



M2L HOLDINGS LIMITED
(Registration No. 201120428N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of M2L Holdings Limited (the "Company") will be held at the following place, date and time:

Place : **Chui Huai Lim Club**
115 Keng Lee Road,
Singapore 308401

Date : 5th December 2012

Time : 10:30 a.m.

for the purpose of considering, and if thought fit, passing the following resolutions which will be proposed as Ordinary Resolution:

Removal of Directors

THAT in accordance with Section 152 of the Companies Act (Cap. 50) A public company may by ordinary resolution remove a director before the expiration of his period of office:

- (a) the removal of Tay Kwee Yong as Director of the Company; and/or
- (b) the removal of Lan Shiren as Director of the Company; and
- (c) pursuant to Section 71 of the Companies Act (Cap. 50) the Cancellation of Forfeited Shares for non-performance of contractual duties, a cancellation of shares under this section shall not be deemed to be a reduction of share capital within the meaning of this Act. ,

AND THAT unless otherwise modified or revoked earlier, such power shall continue to be in force until the holding of the next Annual General Meeting of the Company.

DATE 14th November 2012

BY ORDER OF THE BOARD

Notes

- (1) A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not also be a member.
- (2) The instrument appointing a proxy must be deposited at the registered office of the Company not less than 48 hours before the time of the Meeting.

EXPLANATORY NOTES

1. The Ordinary Resolution proposed, if passed, will empower Directors of the Company from the date of the extraordinary general meeting (“EGM”) until the date of the next annual general meeting, to remove Directors Tay Kwee Yong and Lan Shiren from the Board of Directors of the Company.
2. The Ordinary Resolution proposed, if passed, will empower Directors of the Company from the date of the extraordinary general meeting (“EGM”) until the date of the next annual general meeting, to cancel shares previously issued due to non-performance of contractual duties.
3. This authority will, unless previously revoked or varied at a general meeting, expire at 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.
4. The Directors seek this mandate so that they have the ability to remove Directors:
 - (a) Due to:
 - (i) the failure of Tay Kwee Yong and Lan Shiren to carry out the duties of a Director; and
 - (ii) the failure of Tay Kwee Yong and Lan Shiren to carry out contractual duties; and
5. Taking into account the aforesaid purpose of and rationale for the mandate, the Directors are of the view that the Resolution is in the interest of the Company and therefore recommend that shareholders vote in favour of the Resolution.
6. To lodge your voting instruction, please complete and sign the enclosed form and return:
 - (a) by mail to Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235 Australia;
 - (b) by facsimile to Link Market Services Limited on facsimile number +61 2 9287 0309;
 - (c) by hand to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138; or
 - (d) online by visiting www.linkmarketservices.com.au, Select ‘Investor Login’ and enter M2L Holdings Limited or the NSX code (MLH) in the Issuer name field, your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) (which is shown on the front of your form), postcode and security code which is shown on the screen and click ‘Login’. Select the ‘Voting’ tab and then follow the prompts. You will be taken to have signed your Voting Intention form if you lodge it in accordance with the instructions given on the website,

so that it is received not later than 10.30am on 3rd December 2012.



M2L HOLDINGS LIMITED
ARBN 154 095 897

LODGE YOUR VOTE



ONLINE

www.linkmarketservices.com.au



By mail:
M2L Holdings Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



by hand:
delivering it to Link Market Services Limited, 1A Homebush Bay Drive,
Rhodes NSW 2138



All enquiries to: Telephone: 1300 554 474 **Overseas:** +61 2 8280 7111

VOTING INSTRUCTION FORM

STEP 1

DIRECTION TO CHESS DEPOSITORY NOMINEES PTY LTD

I/We being a holder of CHESS Depository Interests (CDI) of M2L Holdings Limited (the Company) hereby direct CHESS Depository Nominees Pty Ltd (CDN) to vote the shares underlying my/our CDI holding at the Extraordinary General Meeting of the Company to be held at **10:30am on Wednesday, 5 December 2012** at Chui Huai Lim Club, 115 Keng Lee Road, Singapore 308401 and at any adjournment of that meeting, in the manner set out below.

Voting instructions will only be valid and accepted by CDN if they are signed and received no later than **48 hours** before the meeting.

Please read the voting instructions overleaf before marking any boxes with an **X**

STEP 2

VOTING INSTRUCTIONS

Resolution 1

The removal of Tay Kwee Yong as Director of the Company

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 2

The removal of Lan Shiren as Director of the Company

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 3

Pursuant to Section 71 of the Companies Act (Cap. 50) the Cancellation of Forfeited Shares for non-performance of contractual duties, a cancellation of shares under this section shall not be deemed to be a reduction of share capital within the meaning of this Act

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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If you do not mark either the "FOR", "AGAINST" and "ABSTAIN" box your vote will be cast in favour of the Resolution(s).

STEP 3

SIGNATURE OF CDI HOLDERS - THIS MUST BE COMPLETED

CDI Holder 1 (Individual)

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Sole Director and Sole Company Secretary

Joint CDI Holder 2 (Individual)

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Director/Company Secretary (Delete one)

Joint CDI Holder 3 (Individual)

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Director

This form should be signed by the CDI Holder in accordance with the instructions overleaf.

MLH VDF202



HOW TO COMPLETE THIS VOTING INSTRUCTION FORM

Your Name and Address

This is your name and address as it appears on the company's CDI register. If this information is incorrect, please make the correction on the form. CDI Holders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your CDI's using this form.**

Direction to CHESS Depository Nominees Pty Ltd

Each CHESS Depository Interest (CDI) is evidence of an indirect ownership in a Common Share. The underlying Common Shares are registered in the name of CHESS Depository Nominees Pty Ltd (CDN). As holders of CDI's are not the legal owners of the Common Shares, CDN is entitled to vote at meetings of shareholders on the instruction of the registered holder of the CDI's. For voting purposes each CDI is equivalent to one Common Share.

Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either CDI Holder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Lodgement of a Voting Instruction Form

This Voting Instruction Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:30am on Monday, 3 December 2012**, being not later than 48 hours before the commencement of the meeting. Any Voting Instruction Form received after that time will be invalid.

Voting Instruction Forms may be lodged using the reply paid envelope or:



ONLINE > www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, CDI holders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).



by mail:

M2L Holdings Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138.