

'Annual General Meeting' Announcement - SG210326MEETH0V1

Issuer & Securities

Issuer/ Manager
SINGAPORE REINSURANCE
CORPORATION LIMITED

Security
SINGAPORE REINSURANCE COR LTD

Announcement Details

Announcement Reference
SG210326MEETH0V1

Submitted By (Co./ Ind. Name)
Tan Swee Gek

Designation
Company Secretary

Contact Details
63292318

Price Sensitivity
Yes

Financial Year End
31/12/2020

Event Narrative

Narrative Type

Additional Text

Narrative Text

Please refer to the attached Notice of Annual General Meeting and Proxy Form issued by Singapore Reinsurance Corporation Limited. Printed copies of the attached documents will also be mailed to Shareholders which are included in the Summary Financial Report.

Additional Text

Please also refer to the attached Important Notice to Shareholders regarding the Company's Annual General Meeting on 27 April 2021

Event Dates

Meeting Date and Time
27/04/2021 11:00:00

Response Deadline Date
24/04/2021 11:00:00

Event Venue(s)

Place

Venue(s)

Meeting Venue

Venue details

The 48th Annual General Meeting (AGM) of Singapore Reinsurance Corporation Limited will be held by way of electronic means. Members will not be able to attend the AGM in person and may only attend the AGM by observing and listening to the proceedings of the AGM by live webcast.

Attachments

For Public Dissemination

Notice of AGM.pdf

Proxy Form of Singapore Re.pdf

Important Notice.pdf

For SGX Info Only (Excl. Regulatory Approval docs.)

Update Info

Created By

Suriani AbdulRasiad (SingReIns01)

Last Updated By

Admin Administrator (Admin)

Created Date

26/03/2021 07:31:34 AM

Last Update Date

26/03/2021 07:31:36 AM



SINGAPORE REINSURANCE CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 197300016C

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 48th Annual General Meeting of the Company will be held by way of electronic means, on Tuesday, 27 April 2021 at 11.00 a.m. to transact the following business:

AS ORDINARY BUSINESS

- Resolution 1** To receive and adopt the directors' statement and audited accounts for the year ended 31 December 2020.
- Resolution 2** To declare a final dividend of 0.35 cent per share tax exempt (one-tier) for the year ended 31 December 2020 (2019: final dividend of 0.8 cent per share tax exempt (one-tier)).
- Resolution 3** To approve the payment of \$550,000 as directors' fees for the year ended 31 December 2020 (2019: \$565,973).
- To re-elect each of the following directors retiring by rotation pursuant to Regulations 96 and 97 of the Company's Constitution:
Resolution 4 Mr Ramaswamy Athappan; and
Resolution 5 Mr Peter Sim Swee Yam.
- Resolution 6** To re-appoint Messrs KPMG LLP as auditors of the Company for the ensuing year and to authorise the directors to fix their remuneration.

AS SPECIAL BUSINESS

- To consider and, if thought fit, to pass the following ordinary resolutions:

Resolution 7 To approve the issue of shares pursuant to Section 161 of the Companies Act, Chapter 50 (the **Act**):

"**THAT** pursuant to Section 161 of the Act and the listing rules of the Singapore Exchange Securities Trading Limited (**SGX-ST**), authority be and is hereby given to the directors of the Company to (a) issue shares in the capital of the Company (whether by way of rights, bonus or otherwise); (b) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, **Instruments**) including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares; (c) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues, at any time and upon such terms and conditions and for such purposes and to such persons as the directors may in their absolute discretion deem fit; and (d) (notwithstanding that the authority conferred by this resolution may have ceased to be in force) to issue shares in pursuance of any Instruments made or granted by the directors while this resolution was in force, provided that:

- the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 50% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings), of which the aggregate number of shares to be issued other than on a *pro-rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 20% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings);
- for the purpose of determining the aggregate number of shares that may be issued (subject to such manner of calculation as may be prescribed by SGX-ST) under (i) above, the percentage of issued share capital shall be based on the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the time this resolution is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this resolution is passed; and (2) any subsequent bonus-issue, consolidation or sub-division of shares;
- in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the listing rules of the SGX-ST for the time being in force (unless such compliance is waived by the SGX-ST) and the Company's Constitution; and
- unless revoked or varied by the Company in 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 the earlier."

Resolution 8 To approve the renewal of the Share Buy-Back Mandate:

"**THAT**:

- for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 (the **Act**), the exercise by the directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares fully paid in the capital of the Company (**Shares**) not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - market purchase(s) on the Singapore Exchange Securities Trading Limited (**SGX-ST**) through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
 - off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Act,and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the **Share Buy-Back Mandate**);
- unless varied or revoked by the Company in general meeting, the authority conferred on the directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the directors at any time and from time to time during the period commencing from the date of the passing of this resolution and expiring on the earliest of:
 - the date on which the next Annual General Meeting of the Company is held or required by law to be held;
 - the date on which the authority contained in the Share Buy-Back Mandate is revoked or varied by the Company in general meeting; and
 - the date on which the share purchases pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated.
- in this resolution:

Average Closing Price means the average of the closing market prices of the Shares over the last five Market Days on which the Shares were transacted on the SGX-ST immediately preceding the date of the making of the market purchase by the Company, or as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with any rules that may be prescribed by the SGX-ST, for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made;

date of the making of the offer means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from holders of Shares, stating the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

Market Day means a day on which the SGX-ST is open for trading in securities;

Maximum Percentage means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this resolution (excluding treasury shares and subsidiary holdings as at that date);

Maximum Price in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, stamp duties, applicable goods and services tax, clearance fees and other related expenses) which shall not be more than, in the case of a market purchase of the Share and an off-market purchase of the Share, 5% above the Average Closing Price of the Shares; and

- the directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this resolution."

To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

NOTICE IS ALSO HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed on 10 May 2021 for the preparation of the dividend warrants. Duly completed transfers received by the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902, up to 5.00 p.m. on 7 May 2021 will be registered before entitlements to the proposed dividend are determined. Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares in the capital of the Company as at 5.00 p.m. on 7 May 2021 will be entitled to the dividend. The proposed final dividend will be paid on 2 June 2021, if approved by the shareholders at the forthcoming Annual General Meeting of the Company.

BY ORDER OF THE BOARD

ONG BENG HONG/TAN SWEE GEK

Joint Company Secretaries

Singapore

26 March 2021

Notes:

(1) Live Webcast, Attendance at the Annual General Meeting (AGM) and Appointment of Proxy

In view of the ongoing developments on the COVID-19 outbreak and pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020:

- Members may only attend the AGM by observing and listening to the proceedings of the meeting by live webcast via their mobile phones, tablets or computers.** Access to the live webcast (both audio and audio-visual versions) will be made available to members and other persons entitled to attend the AGM who register with the Company by 22 April 2021 at 2.30 p.m. to verify their status. The weblink (the "**AGM Webcast Registration and Q&A Link**") and the procedures for registration will be announced by the Company on SGXNET and the Company's corporate website once available.
- The Company will publish the minutes of the AGM on SGXNET and the Company's corporate website within 1 month after the date of the AGM.
- A member may only be heard at the AGM by sending the matters or questions which the member wishes to raise at the AGM (a) by post to the Chairman of the AGM at 85 Amoy Street, Singapore 069904; (b) by email to the Chairman of the AGM at enquiry@singre.com.sg; or (c) through the AGM Webcast Registration and Q&A Link at the time of registration, and each such matter or question, if determined at the sole discretion of the Company as substantial and relevant and received by 22 April 2021 at 2.30 p.m. will be responded to via the Company's corporate website, through the live webcast at the AGM and on SGXNET.
- A quorum at the AGM may be formed by 2 members of the Company personally or electronically present. A member is electronically present at the AGM if the member (a) attends the AGM in the manner provided in item 1 above; (b) is verified by the Company's Registrar as attending the AGM in the manner provided in item 1 above; and (c) is acknowledged by electronic means by the Chairman of the AGM as present at the AGM.
- A member who intends to vote at the AGM must appoint the Chairman of the AGM as the member's proxy to vote at the AGM and should specifically direct such member's votes in the instrument. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy.** The instrument appointing the Chairman of the AGM as a member's proxy shall in the case of an individual, be signed by the appointor or his attorney, and in the case of a corporation shall be either under the Common Seal or signed by its attorney or a duly authorised officer on behalf of the corporation. The instrument appointing the Chairman of the AGM as a member's proxy must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com not less than 72 hours before the time appointed for holding the AGM.
- Any persons who would have been able to be appointed as proxies by a relevant intermediary (as defined under the Act) under Section 181(1C) of the Act (**Relevant Intermediary Participants**) may participate in the AGM by attending the live webcast in the manner provided in item 1 above and sending matters or questions which such Relevant Intermediary Participants wish to raise at the AGM in the manner provided in item 3 above. If any Relevant Intermediary Participant wishes to participate in the AGM, for verification purposes, the relevant intermediary must submit a list setting out the name, address and NRIC/passport number of any such Relevant Intermediary Participants. The list must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com by 24 April 2021 at 11.00 a.m..

As the COVID-19 situation is still evolving, the Company will closely monitor the situation and reserves the right to take further measures or implement other arrangements for the AGM as appropriate in an effort to minimise any risk to members and others attending the AGM or pursuant to any applicable laws and regulations, including any relevant order published, amended, modified or supplemented after the date of this Notice in relation to the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020). In the event that such measures or arrangements are adopted, the Company will make announcements on SGXNET and the Company's corporate website as appropriate.

Personal Data Privacy:

By attending the AGM and/or any adjournment thereof, registering at the AGM Webcast Registration and Q&A Link, submitting an instrument appointing a proxy and/or submitting a list of Relevant Intermediary Participants, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies appointed for the AGM (including any adjournment thereof) and the preparation, compilation and publication of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rule, regulation and/or guidelines (collectively, the Purposes), (ii) warrants that where the member discloses the personal data of the member's Relevant Intermediary Participants to the Company (or its agents), the member has obtained the prior consent of such Relevant Intermediary Participants for the collection, use and disclosure by the Company (or its agents) of the personal data of such Relevant Intermediary Participants for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Explanatory Notes:

- The directors' statement and audited accounts of the Company for the year ended 31 December 2020 referred to in ordinary resolution 1 in item 1 above would be published on SGXNET and the Company's corporate website in the Company's annual report.
- The additional information on the directors seeking re-election at the AGM, being Mr Ramaswamy Athappan pursuant to ordinary resolution 4 in item 4 above and Mr Peter Sim Swee Yam pursuant to ordinary resolution 5 in item 4 above, is set out on pages 33 to 36.
- The ordinary resolution 7 in item 6 above, if passed, is to enable the directors to issue further shares in the Company and to make or grant securities convertible into ordinary shares, and to issue ordinary shares pursuant to instruments, up to an amount not exceeding 50% of the issued shares in the capital of the Company of which the aggregate number of shares to be issued other than on a *pro-rata* basis to existing shareholders, does not exceed 20% of the Company's issued shares. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares in the capital of the Company shall be based on the issued shares in the capital of the Company at the time this resolution is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this resolution is passed; and (2) any subsequent consolidation or sub-division of shares. This authority will, unless revoked or varied at a General Meeting, expire at the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.
- The ordinary resolution 8 proposed in item 6 above, if passed will renew, effective until the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier, the Share Buy-Back Mandate for the Company to make purchases or acquisition of its shares up to a maximum of 10% of the total number of issued ordinary shares as at the date of the passing of the resolution at the Maximum Price computed in the manner prescribed by the resolution.

The financial effects of the purchase or acquisition of such Shares by the Company pursuant to the proposed Share Buy-Back Mandate based on the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2020 and certain other assumptions are set out in paragraph 6 of the Letter to Shareholders dated 26 March 2021, which was despatched to shareholders and published on SGXNET and the Company's corporate website on 26 March 2021.

On 19 March 2021, SAC Capital Private Limited, for and on behalf of Fairfax Asia Limited (the "**Offer**") had made an announcement stating, inter alia, that the Offeror intends to make a voluntary conditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror, its related corporations and their respective nominees, in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers. Please note that during the course of the Offer, no buy-back by the Company of its own shares may be made.

PROXY FORM
ANNUAL GENERAL MEETING

IMPORTANT:

1. This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least 7 working days before the Annual General Meeting (**AGM**).
2. A member who intends to vote at the AGM must appoint the Chairman of the AGM as the member's proxy to vote at the AGM. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy (please see note 2 of the Notes to the Proxy Form).

I/We ID/Registration No.

of

being a member/members of the above-mentioned Company, hereby appoint the Chairman of the Annual General Meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company, to be held via live webcast on Tuesday, 27 April 2021 at 11.00 a.m. or at any adjournment thereof.

With reference to the agenda set out in the Notice of Annual General Meeting, please indicate with an "X" in the space provided below how you wish your votes to be cast.

No.	Ordinary Resolutions	For	Against	Abstain
Ordinary Business				
1	To receive and adopt the directors' statement and audited accounts			
2	To declare a final dividend			
3	To approve directors' fees			
4	To re-elect Mr Ramaswamy Athappan, a director retiring by rotation			
5	To re-elect Mr Peter Sim Swee Yam, a director retiring by rotation			
6	To re-appoint auditors and authorise the directors to fix their remuneration			
Special Business				
7	To approve the issue of shares pursuant to Section 161 of the Companies Act, Chapter 50			
8	To approve the renewal of the Share Buy-Back Mandate			

In the absence of specific directions, the proxy will abstain.

Dated this day of 2021.

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

.....
Signature(s) of member(s) or Common Seal

IMPORTANT, PLEASE READ NOTES TO THE PROXY FORM.

(1st fold)

(2nd fold)

Affix
stamp
here

M & C Services Private Limited
112 Robinson Road #05-01
Singapore 068902

(3rd fold to glue and seal)

NOTES TO THE PROXY FORM

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members.

In view of the ongoing developments on the COVID-19 outbreak and pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020:

2. **A member who intends to vote at the Annual General Meeting (AGM) must appoint the Chairman of the AGM as the member's proxy to vote at the AGM and should specifically direct such member's votes in the instrument appointing the Chairman of the AGM as a member's proxy. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy.**
3. The instrument appointing the Chairman of the AGM as a member's proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument 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 is signed on behalf of the appointor by an attorney, the letter or power of attorney or duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument, failing which the instrument may be treated as invalid.
4. The instrument appointing the Chairman of the AGM as a member's proxy must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com not less than 72 hours before the time appointed for holding the AGM.
5. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as a member's proxy 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.
6. In the case of members whose Shares are entered against their names in the Depository Register, the Company shall reject any instrument appointing the Chairman of the AGM as a member's proxy lodged if such members are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for the AGM as certified by The Central Depository (Pte) Limited to the Company.
7. The Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least seven working days before the AGM.

As the COVID-19 situation is still evolving, the Company will closely monitor the situation and reserves the right to take further measures or implement other arrangements for the AGM as appropriate in an effort to minimise any risk to members and others attending the AGM or pursuant to any applicable laws and regulations, including any relevant order published, amended, modified or supplemented after the date of this Notice in relation to the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020). In the event that such measures or arrangements are adopted, the Company will make announcements on SGXNET and the Company's corporate website as appropriate.

Personal Data Privacy:

By attending the AGM and/or any adjournment thereof or submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.

SINGAPORE REINSURANCE CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 197300016C

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL GENERAL MEETING ON 27 APRIL 2021

- (1) **ANNUAL GENERAL MEETING (“AGM”) TO BE HELD SOLELY BY WAY OF ELECTRONIC MEANS**
- (2) **ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING AND AGM WEBCAST REGISTRATION AND Q&A LINK**

1. INTRODUCTION

The Board of Directors (the "**Board**") of Singapore Reinsurance Corporation Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to:

- (a) 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;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Relevant Order**") which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (c) the joint statement released by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which was subsequently amended to include the requirements of the Relevant Order, regarding additional guidance on the conduct of General Meetings during elevated safe distancing period.

2. AGM TO BE HELD SOLELY BY WAY OF ELECTRONIC MEANS

The Board refers to the Notice of AGM dated 26 March 2021 ("**Notice of AGM**"), which set out that the AGM will be held at via live webcast on Tuesday, 27 April 2021 at 11.00 a.m.

Due to the COVID-19 situation in Singapore we seek your understanding that shareholders will not be able to attend the AGM in person.

As set out in the note on "Live Webcast, Attendance at the Annual General Meeting (AGM) and Appointment of Proxy" to the Notice of AGM, in view of the ongoing

developments on the COVID-19 outbreak and pursuant to the Relevant Order, **Shareholders may only attend the AGM by observing and listening to the proceedings of the meeting by live webcast via their mobile phones, tablets or computers.** Alternative arrangements have been put in place to allow Shareholders to participate at the AGM by (a) by observing and listening to the proceedings of the AGM by live webcast, (b) submitting questions in advance of the AGM, and/or (c) voting by proxy at the AGM. Please see paragraph 3 below for these alternative arrangements.

The Board is pleased to announce that pre-registration for attending the AGM by live webcast is now open. Please see paragraph 3 below for the weblink (the “AGM Webcast Registration and Q&A Link”) and procedures for pre-registration to attend the AGM by live webcast.

3. ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING AND AGM WEBCAST REGISTRATION AND Q&A LINK

(a) Live webcast

In order to attend the AGM by observing and listening to the proceedings of the meeting by live webcast via their mobile phones, tablets or computers, Shareholders must follow these steps:

- Shareholders who wish to view the live webcast or listen through a live audio feed via telephone must pre-register by **22 April 2021 at 2:30 p.m.** at the AGM Webcast Registration and Q&A Link <https://smartagm.sg/singreagm2021>. Pre-registration will be closed on 22 April 2021 at 2:30 p.m.
- Following the authentication of the Shareholders’ status as shareholders, authenticated Shareholders will receive an email by **26 April 2021** containing login credentials and the link to access the webcast of the AGM proceedings. Shareholders who have received the email instructions must not forward the email instructions to other persons who are not shareholders or who are not entitled to attend the AGM. This is to avoid any technical disruption or overload to the live webcast or live audio feed.
- Shareholders who do not receive an email by **26 April 2021 at 12.00 p.m.**, but who have registered by the deadline of 22 April 2021 at 2:30 p.m., should contact the Company’s Registrar, M & C Services Private Limited, at the following email address: gpa@mncsingapore.com

(b) Submission of questions in advance

As set out in the note on “Live Webcast, Attendance at the Annual General Meeting (AGM) and Appointment of Proxy” to the Notice of AGM, a Shareholder may only be heard at the AGM by sending the matters or questions which the Shareholder wishes to raise at the AGM:

- (a) by post to the Chairman of the AGM at 85 Amoy Street, Singapore 069904;
- (b) by email to the Chairman of the AGM at enquiry@singre.com.sg; or

(c) through the AGM Webcast Registration and Q&A Link <https://smartagm.sg/singreagm2021> at the time of registration.

- Shareholders will need to identify themselves when posing questions by mail or by email by providing the following details:
 - the Shareholder’s full name as it appears on his/her/its CDP/CPF/SRS 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 provide insufficient details to enable the Company to verify his/her/its shareholder status.

- Each such matter or question, if determined at the sole discretion of the Company as substantial and relevant and received by **22 April 2021 at 2.30 p.m.** will be responded to via the Company’s corporate website, through the live webcast at the AGM and on SGXNet.
- Please note that Shareholders will not be able to ask questions at the AGM “live” during the webcast, and therefore it is important for Shareholders to submit their questions in advance of the AGM.

(c) *Proxy voting*

As set out in the note on “Live Webcast, Attendance at the Annual General Meeting (AGM) and Appointment of Proxy” to the Notice of AGM, **a Shareholder who intends to vote at the AGM must appoint the Chairman of the AGM as the Shareholder’s proxy to vote at the AGM and should specifically direct such Shareholder’s votes in the instrument. A Shareholder may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the Shareholder’s proxy.**

- The instrument appointing the Chairman of the AGM as a Shareholder’s proxy shall in the case of an individual, be signed by the appointor or his attorney, and in the case of a corporation shall be either under the Common Seal or signed by its attorney or a duly authorised officer on behalf of the corporation.
- The instrument appointing the Chairman of the AGM as a member’s proxy must be:
 - (a) deposited at the office of the Company’s Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or
 - (b) submitted by email to gpa@mncsingapore.com, not less than 72 hours before the time appointed for holding the AGM.

- Printed copies of the proxy form in respect of the AGM were despatched to Shareholders on 26 March 2021 and a copy of the proxy form may also be downloaded from SGXNet or the Company’s website at the URL <https://www.singre.com.sg/announcements> under “AGM”.
- Any persons who would have been able to be appointed as proxies by a relevant intermediary (as defined under the Companies Act, Chapter 50 (the “Act”)) under Section 181(1C) of the Act (“**Relevant Intermediary Participants**”) may participate in the AGM by attending the live webcast in the manner provided in paragraph 3(a) above and sending matters or questions which such Relevant Intermediary Participants wish to raise at the AGM in the manner provided in paragraph 3(b) above. If any Relevant Intermediary Participant wishes to participate in the AGM, for verification purposes, the relevant intermediary must submit a list setting out the name, address and NRIC/passport number of any such Relevant Intermediary Participants. The list must be (a) deposited at the office of the Company’s Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com by **24 April 2021 at 11.00 a.m.**
- The proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least seven working days before the AGM.

Personal Data Privacy:

By attending the AGM and/or any adjournment thereof, registering at the AGM Webcast Registration and Q&A Link, submitting any questions related to the resolutions to be tabled for approval at the AGM, submitting an instrument appointing a proxy and/or submitting a list of Relevant Intermediary Participants, a member of the Company consents to the collection, use and disclosure of the member’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 appointed for the AGM and the participation of Relevant Intermediary Participants at the AGM (including any adjournment thereof) and the preparation, compilation and publication of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rule, regulation and/or guidelines (collectively, the “**Purposes**”), (ii) warrants that where the member discloses the personal data of the member’s Relevant Intermediary Participants to the Company (or its agents), the member has obtained the prior consent of such Relevant Intermediary Participants for the collection, use and disclosure by the Company (or its agents) of the personal data of such Relevant Intermediary Participants for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

4. 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 URL <https://www.singre.com.sg/announcements> under “AGM”.

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 ORDER OF THE BOARD

Tan Swee Gek
Company Secretary

26 March 2021