



CIVMEC LIMITED
(Company Registration No: 201011837H)
(Incorporated in the Republic of Singapore)

UPDATE IN RELATION TO THE PROPOSED CHANGE OF DOMICILE OF THE HEAD COMPANY OF THE GROUP FROM CIVMEC LIMITED (DOMICILED IN SINGAPORE) TO CIVMEC AUSTRALIA LIMITED (DOMICILED IN AUSTRALIA)

- **ELECTRONIC DESPATCH OF CIRCULAR AND CONDUCT OF SHAREHOLDERS' SCHEME MEETING AND EXTRAORDINARY GENERAL MEETING TO BE HELD IN HYBRID FORMAT ON 1 AUGUST 2024**
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1. INTRODUCTION

The board of directors (the "**Directors**") of Civmec Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the following:

- (a) the announcement dated 27 October 2023 in relation to the change of domicile of the head company of the Group from the Company (domiciled in Singapore) to the NewCo (domiciled in Australia);
- (b) the announcement dated 19 June 2024 in relation to the application to the General Division of the Singapore High Court (the "**Court**") for leave to convene the Shareholders' Scheme Meeting (the "**Leave Application**");
- (c) the announcement dated 21 June 2024 in relation to the Case Conference in respect of the Leave Application;
- (d) the announcement dated 27 June 2024 in relation to the notice of the Court hearing date for the Leave Application;
- (e) the announcement dated 5 July 2024 in relation to the Court order granting leave to convene the Shareholders' Scheme Meeting; and
- (f) the order of the Court dated 4 July 2024 granting leave to the Company to convene the Shareholders' Scheme Meeting and containing further orders in relation to the conduct of the Shareholders' Scheme Meeting (the "**Shareholders' Scheme Meeting Court Order**"),

items (a) to (e) above, collectively, the "**Announcements**".

Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in the Announcement.

2. DATE, TIME AND CONDUCT OF THE SHAREHOLDERS' SCHEME MEETING AND EGM

2.1 Date, Time and Conduct of the Shareholders' Scheme Meeting

The Company wishes to announce that the Company is convening the Shareholders' Scheme Meeting in Singapore at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 (the "**Physical Shareholders' Scheme Meeting**") and using virtual meeting technology (the "**Virtual Shareholders' Scheme Meeting**") on 1 August 2024 at 10:30 a.m. (Singapore time) to seek Shareholders' approval for the Shareholders' Scheme.

Further details of the Shareholders' Scheme are set out in the circular to Shareholders dated 10 July 2024 (the "**Circular**") in relation to the Shareholders' Scheme and the Ancillary Resolutions (as defined below), which has been despatched to Shareholders today by electronic means via publication on SGX-ST, ASX Online and the Company's website as noted in Section 3 of this announcement.

2.2 **Date, Time and Conduct of the EGM**

In addition, the Company is convening an EGM in Singapore at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 (the "**Physical EGM**", together with the Physical Shareholders' Scheme Meeting, the "**Physical Meetings**") and using virtual meeting technology (the "**Virtual EGM**", together with the Virtual Shareholders' Scheme Meeting, the "**Virtual Meetings**") on 1 August 2024 at 11:00 a.m. (Singapore time) (or as soon thereafter following the conclusion of the Shareholders' Scheme Meeting to be held at 10:30 a.m. (Singapore time) on the same day (or at the adjournment thereof)) to seek Shareholders' approval of the following matters in connection with the Shareholders' Scheme (collectively, the "**Ancillary Resolutions**"):

- (a) the proposed ratification of the NewCo Constitution;
- (b) the proposed change of name of the Company to "Civmec Singapore Limited" and the proposed change of name of the NewCo to "Civmec Limited" in connection with the Change of Domicile through the Proposed Transactions¹;
- (c) the proposed adoption of the 2024 Civmec Key Senior Executives Performance Rights Plan ("**New PRP**") by NewCo;
- (d) the proposed participation of Mr James Finbarr Fitzgerald, who is a Controlling Shareholder of the Company (and following the completion of the Change of Domicile through the Proposed Transactions, the NewCo), in the New PRP;
- (e) the proposed participation of Mr Patrick John Tallon, who is a Controlling Shareholder of the Company (and following the completion of the Change of Domicile through the Proposed Transactions, the NewCo), in the New PRP; and
- (f) the proposed adoption of the general share issue mandate of the NewCo,

further details of which are set out in the Circular.

3. **ELECTRONIC DESPATCH OF THE CIRCULAR**

3.1 **Electronic Despatch of the Circular**

The Directors wish to announce that the Company has today despatched to the Shareholders the Circular by electronic means via publication on the website of the SGX-ST at www.sgx.com/securities/company-announcements, ASX Online at the URL: <https://www.asx.com.au/markets/company/cvl> and the website of the Company at the URL: <https://www.civmec.com.au/investors/announcements/>.

The Circular contains, *inter alia*, the following:

- (a) details of the Proposed Transactions (including the Shareholders' Scheme) and the Ancillary Resolutions;
- (b) the explanatory statement of the Shareholders' Scheme which contains, *inter alia*, the information required to be disclosed under Section 211 of the Companies Act;

¹ Proposed Transactions refers to the Company Restructuring, the Shareholders' Scheme and the Proposed Transfer Listing, collectively.

- (c) the notice of the Shareholders' Scheme Meeting (the "**Notice of Shareholders' Scheme Meeting**") to be convened and held in Singapore at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 and using virtual meeting technology on 1 August 2024 at 10:30 a.m. (Singapore time) for the purpose of considering and, if thought fit, approving with or without modifications, the resolution relating to the Shareholders' Scheme referred to in the Notice of Shareholders' Scheme Meeting; and
- (d) the notice of the EGM (the "**Notice of EGM**") to be convened and held in Singapore at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 and using virtual meeting technology on 1 August 2024 at 11:00 a.m. (Singapore time) (or as soon thereafter following the conclusion of the Shareholders' Scheme Meeting to be held at 10:30 a.m. (Singapore time) on the same day (or its adjournment thereof)) for the purpose of considering and, if thought fit, passing with or without modifications, the Ancillary Resolutions referred to in the Notice of EGM.

Electronic copies of the Circular (enclosing the Notice of Shareholders' Scheme Meeting and the accompanying proxy form for the Shareholders' Scheme Meeting (the "**Shareholders' Scheme Meeting Proxy Form**") and the Notice of EGM and the accompanying proxy form for the EGM (the "**EGM Proxy Form**") are available on the website of the SGX-ST at www.sgx.com/securities/company-announcements, ASX Online at the URL: <https://www.asx.com.au/markets/company/cvl> and the website of the Company at the URL: <https://www.civmec.com.au/investors/announcements/>.

A Shareholder will need an internet browser and PDF reader to view these documents on the websites of the SGX-ST, ASX Online and the Company.

3.2 Request for printed copies of the Circular

A printed copy of the Circular will not be despatched to Shareholders unless requested by the Shareholders².

Shareholders may request for printed copies of the Circular by completing and returning the request form (the "**Request Form**"), which will be sent to them by post together with printed copies of the Notice of Shareholders' Scheme Meeting, Notice of EGM, Shareholders' Scheme Meeting Proxy Form and the EGM Proxy Form, in accordance with the instructions set out therein.

To receive a printed copy of the Circular, Shareholders are to complete and return the Request Form to the Company by post to the registered office of the Company at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619, or by email to sg.is.proxy@sg.tricorglobal.com, no later than 19 July 2024 (Singapore time) in accordance with the instructions set out therein. Please note the potential restrictions on sending the Circular into relevant overseas jurisdictions, further information is set out in Section 3.3 of this announcement and the Circular.

3.3 Overseas Shareholders

The applicability of the Shareholders' Scheme to Overseas Shareholders (as defined herein) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, all Overseas Shareholders (as defined herein) should inform themselves about, and observe, any applicable legal requirements in their own jurisdictions.

You will be regarded as an overseas shareholder ("**Overseas Shareholder**") if your address is shown on the register of members of the Company, the records of GDP or the register of CDIs of the Company, as the case may be, as at the date of the Circular or the Record Date, to be in a jurisdiction (outside of Singapore and Australia), as agreed between the Company and the NewCo, where it is unlawful, unduly onerous or unduly impracticable for the NewCo to directly issue you with NewCo Shares in such jurisdiction when the Shareholders' Scheme becomes effective.

² Subject to the restrictions on sending the Circular (including the explanatory statement of the Shareholders' Scheme and the Shareholders' Scheme) to Overseas Shareholders. For more information, please refer to Section 3.3 of this announcement and the Circular.

As at the date of this announcement, a Shareholder whose address shown in the register of members of the Company, the Depository Register or the register of CDIs of the Company is in a jurisdiction outside Singapore, Australia, Indonesia, Ireland, Japan, Malaysia, New Zealand, Philippines, Switzerland, Thailand or the United Kingdom will be deemed to be an Overseas Shareholder for the purposes of the Shareholders' Scheme.

The Circular (including the explanatory statement of the Shareholders' Scheme and the Shareholders' Scheme) will not be sent to any Overseas Shareholders due to the potential restrictions on sending such documents into the relevant overseas jurisdictions. **For the avoidance of doubt, the Shareholders' Scheme and the Ancillary Resolutions are proposed to all Shareholders and applies to all Shareholders, including those Shareholders to whom the Circular has not been and will not be sent.**

The Circular does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the NewCo Shares and/or any other securities referred to in this announcement in any jurisdiction in contravention of applicable laws. For jurisdictional disclaimers in respect of the offer of NewCo Shares made pursuant to the Shareholders' Scheme, please refer to the Circular.

Persons into whose possession the Circular and/or the accompanying documents come should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws and regulations of any such jurisdiction.

Overseas Shareholders who are in doubt about their positions should consult their own professional advisers in the relevant jurisdictions.

4. NOTICE OF SHAREHOLDERS' SCHEME MEETING, NOTICE OF EGM, PROXY FORMS AND REQUEST FORM

Printed copies of the Notice of Shareholders' Scheme Meeting, Notice of EGM, Shareholders' Scheme Meeting Proxy Form, the EGM Proxy Form and the Request Form will be sent by post to Shareholders. These documents will also be published on the website of the SGX-ST at www.sgx.com/securities/company-announcements, ASX Online at the URL: <https://www.asx.com.au/markets/company/cv/> and the website of the Company at the URL: <https://www.civmec.com.au/investors/announcements/>.

5. ARRANGEMENTS FOR PARTICIPATING IN THE SHAREHOLDERS' SCHEME MEETING AND/OR THE EGM

Shareholders, including CPFIS Members and SRS Investors, may participate in the Shareholders' Scheme Meeting and/or the EGM by:

- (a) (i) attending the Physical Meetings in person; or (ii) attending the Virtual Meetings using virtual meeting technology (by observing and/or listening to the Shareholders' Scheme Meeting proceedings and/or the EGM proceedings via live audio-visual webcast or live audio-only stream);
- (b) submitting questions in advance of, or at, the Shareholders' Scheme Meeting and/or the EGM;
- (c) in respect of voting at the Physical Shareholders' Scheme Meeting or the Virtual Shareholders' Scheme Meeting (i) by the shareholders themselves or through a duly appointed proxy³ (other than the Chairman of the Shareholders' Scheme Meeting)⁴ or

³ Pursuant to the Shareholders' Scheme Meeting Court Order, only one (1) proxy may be appointed to attend and vote at the Shareholders' Scheme Meeting. For more information, please refer to Section 6.1 of this announcement.

⁴ For the avoidance of doubt, CPFIS Members and SRS Investors will not be able to appoint third party proxy (i.e., persons other than the Chairman of Shareholders' Scheme Meeting) to attend, speak and/or vote at the Shareholders' Scheme Meeting on their behalf. Please refer to Section 6.1 of this announcement for more information.

representative(s); or (ii) by the shareholders, or the CPFIS Members and SRS Investors, appointing the Chairman of the Shareholders' Scheme Meeting as proxy to vote on their behalf at the Shareholders' Scheme Meeting; and/or

- (d) in respect of voting at the Physical EGM or the Virtual EGM (i) by the shareholders themselves or through duly appointed proxy(ies) (other than the Chairman of the EGM)⁵ or representative(s); (ii) by the CPFIS Members and SRS Investors themselves if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) by the shareholders, or the CPFIS Members and SRS Investors, appointing the Chairman of the EGM as proxy to vote on their behalf at the EGM.

Details of the steps for registration, submission of questions and voting at the Shareholders' Scheme Meeting and/or the EGM by shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representative(s), as the case may be, are set out in the Appendix to this announcement.

6. APPOINTMENT OF PROXY

6.1 Shareholders' Scheme Meeting

Pursuant to the Shareholders' Scheme Meeting Court Order, only one (1) proxy may be appointed to attend and vote at the Shareholders' Scheme Meeting. A proxy need not be a member of the Company. The Chairman of the Shareholders' Scheme Meeting, as proxy, need not be a member of the Company. A member may appoint the Chairman of the Shareholders' Scheme as his/her/its proxy.

In appointing a proxy for the Shareholders' Scheme Meeting, a member must give specific instructions as to voting or abstention of voting, in respect of the resolution set out in the Shareholders' Scheme Meeting Proxy Form, failing which the appointment of the proxy for the Shareholders' Scheme Meeting will be treated as invalid.

CPFIS Members and SRS Investors who wish to appoint the Chairman of the Shareholders' Scheme Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) business days before the Shareholders' Scheme Meeting (i.e. by **10:30 a.m. (Singapore time) on 23 July 2024**). CPFIS Members and SRS Investors may attend the Shareholders' Scheme Meeting as observers.

Persons who hold Shares through relevant intermediaries⁶, other than CPFIS Members and SRS Investors, who wish to appoint the Chairman of the Shareholders' Scheme Meeting as proxy should contact their relevant intermediary through which they hold such Shares as soon as possible in order for the necessary arrangements to be made. Persons who hold Shares through relevant intermediaries may attend the Shareholders' Scheme Meeting as observers. A person who holds Shares through relevant intermediaries and who would like to attend the Shareholders' Scheme Meeting as observers should inform their relevant intermediaries as soon as possible. When submitting their Shareholders' Scheme Meeting Proxy Form, relevant intermediaries are required to provide a list containing the names and identification details of persons who hold Shares through such relevant intermediaries and who would like to attend the Shareholders' Scheme Meeting as observers to facilitate the verification of the identities of such attendees on the day of the Shareholders' Scheme Meeting.

6.2 EGM

Save for members which are relevant intermediaries, a member of the Company shall not be entitled to appoint more than two (2) proxies to attend and vote at the EGM. A proxy need not be a member of the Company. The Chairman of the meeting, as proxy, need not be a member of the Company. A member may appoint the Chairman as his/her/its proxy.

⁵ For the avoidance of doubt, CPFIS Members and SRS Investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the EGM) to attend, speak and/or vote at the EGM on their behalf.

⁶ "Relevant intermediary" shall have the meaning ascribed to it in Section 181 of the Companies Act.

In appointing a proxy(ies) for the EGM, a member must give specific instructions as to voting or abstention of voting, in respect of the resolutions set out in the EGM Proxy Form, failing which the appointment of the proxy(ies) for the EGM will be treated as invalid.

For more instructions on how to submit instruments appointing a proxy for the Shareholders Scheme Meeting and/or proxy(ies) for the EGM, please refer to the **Appendix** to this announcement, the Shareholders' Scheme Meeting Proxy Form and the EGM Proxy Form.

7. VOTING BY CDI HOLDERS

The Company would like to remind CDI holders of the particular requirements and restrictions that their votes will be subject to.

CDI holders may attend the Shareholders' Scheme Meeting and/or EGM. However, they are unable to speak or vote at the Shareholders' Scheme Meeting and/or EGM. As CDIs are technically rights to Shares held on behalf of CDI holders by CDN⁷, CDI holders need to provide confirmation of their voting intentions to CDN before the Shareholders' Scheme Meeting and/or EGM. CDN will then exercise the votes on behalf of CDI holders.

In order to have votes cast at the Shareholders' Scheme Meeting and/or EGM on their behalf, each CDI holder will need to direct CDN to vote the Shares underlying their holding by voting online or by completing, signing and returning, in the return envelope provided, the CDI Voting Instruction Form⁸ to Computershare Investor Services Pty Limited ("**Computershare**"), the CDI Registrar in Australia. CDN will lodge the relevant proxy form to appoint the Chairman of the Shareholders Scheme Meeting and/or the EGM to attend, speak and vote the Shares underlying its holding in the Company. A CDI Voting Instruction Form may be lodged in one (1) of the following ways:

- (a) online at www.investorvote.com.au following the instructions on the website;
- (b) by mobile by scanning the QR Code on the CDI Voting Instruction Form and following the prompts;
- (c) by post to Computershare Investor Services Pty Limited, GPO Box 242, Melbourne, Victoria, Australia 3001; or
- (d) by fax to 1800 783 447 (from within Australia) or +61 3 9473 2555 (from outside Australia).

Completed CDI Voting Instruction Forms must be provided to Computershare no later than 10:30 a.m. (AWST) on 26 July 2024 (being the deadline for the lodgement of CDI Voting Instruction Forms for the Shareholders' Scheme Meeting) and no later than 11:00 a.m. (AWST) on 26 July 2024 (being the deadline for the lodgement of the CDI Voting Instruction Forms for the EGM), in accordance with the instructions on that form. The CDI voting deadline is one (1) business day prior to the date that proxies are due, so that CDN has sufficient time to vote the Shares underlying the applicable CDIs. CDI holders that wish to change their vote must, no later than the due date for the lodgement of the CDI Voting Instruction Forms as noted above, contact Computershare to arrange to change their vote.

A CDI holder may convert their CDIs into Shares prior to the Shareholders' Scheme Meeting and/or EGM in order to speak or vote at the Shareholders' Scheme Meeting and/or EGM.

⁷ CDN means CHESS Depository Nominees Pty Limited ACN 071 346 506, which is the depository nominee in respect of the CHESS depository interests (or CDIs).

⁸ CDI Voting Instruction Form means the relevant CDI voting instruction form for the Shareholders' Scheme Meeting and/or the EGM which CDI holders may obtain, complete and return in order to have their votes cast at the Shareholders' Scheme Meeting and/or the EGM on their behalf.

8. VOTING AT THE SHAREHOLDERS' SCHEME MEETING

Pursuant to the Shareholders' Scheme Meeting Court Order, for the purposes of determining whether the condition under Section 210(3AB)(b) of the Companies Act is satisfied, (a) a Shareholder who is not a relevant intermediary may only cast all the votes he/she/it uses at the Shareholders' Scheme Meeting in one way; (b) a Shareholder who is a relevant intermediary need not cast all the votes it uses in the same way provided that each vote is exercised in relation to a different Share; and (c) a CDI holder may only cast all the votes he/she/it has in respect of the shares underlying his/her/its holding in the Company in one way.

For the purposes of determining whether the condition under Section 210(3AB)(a) of the Companies Act is satisfied:

- (a) each Shareholder that appoints the Chairman of the Shareholders' Scheme Meeting as its proxy to vote at the Shareholders' Scheme Meeting shall be deemed to be present at the Shareholders' Scheme Meeting and shall be included in the count of the Shareholders present and voting at the Shareholders' Scheme Meeting. Where the Chairman of the Shareholders' Scheme Meeting has been appointed as proxy of more than one (1) Shareholder to vote at the Shareholders' Scheme Meeting, the votes of the Chairman of the Shareholders' Scheme Meeting shall be counted as the votes of the number of appointing Shareholders;
- (b) the Company shall treat a relevant intermediary that casts votes both for and against the Shareholders' Scheme as follows:
 - (i) the Company shall treat the relevant intermediary as casting one (1) vote in favour of the Shareholders' Scheme if the relevant intermediary casts more votes for the Shareholders' Scheme than against the Shareholders' Scheme;
 - (ii) the Company shall treat the relevant intermediary as casting one (1) vote against the Shareholders' Scheme if the relevant intermediary casts more votes against the Shareholders' Scheme than for the Shareholders' Scheme; and
 - (iii) the Company shall treat the relevant intermediary as casting one (1) vote for and one (1) vote against the Shareholders' Scheme if the Relevant Intermediary casts equal votes for and against the Shareholders' Scheme; and
- (c) each CDI holder that directs CDN to vote the shares underlying their holding and for which CDN subsequently submits a Shareholders' Scheme Meeting Proxy Form for appointing the Chairman of the Shareholders' Scheme Meeting to attend, speak and vote the shares underlying its holding in the Company shall be deemed to be present at the Shareholders' Scheme Meeting and shall be included in the count of the Shareholders present and voting at the Shareholders' Scheme Meeting. Where more than one (1) CDI holder has provided their direction to CDN and for which CDN has appointed the Chairman of the Shareholders' Scheme Meeting to attend, speak and vote at the Shareholders' Scheme Meeting, the votes of the Chairman of the Shareholders' Scheme Meeting shall be counted as the votes of the number of appointing CDI holders.

9. KEY DATES / DEADLINES

The table below sets out the key dates / deadlines for Shareholders, including CPFIS Members and SRS Investors, to note:

Key Dates / Deadlines	Actions
10 July 2024 (Singapore time)	Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who wish to attend the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM using virtual meeting technology may begin to pre-register for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM at the pre-registration website at the URL: https://conveneagm.sg/civmec . No pre-registration is required for attendance at the Physical Shareholders' Scheme Meeting and/or Physical EGM.
10:30 a.m. on 23 July 2024 (Singapore time)	Deadline for CPFIS Members and SRS Investors to appoint Chairman of the Shareholders' Scheme Meeting as proxy Deadline for CPFIS Members and SRS Investors who wish to appoint the Chairman of the Shareholders' Scheme Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
11:00 a.m. on 23 July 2024 (Singapore time)	Deadline for CPFIS Members and SRS Investors to appoint Chairman of EGM as proxy Deadline for CPFIS Members and SRS Investors who wish to appoint the Chairman of the EGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
5:00 p.m. on 24 July 2024 (Singapore time)	Deadline for Shareholders, including CPFIS Members and SRS Investors, to submit questions in advance of the Shareholders' Scheme Meeting and/or EGM.
10:30 a.m. (AWST) on 26 July 2024	Deadline for lodgement of CDI Voting Instruction Forms for Shareholders' Scheme Meeting Deadline for CDI holders to complete, sign and return the CDI Voting Instruction Form for the Shareholders' Scheme Meeting to Computershare Investor Services Pty Limited, the CDI Registrar in Australia.
11:00 a.m. (AWST) on 26 July 2024	Deadline for lodgement of CDI Voting Instructions Form for EGM Deadline for CDI holders to complete, sign and return the CDI Voting Instruction Form for the EGM to Computershare Investor Services Pty Limited, the CDI Registrar in Australia.

Key Dates / Deadlines	Actions
10:30 a.m. on 27 July 2024 (Singapore time)	The Company will publish its responses to the substantial and relevant questions (received from shareholders by the 24 July 2024 submission deadline) on the Company's website at the URL: https://www.civmec.com.au/investors/announcements/ , the website of the SGX-ST at the URL: www.sgx.com/securities/company-announcements and ASX Online at the URL: https://www.asx.com.au/markets/company/cvl .
10:30 a.m. on 29 July 2024 (Singapore time)	<p>Shareholders' Scheme Meeting Proxy Form Submission Deadline</p> <p>Deadline for Shareholders to complete, sign and return the Shareholders' Scheme Meeting Proxy Form, together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, in the following manner:</p> <p>(a) if submitted personally or by post, be deposited at the registered office of the Company at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or</p> <p>(b) if submitted electronically, be submitted via electronic mail to sg.is.proxy@sg.tricorglobal.com enclosing a signed PDF copy of the Shareholders' Scheme Meeting Proxy Form.</p>
11:00 a.m. on 29 July 2024 (Singapore time)	<p>EGM Proxy Form Submission Deadline</p> <p>Deadline for Shareholders to complete, sign and return the EGM Proxy Form, together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, in the following manner:</p> <p>(a) if submitted personally or by post, be deposited at the registered office of the Company at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or</p> <p>(b) if submitted electronically, be submitted via electronic mail to sg.is.proxy@sg.tricorglobal.com enclosing a signed PDF copy of the EGM Proxy Form.</p>
5:00 p.m. on 29 July 2024 (Singapore time)	<p>Deadline for shareholders to pre-register for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM.</p> <p>Shareholders who wish to appoint third party proxy(ies) are encouraged to submit their instrument appointing a proxy(ies) early, and should request proxy(ies) who wish to attend the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM to pre-register by this deadline.</p>

Key Dates / Deadlines	Actions
<p>By 5:00 p.m. on 31 July 2024 (Singapore time)</p>	<p>Following verification, authenticated shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxies and representatives who have pre-registered for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM via the pre-registration website will receive, via the email address provided on pre-registration, an email confirming successful registration for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM.</p> <p>Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxies and representatives who do not receive any confirmation email by 5:00 p.m. on 31 July 2024 (Singapore time), but have registered by the deadline on 29 July 2024, should contact the Company's Singapore Share Registrar, Tricor Barbinder Share Registration Services (<i>a division of Tricor Singapore Pte Ltd</i>), at +65 6236 3550/ 6236 3555 (during normal office hours) before 5:30 p.m. on 31 July 2024 (Singapore time) for assistance.</p>
<p><u>Date and time of the Shareholders' Scheme Meeting</u></p> <p>10:30 a.m. on 1 August 2024 (Singapore time)</p> <p><u>Date and time of the EGM</u></p> <p>11:00 a.m. on 1 August 2024 (Singapore time) (or as soon thereafter following the conclusion of the Shareholders' Scheme Meeting to be held at 10:30 a.m. (Singapore time) on the same day (or at the adjournment thereof))</p>	<ul style="list-style-type: none"> • Physical Shareholders' Scheme Meeting and/or the Physical EGM. Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives may attend the Physical Shareholders' Scheme Meeting and/or the Physical EGM at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 in Singapore. Please bring along: <ul style="list-style-type: none"> (a) your NRIC/Passport to enable the Company to verify your identity for entry to the Physical Shareholders' Scheme Meeting and/or the Physical EGM; and (b) (as voting at the Physical Shareholders' Scheme Meeting and/or the Physical EGM will be conducted via an online platform), a web browser-enabled device in order to access the voting function on the online platform for the Physical Shareholders' Scheme Meeting and/or Physical EGM. <p>Registration will commence at 10:00 a.m. (Singapore time). Please arrive early to facilitate the registration process.</p> <ul style="list-style-type: none"> • Virtual Shareholders' Scheme Meeting and/or Virtual EGM. Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who have successfully pre-registered for the Virtual Shareholders' Scheme Meeting and/or Virtual EGM may use the login credentials created during pre-registration to access the live audio-visual webcast or live audio-only stream of the Shareholders' Scheme Meeting and/or the EGM proceedings. If there are any difficulties accessing the webcast, please contact support@conveneagm.com for assistance.

An indicative timeline for the events which are scheduled to take place after the Shareholders' Scheme Meeting and the EGM is set out in the Circular.

10. FURTHER ANNOUNCEMENTS

The Company will make further announcements as and when required and/or as and when there are material developments in relation to the Change of Domicile through the Proposed Transactions and/or the Shareholders' Scheme Meeting and/or the EGM.

Shareholders are reminded to check the Company's website at the URL: <https://www.civmec.com.au/investors/announcements/>, SGXNet at the URL: <https://www.sgx.com/securities/company-announcements> or ASX Online at the URL: <https://www.asx.com.au/markets/company/cv/> for the latest updates on the status of the Shareholders' Scheme Meeting and/or the EGM.

11. CAUTIONARY STATEMENT

Shareholders should note that the Change of Domicile through the Proposed Transactions remains subject to, amongst others, the fulfilment of the Conditions under the Implementation Agreement. There is no certainty or assurance that the Conditions can be fulfilled or that the Change of Domicile through the Proposed Transactions will be undertaken at all.

Shareholders, stakeholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders are also advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. Shareholders, stakeholders and potential investors of the Company should consult with their financial, tax or other advisers if they have any doubt about the actions they should take.

ON BEHALF OF THE BOARD

James Finbarr Fitzgerald
Executive Chairman
10 July 2024

APPENDIX

Steps for registration, submission of questions and voting at the Shareholders' Scheme Meeting and EGM

Authenticated shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives will be able to attend the Physical Meetings in person or the Virtual Meetings using virtual meeting technology (by observing and/or listening to the Shareholders' Scheme Meeting proceedings and/or the EGM proceedings via live audio-visual webcast or live audio-only stream through their mobile phones, tablets or computers), submit questions in advance of, or at, the Shareholders' Scheme Meeting and/or the EGM and/or vote at:

- (a) the Physical Shareholders' Scheme Meeting or the Virtual Shareholders' Scheme Meeting (i) by the shareholders themselves or through a duly appointed proxy (other than the Chairman of the Shareholders' Scheme Meeting) or representative(s); or (ii) by the shareholders, or the CPFIS Members and SRS Investors, appointing the Chairman of the Shareholders' Scheme Meeting as proxy to vote on their behalf at the Shareholders' Scheme Meeting; and/or
- (b) the Physical EGM or the Virtual EGM (i) by the shareholders themselves or through duly appointed proxy(ies) (other than the Chairman of the EGM) or representative(s); (ii) by the CPFIS Members and SRS Investors themselves if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) by the shareholders, or the CPFIS Members and SRS Investors, appointing the Chairman of the EGM as proxy to vote on their behalf at the EGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	<p>Register in-person for Physical Shareholders' Scheme Meeting and/or Physical EGM or pre-register for Virtual Shareholders' Scheme Meeting and/or Virtual EGM</p>	<p>Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxies and representatives can choose to either attend the Physical Shareholders' Scheme Meeting and/or the Physical EGM in person or attend the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM using virtual meeting technology.</p> <p>Physical Shareholders' Scheme Meeting and/or Physical EGM. Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxies and representatives may attend the Physical Shareholders' Scheme Meeting and/or the Physical EGM in person. To do so, you will need to register in person at the registration counter(s) outside the Physical Shareholders' Scheme Meeting and/or Physical EGM venue on the day of the event. Registration will commence at 10:00 a.m. (Singapore time) on that day. Please arrive early to facilitate the registration process. Please bring along:</p> <ul style="list-style-type: none"> (a) your NRIC/Passport to enable the Company to verify your identity for entry to the Physical Shareholders' Scheme Meeting and/or the Physical EGM; and (b) (as voting at the Physical Shareholders' Scheme Meeting and/or the Physical EGM will be conducted via an online platform), a web browser-enabled device in order to access the voting function on the online platform for the Physical Shareholders' Scheme Meeting and/or Physical EGM.

No.	Steps	Details
		<p>Virtual Shareholders' Scheme Meeting and/or Virtual EGM. Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who wish to attend the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM using virtual meeting technology may pre-register for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM at the pre-registration website at the URL: https://conveneagm.sg/civmec from now up to 5:00 p.m. on 29 July 2024 (Singapore time).</p> <p>Following verification, authenticated shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who have pre-registered for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM via the pre-registration website will receive, via the email address provided on pre-registration, an email confirming successful registration for the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM.</p> <p>Shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who do not receive any confirmation email by 5:00 p.m. on 31 July 2024 (Singapore time), but have registered by the deadline on 29 July 2024, should contact the Company's Singapore Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte Ltd), at +65 6236 3550/ 6236 3555 (during normal office hours) before 5:30 p.m. on 31 July 2024 (Singapore time) for assistance.</p>
2.	<p>Submit questions in advance of, or at, the Shareholders' Scheme Meeting and/or the EGM</p>	<p>Shareholders, including CPFIS Members and SRS Investors, can submit questions in advance of, or at, the Shareholders' Scheme Meeting and/or the EGM.</p> <p>Submit substantial and relevant questions in advance of the Shareholders' Scheme Meeting and/or the EGM. Shareholders, CPFIS Members and SRS Investors may submit substantial and relevant questions related to the resolutions to be tabled for approvals at the Shareholders' Scheme Meeting and/or the EGM in advance of such meetings, in the following manner:</p> <p>(a) via the pre-registration website at the URL: https://conveneagm.sg/civmec;</p> <p>(b) via email to the Company at investor@civmec.com.au; or</p> <p>(c) by post to the registered office of the Company at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619.</p> <p>Shareholders, CPFIS Members and SRS Investors are requested to indicate whether their questions relate to the Shareholders' Scheme Meeting or the EGM.</p> <p>When submitting your questions via email or post, please also provide us with the following details for verification purposes:</p> <p>(i) your full name as it appears on your CDP/CPF/SRS/Script-based share records;</p> <p>(ii) your NRIC/Passport/UEN number;</p> <p>(iii) your contact number and email address; and</p>

No.	Steps	Details
		<p>(iv) the manner in which you hold your Shares (e.g., via CDP, CPF, SRS or scrip-based).</p> <p>The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.</p> <p>All questions submitted in advance must be received by 5:00 p.m. on 24 July 2024 (Singapore time).</p> <p>Ask substantial and relevant questions at the Shareholders' Scheme Meeting and/or the EGM. Shareholders, including CPFIS Members and SRS Members and, where applicable, appointed proxy(ies) and representatives can also ask live at the Shareholders' Scheme Meeting and/or the EGM substantial and relevant questions related to the resolutions to be tabled for approval at the Shareholders' Scheme Meeting and/or EGM. Attendees at the Virtual Shareholders' Scheme Meeting and/or the Virtual EGM (whether attending through live audio-visual webcast or live audio-only stream) who wish to ask questions at the Shareholders' Scheme Meeting and/or the EGM can do this by submitting text-based questions via the live chat function on the online platform for the Shareholders' Scheme Meeting and/or the EGM. The live chat function will also be available for use by attendees (in addition to asking questions in person) at the Physical Shareholders' Scheme Meeting and/or the Physical EGM.</p> <p>Addressing questions. The Company will address all substantial and relevant questions received from shareholders by 5:00 p.m. on 24 July 2024 (Singapore time) relating to the resolutions to be tabled for approvals at the Shareholders' Scheme Meeting and/or the EGM via announcement(s) to be published on the Company's website at the URL: https://www.civmec.com.au/investors/announcements/, the SGXNet at the URL: https://www.sgx.com/securities/company-announcements or ASX Online at the URL: https://www.asx.com.au/markets/company/cvl by 10:30 a.m. on 27 July 2024. The Company will respond to questions or follow-up questions (which are related to the resolutions to be tabled for approvals at the Shareholders' Scheme Meeting and/or the EGM) received after 5:00 p.m. on 24 July 2024 (Singapore time) within a reasonable timeframe before the Shareholders' Scheme Meeting and/or the EGM, or at the Shareholders' Scheme Meeting and/or the EGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.</p> <p>Minutes of the Shareholders' Scheme Meeting and EGM. The Company or the NewCo, as the case may be, will publish the minutes of the Shareholders' Scheme Meeting and the EGM on SGXNet and ASX Online and on the Company's or the NewCo's website within one (1) month from the date of Shareholders' Scheme Meeting and the EGM, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the Shareholders' Scheme Meeting and the EGM.</p>

No.	Steps	Details
3.	<p>Vote, or submit instruments appointing a proxy(ies) to vote, at the Shareholders' Scheme Meeting and/or the EGM</p>	<p>Shareholders can vote at the Shareholders' Scheme Meeting and/or the EGM themselves or through duly appointed proxy(ies)⁹ or representative(s). Shareholders who wish to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.</p> <p>Submit instruments appointing a proxy(ies). The instrument appointing a proxy(ies)¹⁰ must be submitted in the following manner:</p> <p>(a) if submitted personally or by post, be deposited at the registered office of the Company at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or</p> <p>(b) if submitted electronically, be submitted via electronic mail to sg.is.proxy@sg.tricorglobal.com enclosing a signed PDF copy of the relevant proxy form(s),</p> <p>and in each case, must be received by 10:30 a.m. on 29 July 2024 (Singapore time) (in respect of the Shareholders' Scheme Meeting) and by 11:00 a.m. on 29 July 2024 (Singapore time) (in respect of the EGM).</p> <p>A shareholder who wishes to submit an instrument appointing a proxy(ies) personally, by post or via email, can either use the printed copy of the relevant proxy form which was sent to him/her/it by post or download a copy of the relevant proxy form from the Company's website at the URL: https://www.civmec.com.au/investors/announcements/, the SGXNet at the URL: https://www.sgx.com/securities/company-announcements or ASX Online at the URL: https://www.asx.com.au/markets/company/cvl, and complete and sign the relevant proxy form before submitting it personally, or by post to the address set out above, or before submitting it via email (e.g., by enclosing a completed and signed PDF copy of the relevant proxy form) to the email address provided above.</p> <p>Appointed proxy(ies) (other than the Chairman of the Shareholders Scheme Meeting or the Chairman of the EGM, as the case may be) will be prompted via email (within two (2) business days after the Company's receipt of a validly completed and submitted instrument appointing a proxy(ies)) to pre-register at the pre-registration website at the URL: https://conveneagm.sg/civmec if they wish to attend the Virtual Shareholders' Scheme Meeting and/or Virtual EGM using virtual meeting technology. Appointed proxy(ies) who wish to attend the Physical Shareholders' Scheme Meeting and/or the Physical EGM can register in person at the Physical Shareholders' Scheme Meeting and/or Physical EGM. Shareholders who wish to appoint third party proxy(ies) are encouraged to submit their instrument appointing a proxy(ies) early, and should request proxy(ies) who wish to attend the Virtual Shareholders' Scheme Meeting and/or Virtual EGM to pre-register by 5:00 p.m. on 29 July 2024 (Singapore time).</p>

⁹ Pursuant to the Shareholders' Scheme Meeting Court Order, only one (1) proxy may be appointed to attend and vote at the Shareholders' Scheme Meeting. For more information, please refer to Section 6.1 of this announcement.

¹⁰ Please refer to footnote 9 above.

No.	Steps	Details
		<p>Revocation of proxy(ies) appointment. Completion and return of the instrument appointing proxy(ies) does not preclude a shareholder from attending, speaking and voting at the Shareholders' Scheme Meeting and/or EGM. A member who attends the Physical Shareholders' Scheme Meeting and/or the Physical EGM in person or accesses the Virtual Shareholders' Scheme Meeting and/or Virtual EGM via the live audio-visual webcast or live audio-only stream of the Shareholders' Scheme Meeting and/or EGM proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to refuse entry by the proxy(ies) into the Physical Shareholders' Scheme Meeting and/or Physical EGM and/or terminate the proxy(ies)' access to the live audio-visual webcast or live audio-only stream of the Shareholders' Scheme Meeting and/or EGM proceedings.</p> <p>CPFIS Members and SRS Investors. In respect of:</p> <p>(a) the Shareholders' Scheme Meeting, CPFIS Members and SRS Investors may appoint the Chairman of the Shareholders' Scheme Meeting as proxy to vote on their behalf at the Shareholders' Scheme Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) business days before the Shareholders' Scheme Meeting (i.e. by 10:30 a.m. on 23 July 2024 (Singapore time)). CPFIS Members and SRS Investors may attend the Shareholders' Scheme Meeting as observers; and</p> <p>(b) the EGM, CPFIS Members and SRS Investors may:</p> <p>(i) attend and cast their vote(s) at the EGM in person if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p> <p>(ii) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) business days before the EGM (i.e. by 11:00 a.m. on 23 July 2024 (Singapore time)).</p> <p>Voting at the Shareholders' Scheme Meeting and/or EGM. As voting at the Shareholders' Scheme Meeting and the EGM (whether at the Physical Shareholders' Scheme Meeting, Physical EGM, Virtual Shareholders' Scheme Meeting and Virtual EGM) will be conducted via an online platform, shareholders, including CPFIS Members and SRS Investors, and (where applicable) duly appointed proxy(ies) and representatives who wish to vote at the Shareholders' Scheme Meeting and/or the EGM (whether at the Physical Shareholders' Scheme Meeting, Physical EGM, Virtual Shareholders' Scheme Meeting and Virtual EGM) must have with them a web browser-enabled device in order to access the voting function on the online platform for the Shareholders' Scheme Meeting and EGM.</p>