



KOYO INTERNATIONAL LIMITED

Registration No. 200100075E

(Incorporated in Singapore)

**ANNOUNCEMENT RELATING TO ANNUAL GENERAL MEETING
TO BE HELD ON 26 JUNE 2020**

1. INTRODUCTION

The Board of Directors ("**Board**") of Koyo International Limited ("**Company**") refers to:

- (a) the announcements released by the Company on 9 April 2020 relating on automatic 60-day extension of time to hold its annual general meeting ("**AGM**");
- (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister of Law by order to prescribe alternative arrangements for, amongst others, listed companies in Singapore to conduct general meetings, either wholly or partly, by 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 issued by Minister of Law on 13 April 2020, as amended from time to time ("**Alternative Arrangements Order**"), which sets out the alternative arrangements in respect of, amongst others, general meetings of listed companies in Singapore. In addition, the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation had on 13 April 2020 released a joint statement, which was subsequently amended on 27 April 2020 to include the requirements of the Alternative Arrangements Order, regarding providing additional guidance on the conduct of General Meetings during Elevated safe distancing period.

2. DATE OF ANNUAL GENERAL MEETING

The Board wishes to inform shareholders that the **AGM will be held by way of electronic means on 26 June 2020 at 2.00 p.m.** The Company has today issued the following documents in connection with the AGM:

- (a) the Appendix 1 dated 11 June 2020 to the Notice of AGM relating to the proposed change of auditors to be tabled at the AGM ("**Appendix 1**");
- (b) the Notice of the AGM dated 11 June 2020 ("**Notice of AGM**"); and
- (c) the proxy form.

3. **NO DESPATCH OF PRINTED COPIES OF DOCUMENTS**

In line with the provisions under the Alternative Arrangements Order, no printed copies of the Annual Report for the financial year ended 31 December 2019 (“**FY2019 AR**”), Notice of AGM, the Appendix 1 and the proxy form will be despatched to shareholders.

An electronic copy of the FY2019 AR, Appendix in relation to the Proposed Renewal of the Share Buyback Mandate, Notice of AGM, the Appendix 1 and the proxy form has been made available on:

- (i) the home page of the Company’s corporate website <http://www.koyotech.com> (“**Koyo Corporate Website**”);
- (ii) the website set up for the purposes of the AGM, at the following URL: sq.conveneagm.com/koyointl (“**Koyo AGM Website**”); and
- (iii) SGXNet at the following URL: <https://www.sgx.com/securities/company-announcements>.

4. **ALTERNATIVE ARRANGEMENTS FOR AGM**

(a) **NO PHYSICAL ATTENDANCE**

In view of the Phase 1 post circuit breaker measures applicable as of the date of this announcement and pursuant to the Alternative Arrangements Order, all shareholders will not be allowed to attend the AGM in person.

Alternative arrangements are instead put in place to allow all shareholders to participate in the AGM by:

- (i) watching or listening to the AGM proceedings via a “live” webcast. Shareholders who wish to participate as such will have to pre-register in the manner outlined in paragraph 4(b) below;
- (ii) submitting questions ahead of the AGM. Please refer to paragraph 4(c) below for further details; and
- (iii) voting by proxy at the AGM. Please refer to paragraph 4(d) below for further details.

Non-SRS holders whose shares are registered under Depository Agents (“**DAs**”) must **also** contact their respective DAs to indicate their interest in order for their respective DAs to make the necessary arrangements for them to participate in the Live Webcast of the AGM proceedings

(b) **“LIVE” WEBCAST**

The AGM proceedings will be conducted via electronic means. Shareholders will be able to watch or listen to the proceedings via a “live” webcast or web audio-only access on their mobile phones, tablets or computers.

In order to do the above, shareholders will have to follow these steps:

- (i) Shareholders (including those who hold their shares through relevant intermediaries¹) who wish to watch or listen to the “live” webcast must pre-register on the Koyo AGM Website (URL: sg.conveneagm.com/koyointl), to create an account, no later than 2.00 p.m. on 23 June 2020 (“**Registration Deadline**”).

Following authentication of a shareholder’s status, such shareholder will receive an email on their authentication status and will be able to access the “live” webcast of the AGM proceedings using the account created.

- (ii) Shareholders who have pre-registered by the Registration Deadline but do not receive the aforementioned email by 2.00 p.m. on 25 June 2020 should contact the Company at the following email address: support@conveneagm.com, with the following details included:

- (1) the full name of the shareholder; and
- (2) his/her/its identification/registration number.

Shareholders are reminded that the AGM proceedings are private. Instructions on access to the “live” webcast of the AGM proceedings should therefore not be shared with anyone who is not a shareholder of the Company or otherwise not authorised to attend the AGM. Recording of the “live” webcast in whatever form is also strictly prohibited.

For optimal user experience, it is recommended that shareholders use the following browser versions when accessing the Koyo AGM Website as well as the “live” webcast of the AGM proceedings:

- Mozilla Firefox 69 and above; or
- Safari 12.1.2 and above; or
- Google Chrome 74 and above; or
- Microsoft Edge 79 and above.

(C) SUBMISSION OF QUESTIONS

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM or the Company’s businesses and operations.

¹ A relevant intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act (Chapter 36) of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

All questions must be submitted no later than 2.00 p.m. on 18 June 2020 (“**Submission Deadline**”) via any one of the following means:

- (i) Koyo AGM Website; or
- (ii) in physical copy by depositing the same at the registered office of the Company at 53 Ubi Avenue 3 #02-01 Singapore 408863; or
- (iii) by email to mail@koyointernational.com.

If the questions are deposited in physical copy at the registered office of the Company or sent via email, and in either case not accompanied by the completed and executed proxy form, the following details must be included with the submitted questions: (1) the full name of the shareholder; and (2) his/her/its identification/registration number for verification purposes, failing which the submission will be treated as invalid.

The Company will endeavour to address all substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM or the Company’s businesses and operations by publishing the responses from the Board and Management in relation to substantial and relevant questions (as may be determined by the Company at its sole discretion) on the SGXNET and Company’s website by 2.00pm on 22 June 2020. Where substantial and relevant questions submitted by shareholders are unable to be addressed prior to the AGM, the Company will address them at the AGM.

Please note that shareholders will not be able to ask questions at the AGM and accordingly, it is important for shareholders who wish to ask questions to submit their questions by the Submission Deadline.

The Company will publish the minutes of the AGM and its response to relevant and substantial questions that were not answered prior to the AGM on the SGXNet and the Company’s website within one month after the date of AGM.

(D) VOTING BY PROXY

Shareholders will not be able to vote online at the AGM. Instead, if shareholders (whether individuals or corporates) wish to exercise their votes, they must submit a proxy form to appoint the chairman of the AGM (“**AGM Chairman**”) to vote on their behalf.

Shareholders (whether individuals or corporates) appointing the AGM Chairman as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment and votes will be treated as invalid.

The proxy form must be submitted to the Company no later than 2.00 p.m. on 23 June 2020 (being 72 hours before the time appointed for the AGM) through any one of the following means:

- (i) in the electronic format accessible on the Koyo AGM Website;
- (ii) if submitted by post, be lodged at the registered office of the Company at 53 Ubi Avenue 3 #02-01 Singapore 408863; or

(iii) if submitted electronically, be submitted via email to mail@koyointernational.com.

Shareholders who hold their shares through relevant intermediaries¹ and who wish to exercise their votes by appointing the AGM Chairman as proxy should approach their respective relevant intermediaries (including their respective CPF Agent Banks or SRS Approved Banks) to submit their voting instructions at least seven (7) working days (by 16 June 2020 at 2.00pm) prior to the date of the AGM.

As the COVID-19 situation is constantly evolving, the Company has to implement measures to take into account the requirements, guidelines and recommendations of regulatory bodies and government agencies from time to time. Accordingly, the Company may be required to change its AGM arrangements at short notice. Shareholders are advised to closely monitor announcements made by the Company on the SGXNet.

The Company seeks the understanding and cooperation of all shareholders in enabling the Company to hold and conduct the AGM in compliance with the circuit breaker measures to stem the spread of COVID-19 infections.

By Order of the Board

Foo Suay Wei
Executive Director
11 June 2020

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. 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.

The contact person for the Sponsor is Ms. Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00, Income at Raffles Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).