

**INFORMATION RELATING TO EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 25 NOVEMBER 2020**

1. BACKGROUND

The Judicial Managers (the "**Judicial Managers**") of Epicentre Holdings Limited (Judicial Managers Appointed by Court) (the "**Company**") 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, as amended from time to time (the "**Alternative Arrangements Order**") which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, the holding of general meetings of companies; and
- (c) the joint statement released by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation on 13 April 2020 (and subsequently updated on 27 April 2020 and 22 June 2020) which provides additional guidance on the conduct of general meetings during the safe management period and the joint statement released by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation on 1 October 2020 which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.

2. DATE, TIME AND CONDUCT OF EXTRAORDINARY GENERAL MEETING

The Judicial Managers are pleased to announce that pursuant to the Alternative Arrangements Order, its Extraordinary General Meeting ("**EGM**") will be convened and held by way of electronic means through a live webcast ("**Webcast**"), on **25 November 2020 at 10.30a.m.** to transact the business set out in the notice of EGM dated 4 November 2020 ("**Notice of EGM**") as well as the Circular to Shareholders dated 4 November 2020 ("**Circular**").

Ee Meng Yen Angela, joint and several judicial manager of the Company, will chair the proceedings of the EGM.

3. NO DESPATCH OF PRINTED COPIES OF DOCUMENTS

In line with the provisions under the Alternative Arrangements Order, no printed copies of the Notice EGM, the proxy form and the Circular will be dispatched to Shareholders. An electronic copy of the Notice of EGM, the proxy form and Circular will be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

4. INSTRUCTIONS TO SHAREHOLDERS

Due to the current COVID-19 restriction orders in Singapore, the Company is taking efforts to minimize physical interactions and COVID-19 transmission risk to a minimum. The EGM will be held by way of electronic means and Shareholders will not be able to attend the EGM in person.

The following are the alternative arrangements which have been put in place for Shareholders to participate in the EGM:

- (a) observing the EGM proceedings via live audio-visual webcast or listening to the EGM proceedings via live audio-only stream;
- (b) submitting questions in advance of the EGM; and
- (c) appointing the chairman of the EGM (the “**Chairman**”) as proxy to attend, speak and vote on their behalf at the EGM.

The Company will not accept any physical attendance by the shareholders. Any shareholder seeking to attend the EGM in-person will be turned away.

Shareholders are to note the following instructions with regard to the pre-registration, pre-submission of questions and submission of the proxy form:

(i) **Registration to attend live EGM webcast**

- A. All Shareholders as well as investors who hold shares through relevant intermediaries (including CPF or SRS investors), who wish to follow the proceedings of the EGM through the Webcast must pre-register online at <http://bit.ly/EHL2020EGM> to create an account, no later than **10.30 a.m. on 22 November 2020** (the “**Registration Deadline**”).
- B. Following the verification, authenticated Shareholders or investors will receive the login details to join the Webcast by **24 November 2020 at 2 p.m.** The confirmation email will contain user ID and password details, as well as the link to access the live audiovisual webcast and a weblink to access the live audio-only stream of the EGM proceedings.
- C. Shareholders must not forward the login details to join the Webcast or telephone number to call for the audio feeds to other persons who are not Shareholders of the Company and/or who are not authorised to attend the Webcast.
- D. Shareholders who register by the Registration Deadline but do not receive an email response by **24 November 2020, 2 p.m.** should contact the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. via email at srs.TeamE@boardroomlimited.com with the following details to be included, (1) the full name of the Shareholder; and (2) his/her/its identification/registration number, **before 3 p.m. on 24 November 2020.**
- E. Shareholders (including those holding shares in the Company through the Central Provident Fund and/or Supplementary Retirement Scheme (“CPF/SRS Investors”)) must pre-register at the pre-registration website, URL <http://bit.ly/EHL2020EGM> by **10:30 a.m. on Sunday, 22 November 2020**, to enable the Company to verify their status as shareholders.
- F. Investors holding shares through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50) of Singapore) (other than CPF/SRS Investors) who wish to participate in the “live” broadcast of the EGM should instead approach his/her relevant intermediary as soon as possible in order for the relevant intermediary to make the necessary arrangements to pre-register. The relevant intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/Passport number) to the Company’s Shares Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email to srs.TeamE@boardroomlimited.com no later than **10:30 a.m. on Sunday, 22 November 2020.**

(ii) **Submission of Questions In Advance**

Shareholders will not be able to ask questions at the EGM live during the Webcast or audio-stream. Therefore, it is important for Shareholders to pre-register and submit their questions in advance of the EGM.

- A. Shareholders will not be able to ask questions during the Webcast.
- B. Shareholders may pre-register and submit their questions relating to the resolutions to be tabled for approval at the EGM to the Chairman, in advance of the EGM, in the following manner:
- I. via the pre-registration website

Shareholders who pre-register to observe and/or listen to the live EGM proceedings may submit their questions via the pre-registration website, URL <http://bit.ly/EHL2020EGM>;
 - II. via email

Shareholders may submit their questions via email at srs.TeamE@boardroomlimited.com. If the questions are sent via email, please provide us with the following details: (i) the full name of Shareholder; (ii) identification/registration number; and (iii) the manner in which you hold shares in the Company (e.g. via CDP/CPF/SRS); or
 - III. via post

Shareholders may submit their questions via post to 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623. If questions are submitted by post, please provide the following details: (i) the full name of Shareholder; (ii) identification/registration number; and (iii) the manner in which you hold shares in the Company (e.g. via CDP/CPF/SRS).
- C. All questions must be submitted by **10.30 a.m. on 22 November 2020**.
- D. The Judicial Managers and the Board of Directors of the Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the EGM by publishing the responses to those questions via announcement on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where substantial and relevant questions submitted by Shareholders are unable to be addressed prior to the EGM, the Company will address them at the EGM through the live audio-visual webcast and live audio-only stream respectively.
- E. The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNet and the minutes will include the responses to the questions referred to above.
- F. Please note that Shareholders will not be able to ask questions at the EGM during the Webcast and audio feed, and therefore it is important for Shareholders to submit their questions by the pre-registration deadline.

(iii) **Proxy Voting**

- A. Shareholders will not be able to vote online at the EGM. Instead, if Shareholders wish to exercise their votes, they must submit a proxy form to appoint the Chairman to vote on their behalf in accordance with the instructions on the proxy form.

- B. The proxy form must be submitted through any one of the following means no later than **10.30 a.m. on 23 November 2020**:
- I. by depositing a physical copy at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623 or
 - II. by sending a scanned PDF copy by email to srs.TeamE@boardroomlimited.com
- C. Investors who hold their shares through relevant intermediaries as defined in Section 181 of the Companies Act (including CPF or SRS investors) and who wish to exercise their votes by appointing the Chairman as proxy should approach their respective relevant intermediaries (including their respective CPF Agent Banks or SRS Operators) to submit their voting instructions at least seven (7) working days prior to the date of the EGM.

Shareholders who observe the EGM proceedings are reminded that the Company's private invitation to Shareholders to attend the EGM via the Webcast or audio feed must not be forwarded to anyone who is not a member of the Company or who is not authorized to attend the EGM. **RECORDINGS OF THE EGM PROCEEDINGS IN WHATEVER FORM ARE ALSO STRICTLY PROHIBITED.**

As the COVID-19 situation is constantly evolving, the Company may be required to change its EGM arrangements at short notice. Shareholders are advised to keep abreast of any such changes as may be announced by the Company as may be made from time to time on SGXNet.

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

Ee Meng Yen Angela
Joint and Several Judicial Manager

4 November 2020

This announcement has been reviewed by the Company's sponsor, Stamford Corporate Services Pte Ltd (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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