per cent of the shareholdings of his/its appointor and the proxy whose name appears after shall be deemed to be appointed in the alternate.
- Part III
- (a) This Depositor Proxy Form, duly completed, must be submitted by the Depositor(s) in the following manner:
    - (i) if submitted by post, by depositing the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; or
    - (ii) if submitted electronically, by scanning and submitting the duly completed Depositor Proxy Form via email to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com),

**in either case, not later than 48 hours before the commencement of the AGM.**

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit completed Depositor Proxy Forms by post, Depositors are strongly encouraged to scan and submit the completed Depositor Proxy Form electronically via email.**

- (b) If a Depositor(s) wishes to appoint the Chairman of the AGM as his/her/its proxy, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of an officer or its attorney duly authorised. The power of attorney or other authority appointing the attorney or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form if it is signed by an attorney.

## PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Direct Account Holder or Depository Agent accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 15 June 2020.

## GENERAL

The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor are not ascertainable from the instructions of the Depositor specified on this Proxy Form.

# SHANGHAI TURBO ENTERPRISES LTD.

(Company Registration No. CT-151624)  
(Incorporated in the Cayman Islands)

## ANNUAL GENERAL MEETING – PROXY FORM

(Please see notes overleaf before completing this Form)

I/We, \_\_\_\_\_

of \_\_\_\_\_

being a member/members of **SHANGHAI TURBO ENTERPRISES LTD.** (the “Company”) hereby appoint the Chairman of the Annual General Meeting (“AGM”) as my/our proxy/proxies to vote for me/us on my/our behalf at the AGM of the Company to be held via electronic means on **Tuesday, 30 June 2020 at 9.30 a.m.** and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against or abstain the Resolutions proposed at the AGM as indicated hereunder.

**If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy will treated as invalid.**

(Please indicate your vote “For” or “Against” or “Abstain” with a tick [X] within the box provided.)

No.	Resolutions relating to:	For	Against	Abstain
	<b>Ordinary Business</b>			
1.	Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019			
2.	Re-election of Dr Daniel Liu Danjun as Director of the Company pursuant to Article 86(1) of the Company’s Articles of Association			
3.	Re-election of Mr Zhang Wenjun as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
4.	Re-election of Mr Shi Bin as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
5.	Re-election of Mr Cheah Kian Choong as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
6.	Re-election of Dr Pan Peiwen as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
7.	Re-election of Mr Liew Yoke Pheng, Joseph as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
8.	Re-election of Mr Goh Yeow Kiang, Victor as Director of the Company pursuant to Article 85(6) of the Company’s Articles of Association			
9.	Approval of additional Directors’ Fees amounting to RMB150,000 for financial year ended 31 December 2019			
10.	Approval of Directors’ Fees amounting to RMB2,000,000 for financial year ending 31 December 2020			
11.	Re-appointment of Messrs. Crowe Horwath First Trust LLP as the Independent Auditor of the Company			
	<b>Special Business</b>			
12.	Authority to allot and issue shares			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Total number of Shares in:	Number of Shares
(a) CDP Register	
(b) Register of Members	

\_\_\_\_\_  
Signature of Member(s)  
or, Common Seal of Corporate Member



**Notes:-**

1. The AGM is being convened, and will be held, by electronic means in accordance with the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which are based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast, live audio-only webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, submission of questions during the AGM via an online, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM and/or voting electronically during the AGM, are set out in the accompanying document entitled “**Instructions to Members for Annual General Meeting 2020**”.

**PLEASE READ THE NOTES BELOW WHICH CONTAIN INSTRUCTIONS ON, *INTER ALIA*, THE APPOINTMENT OF THE CHAIRMAN OF THE AGM AS PROXY TO ATTEND, SPEAK AND VOTE ON HIS/HER/ITS BEHALF AT THE AGM.**

- (a) Please insert the total number of Shares held by you.
- (b) This Proxy Form, duly completed, must be submitted in the following manner:
  - (i) if submitted by post, by depositing the duly completed Proxy Form at the office of the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; or
  - (ii) if submitted electronically, by scanning and submitting the duly completed Proxy Form via email to the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at AGM.TeamE@boardroomlimited.com,

**in either case, not later than 48 hours before the commencement of the AGM.**

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Members to submit completed Proxy Forms by post, Members are strongly encouraged to scan and submit the completed Proxy Form electronically via email.**

- (c) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
- (d) A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM.

**PERSONAL DATA PRIVACY:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 15 June 2020.

**GENERAL:**

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies.

# SHANGHAI TURBO ENTERPRISES LTD.

(Company Registration No.: CT-151624)

(Incorporated in the Cayman Islands)

## INSTRUCTIONS TO MEMBERS FOR ANNUAL GENERAL MEETING 2020

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Due to the current COVID-19 restriction orders in Singapore, Depositors and Shareholders (“**Members**”) will **not** be allowed to attend the Annual General Meeting of Shanghai Turbo Enterprises Ltd. (the “**Company**”) for its financial year ended 31 December 2019 (the “**AGM**”). Instead, alternative arrangements have been put in place to allow Members to participate at the AGM by (a) watching the AGM proceedings via live webcast or listening to the AGM proceedings via live audio feed, (b) submitting questions in advance of the AGM, and/or (c) voting by appointing the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. Please see paragraphs I to III below for these alternative arrangements.

### I. To vote at the virtual AGM

Members (whether individual or corporate) who wish to exercise their votes must submit their instrument appointing the Chairman of the AGM (“**Proxy Form**”) to vote on their behalf.

Members (whether individual or corporate) appointing the Chairman of the AGM as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.

The completed and signed Proxy Form can be submitted to the Company in hard copy form or by email:

- (a) if the Proxy Form is in hard copy and sent personally or by post, by depositing the duly completed Proxy Form at the office of the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; or
- (b) if submitted electronically, by scanning and submitting the duly completed Proxy Form via email to the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at AGM.TeamE@boardroomlimited.com,

**in either case, by 9.30 a.m. on 28 June 2020.**

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Members to submit completed Proxy Forms personally or by post, Members are strongly encouraged to submit the completed Proxy Forms electronically via email.

### II. Registration for the live webcast

Members will be able to watch the AGM proceedings through a live webcast via their mobile phones, tablets or computers or listen to the AGM proceedings through a live audio feed via telephone.

Members who wish to attend the AGM via webcast are required to pre-register at the following website:

[https://www.bigbangdesign.co/shanghaiturbo\\_webcast\\_registration.html](https://www.bigbangdesign.co/shanghaiturbo_webcast_registration.html)

**by 9.30 a.m. on 25 June 2020** (the “**Registration Deadline**”),

to enable the Company to verify their status as Members. Following the verification, authenticated Members will receive an email by 26 June 2020, containing user ID and password details as well as the link to access the webcast of the AGM. Please do not disclose your ID or password details to persons who are not entitled to attend the AGM. Your presence via webcast shall be taken as attendance at the AGM.

Members who have registered by the Registration Deadline but do not receive an email **by 9.30 a.m. on 29 June 2020** should contact the Company for assistance via email to AGM.TeamE@boardroomlimited.com.

The Company advises all Members to register as early as possible.



# SHANGHAI TURBO ENTERPRISES LTD.

(Company Registration No.: CT-151624)

(Incorporated in the Cayman Islands)

## INSTRUCTIONS TO MEMBERS FOR ANNUAL GENERAL MEETING 2020

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### III. Submission of Questions

Members who pre-register to watch the live webcast or listen to the live audio feed may also submit questions related to the resolutions to [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com) **by the Registration Deadline**.

Please note that Members will **not** be able to ask questions “live” during the webcast and the audio feed. It is therefore important for Members to pre-register their participation and submit their questions early.

The Company will address all substantial questions relating to the resolutions at the AGM or by releasing an announcement on the SGXNET.

Subsequent to the AGM, the Company will publish the minutes of the AGM via SGXNET within one (1) month after the date of AGM.

The Company would remind Members that, with the constantly evolving COVID-19 situation, the Company may be required to change its AGM arrangements at short notice. Members are encouraged to check the Company’s announcement regularly for any updates on the AGM.

The Company wishes to thank all Members for their patience and co-operation in enabling the Company to hold the AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.