



**PROGEN HOLDINGS LTD**  
(Company Registration No. 199605118C)  
(Incorporated in Singapore)

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## ANNUAL GENERAL MEETING TO BE HELD ON 25 JUNE 2020

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### 1. INTRODUCTION

The board of directors (the “**Board**”) of Progen Holdings Ltd (the “**Company**”) refers to:

- (a) its announcements of 31 March 2020 and 13 April 2020 stating, *inter alia*, that the Annual General Meeting (the “**AGM**”) will be deferred to 25 June 2020;
- (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;
- (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 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
- (d) the joint statement by the Accounting Corporate and Regulatory Authority, Singapore Exchange Regulations and the Monetary Authority of Singapore on 13 April 2020 providing additional guidance on conduct of general meetings during the period when elevated safe distancing measures are in place.

### 2. DATE, TIME AND CONDUCT OF ANNUAL GENERAL MEETING

The Board wishes to announce that the AGM will be convened and held by way of electronic means on 25 June 2020 at 10:00 a.m. to transact the business set out in the Notice of AGM dated 3 June 2020 (the “**Notice of AGM**”).

### 3. ANNUAL REPORT, NOTICE OF AGM AND PROXY FORM

In line with the relevant provisions under the Order, no printed copies of the Annual Report, Notice of AGM and proxy form will be despatched to shareholders.

A copy of the Annual Report 2019 can be obtained on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

The Notice of AGM and proxy form have been uploaded on SGXNet today and may be found at the URL <https://www.sgx.com/securities/company-announcements>.

#### 4. NO PERSONAL ATTENDANCE AT THE AGM

Due to the COVID-19 outbreak in Singapore, shareholders will not be allowed to attend the AGM in person. Instead, alternative arrangements have been put in place to allow shareholders to participate at the AGM by

- (a) watching the AGM proceedings via “live” audio-visual broadcast or listening to the AGM proceedings via “live” audio feed;
- (b) submitting questions in advance of the AGM, and/or
- (c) voting by proxy by appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM.

Please see paragraph 5 below for these alternative arrangements.

#### 5. ALTERNATIVE ARRANGEMENTS

The following are the alternative arrangements which have been put in place for the AGM:

(a) *“Live” audio-visual broadcast and “live” audio feed*

The Company’s Non-Executive Chairman, Dr. Tan Eng Liang will conduct the proceedings of the AGM by way of electronic means. Shareholders will be able to watch these proceedings through a “live” audio-visual broadcast 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” audio-visual broadcast or listen to the “live” audio feed must pre-register from now till 10:00 a.m. on 22 June 2020 (“the **Registration Deadline**”), at the URL [https://bit.ly/Progen\\_AGM](https://bit.ly/Progen_AGM).

Following the authentication of the shareholders’ status as shareholders, authenticated shareholders will receive email instructions on how to access the audio-visual broadcast and audio feed of the AGM proceedings by 10:00 a.m. on 24 June 2020 (the “**Confirmation Email**”).

- Shareholders who pre-register by the Registration Deadline but do not receive the Confirmation Email by 10:00 a.m. on 24 June 2020, should contact the Company via email at [jeremy@easyvideo.sg](mailto:jeremy@easyvideo.sg).

(b) *Submission of questions in advance*

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

- All questions must be submitted by 10:00 a.m. on 22 June 2020
  - via the pre-registration website at the URL [https://bit.ly/Progen\\_AGM](https://bit.ly/Progen_AGM); or
  - in hard copy by sending personally or by post and lodging the same at the registered office of the Company at 28 Riverside Road, #04-01 Progen Building, Singapore 739085; or
  - by email to [progen@progen.com.sg](mailto:progen@progen.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 CDP/CPF/SRS records;
- the shareholder's NRIC/FIN/Passport/UEN number;
- the shareholder's contact number and email address; and
- the manner in which the shareholder holds his shares in the Company (e.g. via CDP, CPF and/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 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 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 audio-visual broadcast and the audio feed, and therefore it is important for shareholders to submit their questions in advance of the AGM.

(c) *Proxy voting*

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 of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
- The proxy form can be submitted to the Company by post or by email:
  - If submitted by post, be lodged with the Company's registered address at 28 Riverside Road, #04-01 Progen Building, Singapore 739085; or
  - If submitted electronically, be submitted via email to the Company at [progen@progen.com.sg](mailto:progen@progen.com.sg),

in either case, by 10:00 a.m. on 23 June 2020.

- Persons holding shares through Central Provident Fund ("**CPF**") and Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS investors**") who wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via "live" audio-visual broadcast or "live" audio feed; and (ii) submitting questions in advance of the AGM, should follow the steps for pre-registration and pre-submission of questions set out under paragraphs 5(a) and (b) above. However, CPF/SRS investors who wish to appoint the Chairman of the AGM as proxy to attend, speak and vote on their behalf should approach their respective CPF Agent Banks or SRS Operators by 10:00 a.m. on 16 June 2020 to submit their voting instructions.
- 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 AGM by (i) observing and/or listening to the AGM proceedings via

“live” audio-visual broadcast or “live” audio feed; (ii) submitting questions in advance of the AGM; and/or (iii) appointing the Chairman as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

## 6. KEY DATES/DEADLINES

In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

<b>Key dates</b>	<b>Actions</b>
<b>3 June 2020 (immediately upon release of this announcement)</b>	Shareholders may begin to pre-register at <a href="https://bit.ly/Progen_AGM">https://bit.ly/Progen_AGM</a> to attend the AGM via “live” audio-visual broadcast or “live” audio feed of the AGM proceedings.
<b>10:00 a.m. on 16 June 2020</b>	Deadline for CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
<b>10:00 a.m. on 22 June 2020</b>	Deadline for shareholders to submit questions in advance.
<b>10:00 a.m. on 22 June 2020</b>	Deadline for shareholders to pre-register for “live” audio-visual broadcast or “live” audio feed of the AGM proceedings.
<b>10:00 a.m. on 23 June 2020</b>	Deadline for shareholders to submit proxy form.
<b>10:00 a.m. on 24 June 2020</b>	<p>Authenticated shareholders will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-visual broadcast and a toll-free telephone number to access the “live” audio feed of the AGM proceedings (the “<b>Confirmation Email</b>”).</p> <p>Shareholders who register by 10:00 a.m. on 22 June 2020 but do not receive the Confirmation Email by <b>10:00 a.m. on 24 June 2020</b> should contact the Company via email at <a href="mailto:jeremy@easyvideo.sg">jeremy@easyvideo.sg</a>.</p>
<b>Time and date of AGM – 10:00 am on 25 June 2020</b>	<ul style="list-style-type: none"> <li>Click on the link in the Confirmation Email and enter the user ID and password to access the “live” audio-visual broadcast of</li> </ul>

	<p>the AGM proceedings; or</p> <ul style="list-style-type: none"> <li>• Call the toll-free telephone number in the Confirmation Email to access the “live” audio-feed of the AGM proceedings.</li> </ul>
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## 7. FURTHER INFORMATION

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 broadcast and audio feed 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 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

Ngiam May Ling  
Company Secretary

3 June 2020

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*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. Jennifer Tan, Associate Director, Continuing Sponsorship (Mailing Address: 6 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and Email: [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg)).*