



**SINGAPURA FINANCE LTD**  
Company Registration No.: 196900340N  
Incorporated in the Republic of Singapore

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## ANNUAL GENERAL MEETING TO BE HELD ON 11 JUNE 2020

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### 1. Background

Singapura Finance Ltd (the “Company”) refers to:

- a) its announcement of 7 April 2020 stating, *inter alia*, that the Annual General Meeting (“AGM”) would be deferred;
- b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
- c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “Order”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

### 2. Date, time and conduct of AGM

The Board wishes to inform shareholders that the Company has today issued the Notice of AGM dated 22 May 2020 (the “Notice of AGM”). AGM will be held by way of electronic means, on **11 June 2020 at 11.00 a.m.**

The Executive Chairman of the Company, Mr Teo Chiang Long will conduct the proceedings of the AGM and address substantial and relevant questions which shareholders have submitted in advance.

### 3. Notice of AGM and proxy form

The Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on our corporate website at the URL <https://www.singapurafinance.com.sg/investor.php> and will also be made available on the SGXNet. Printed copies of these documents will **not** be sent to shareholders.

Together with the Notice of AGM and proxy form, the updated shareholding statistics as at 11 May 2020 (being a date not more than one month before the date of the Notice of AGM) may be accessed at the Company’s website at the URL <https://www.singapurafinance.com.sg/investor.php> and on the SGXNet.

The Company has made available the Annual Report for the financial year ended 31 December 2019 on the Company’s website at the URL <https://www.singapurafinance.com.sg/investor.php> and on the SGXNet on 15 April 2020.

### 4. No personal attendance at AGM

Due to the COVID-19 outbreak in Singapore, shareholders will not be allowed to attend the AGM. Instead, alternative arrangements have been put in place to allow shareholders 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 proxy at the AGM. Please see paragraph 5 below for these alternative arrangements.

## 5. Alternative arrangements for participation at the AGM

Shareholders may participate at the AGM by:

### (a) Observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream

The Chairman of the AGM will conduct the proceedings of the AGM by way of electronic means. Shareholders will be able to watch these proceedings through a “live” webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio feed via telephone. In order to do so, shareholders must follow these steps:

- Shareholders who wish to watch the “live” webcast or listen to the “live” audio feed must pre-register by 11.00 a.m. 8 June 2020, at the URL <https://www.singapurafinance.com.sg/agm2019.php>.

Following the authentication of the shareholders’ status as shareholders, authenticated shareholders will receive email instructions on how to access the webcast and audio feed of the AGM proceedings by 11.00 a.m. 10 June 2020.

- Shareholders who do not receive an email by 11.00 a.m. on 10 June 2020, but who have registered by the deadline of 11.00 a.m. on 8 June 2020, should contact the Company at the following email address: [investors.relations@singapurafinance.com.sg](mailto:investors.relations@singapurafinance.com.sg).

### (b) Submitting questions in advance of the AGM

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM:

- All questions must be submitted by 11.00 a.m. 8 June 2020:
  - via the pre-registration website at the URL <https://www.singapurafinance.com.sg/agm2019.php>;
  - in hard copy by lodging the same at the registered office of the Company at 150 Cecil Street #01-00, Singapore 069543; or
  - by email to [investors.relations@singapurafinance.com.sg](mailto:investors.relations@singapurafinance.com.sg).
- Shareholders will need to identify themselves when posing questions by email or by mail by providing the following details:
  - the shareholder’s full name as it appears on his/her/its CDP/CPF/SRS/scrip-based share records;
  - the shareholder’s NRIC/Passport/UEN number;
  - the shareholder’s contact number and email address; and
  - the manner in which the shareholder holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will not be able to answer questions from persons who do not provide sufficient details to enable the Company to verify his/her/its shareholder status.

- The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM as received from shareholders either before or during the AGM.
- The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet and the Company’s website, and the minutes will include the responses to the questions referred to above.
- Please note that shareholders will not be able to ask questions at the AGM “live” during the webcast and the audio feed, and therefore it is important for shareholders to submit their questions in advance of the AGM.

**(c) Appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM**

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. Instead, if shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the AGM to vote on their behalf:

- Shareholders (whether individual or corporate) appointing the Chairman of the AGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid. The proxy form for the AGM may be accessed at the Company's website at the URL <https://www.singapurafinance.com.sg/agm2019.php>, and will also be made available on the SGXNet.
- The instrument appointing the Chairman of the AGM as proxy must be submitted to the Company in the following manner:
  - if submitted personally or by post, be deposited at the registered office of the Company at 150 Cecil Street #01-00, Singapore 069543; or
  - if submitted electronically, be submitted via email to the Company at [investors.relations@singapurafinance.com.sg](mailto:investors.relations@singapurafinance.com.sg),

in either case, not later than 11.00 a.m. on 8 June 2020, being not less than 72 hours before the time appointed for holding the AGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

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.

- Persons who hold their shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPF or SRS investors) and who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings via the "live" webcast or the "live" audio feed in the manner provided in paragraph 5(a) above; (b) submitting questions in advance of the AGM in the manner provided in paragraph 5(b) above; and/or (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the AGM.

CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5 p.m. on 1 June 2020 in order to allow sufficient time for their relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf not less than 72 hours before the time for holding the AGM.

**6. Record and payment dates for final dividend**

The Register of Members and Register of Share Transfers of the Company will be closed on 18 June 2020 for the purpose of determining shareholders' entitlements to the proposed first and final dividend (one-tier tax-exempt) of 2 cents per share and a special (one-tier tax exempt) of 1.5 cents per share for the year ended 31 December 2019 (the "**Proposed Dividend**"). Duly completed registrable transfers and the relevant share certificates in respect of shares received by the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902, up to 5.00 p.m. on 17 June 2020 will be registered to determine shareholders' entitlements to the Proposed Dividend. Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares as at 5.00 p.m. on 17 June 2020 will be entitled to the Proposed Dividend. Payment of the Proposed Dividend, if approved by shareholders at the AGM, will be made on 24 June 2020.

## **7. Further Information**

For further information on the conduct of the AGM and the alternative arrangements, shareholders can refer to the Company's website at the following URL <https://www.singapurafinance.com.sg/investor.php>.

Shareholders who wish to remotely observe the AGM proceedings are reminded that the AGM is private. The invitation to attend the AGM via audio-visual webcast and audio-only stream is not to be forwarded to anyone who is not a shareholder of the Company or who is not authorised to attend the AGM.

### **RECORDING OF THE AGM PROCEEDINGS IS STRICTLY PROHIBITED.**

**Important reminder:** The Company would remind shareholders that, with the constantly evolving COVID-19 situation, the situation is fluid and the Company may be required to change its AGM arrangements at short notice. Shareholders should check the above URL and SGXNet for updates on the AGM.

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

### **BY THE ORDER OF THE BOARD**

Ngiam May Ling  
Company Secretary

22 May 2020