

## **INDOFOOD AGRI RESOURCES LTD.**

*(Incorporated in the Republic of Singapore)*

*(Company Registration No. 200106551G)*

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### **ANNUAL GENERAL MEETING TO BE HELD ON 16 JUNE 2020**

#### **1. Background**

The Board of Directors (the “**Board**”) of Indofood Agri Resources Ltd. (the “**Company**”) refers to:

- a) the Company’s announcement dated 9 April 2020 on the extension of time to hold the Annual General Meeting (“**AGM**”) for the financial year ended 31 December 2019;
- 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 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 and Time of AGM**

The Board wishes to inform shareholders pursuant to the Order, the AGM will be held by way of electronic means on **Tuesday, 16 June 2020 at 3.00 p.m. (Singapore time).**

#### **3. Notice of AGM, Addendum to Notice of AGM and Proxy Form**

The Notice of AGM, addendum to Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on SGXNet and the Company’s website at <http://www.indofoodagri.com/ir-agm.html> on 26 May 2020. Printed copies of these documents **will not be despatched to shareholders.**

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company’s website.

#### **4. No Attendance in Person at the AGM**

In view of the current COVID-19 restriction orders in Singapore, shareholders **will not be able to attend the AGM in person.**

#### **5. Alternative Arrangements for AGM**

The following are the alternative arrangements which have been put in place to allow shareholders to participate the AGM by way of electronic means.

**a) Pre-registration for “live” audio-visual webcast or “live” audio-only stream**

Shareholders will be able to watch the “live” audio-visual webcast via their mobile phones, tablets or computers or listen to the “live” audio-only stream via telephone of the AGM proceedings. Shareholders must follow these steps:

- Shareholders who wish to watch the “live” webcast or listen to the “live” audio stream must pre-register by **3.00 p.m. on 13 June 2020** at <https://www.meetings.vision/indoagri-agm-registration> for the Company to authenticate their status as Shareholders.
- Authenticated Shareholders will receive email instructions on how to access the “live” webcast and “live” audio stream of the AGM proceedings by **12.00 p.m. (noon) on 15 June 2020**.
- Shareholders who do not receive an email by 12.00 p.m. (noon) on 15 June 2020, but who have registered by the 13 June 2020 deadline should contact the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email at [srs.teamb@boardroomlimited.com](mailto:srs.teamb@boardroomlimited.com).

**b) Submission of questions in advance of the AGM**

Shareholders will not be able to ask questions “live” at the AGM during the webcast or audio stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.

**Submission of question and deadline:** Shareholders may submit questions relating to the resolutions to be tabled for approval at the AGM by **5.30 p.m. on 9 June 2020**, in the following manner:

- via the pre-registration website at <https://www.meetings.vision/indoagri-agm-registration>;
- if by electronically, via email to [general@indofoodagri.com](mailto:general@indofoodagri.com); or
- if by post, be lodged at the Company’s registered address at 8 Eu Tong Sen Street, #16-96/97 The Central, Singapore 059818.

Shareholders submitting questions by post or email should download, complete and sign the prescribed question form at <http://indofoodagri.com/ir-agm/questionform.pdf>, before scanning and submitting it via the email address provided above, or before submitting it by post to the address provided above.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit questions by post, shareholders are strongly encouraged to submit questions via the pre-registration website or by email.**

**Addressing/answering of questions:** The Company will address/answer substantial and relevant questions submitted in advance by shareholders relating to the resolutions to be tabled for approval at the AGM prior to the AGM via SGXNet.

**Minutes of 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 substantial and relevant questions from the shareholders.

### c) Proxy voting

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM.

**Appointment of Chairman as proxy:** Shareholders (whether individual or corporate) who wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the proxy form.

**Specific voting instructions to be given:** In appointing the Chairman of the Meeting as proxy, shareholders (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman as proxy will be treated as invalid.

**Submission of proxy forms and deadline:** Proxy forms must be submitted to the Company by **3.00 p.m. on 13 June 2020**, in the following manner:

- if by electronically, via email to [general@indofoodagri.com](mailto:general@indofoodagri.com) or
- if by post, be lodged at the Company's registered address at 8 Eu Tong Sen Street, #16-96/97 The Central, Singapore 059818.

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

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.**

**Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50 of Singapore)):**

- (a) 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-and-visual webcast or "live" audio-only stream; and (ii) submitting questions in advance of the AGM, should follow the steps for pre-registration and pre-submission of questions set out in the above. However, **CPF/SRS investors who wish to appoint the Chairman as proxy to attend, speak and vote on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions by 3.00 p.m. on 4 June 2020**, being 7 working days before the date of the AGM.
- (b) Investors holding shares through relevant intermediaries (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-and-visual webcast or "live" audio-only stream; (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. FY2019 Annual Report

The Company's 2019 Annual Report had been published on SGXNet and the Company's website at <http://www.indofoodagri.com/ir.html> on 9 April 2020.

Shareholders who wish to obtain a printed copy of the FY2019 Annual Report may download, complete and sign the request form that is available at <http://indofoodagri.com/ir-agm/requestform.pdf>. The request form must be submitted to the Company by **3 June 2020**, in the following manner:

- if by electronically, via email to [general@indofoodagri.com](mailto:general@indofoodagri.com); or
- if by post, be lodged at the address stated in the request form.

## 7. Key Dates and Deadlines

The key dates/deadlines which Shareholders should take note of are set out in the table below:

Key dates	Actions
<b>3.00 p.m. on 4 June 2020 (Thursday)</b>	Deadline for CPF/SRS investors who wish to appoint the Chairman as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes, being 7 working days before the date of the AGM.
<b>5.30 p.m. on 9 June 2020 (Tuesday)</b>	Deadline for submission of questions
<b>3.00 p.m. on 13 June 2020 (Saturday)</b>	Deadline for shareholders to: <ul style="list-style-type: none"><li>• pre-register at <a href="https://www.meetings.vision/indoagri-agm-registration">https://www.meetings.vision/indoagri-agm-registration</a> for "live" webcast or "live" audio stream of the AGM proceedings; and</li><li>• submit proxy forms.</li></ul>
<b>12.00 p.m. (noon) on 15 June 2020 (Monday)</b>	Authenticated shareholders will receive an email which will contain user ID and password details, as well as the link to access the "live" webcast and a toll-free telephone number to access the "live" audio stream of the AGM proceedings (" <b>Confirmation Email</b> ").  Shareholders who do not receive an email by 12.00 p.m. (noon) on 15 June 2020, but have registered by 3.00 p.m. on 13 June 2020, may contact the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email at <a href="mailto:srs.teamb@boardroomlimited.com">srs.teamb@boardroomlimited.com</a> .
<b>Date and time of AGM 3.00 p.m. on 16 June 2020 (Tuesday)</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" webcast of the AGM proceedings; or</li><li>• Call the toll-free telephone number in the Confirmation Email to access the "live" audio stream of the AGM proceedings.</li></ul>

## **8. Further Information**

In light of the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders are advised to check SGXNet and the Company's website at <http://www.indofoodagri.com/ir-agm.html> for the latest updates on the status of the AGM.

By Order of the Board

Mak Mei Yook  
Lee Siew Jee, Jennifer  
Company Secretaries

Singapore  
26 May 2020