



CHINA JISHAN HOLDINGS LIMITED
(Company Registration No. 200310591E)
(Incorporated in the Republic of Singapore)

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

1. INTRODUCTION

The Board of Directors (“**Board**”) of China Jishan Holdings Limited (“**Company**”) refers to:

- (a) the announcements released by the Company on 19 February 2020 and 2 March 2020 relating to the extension of time obtained by the Company to hold its annual general meeting;
- (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, 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 which was gazetted 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.

2. DATE, TIME AND CONDUCT OF ANNUAL GENERAL MEETING

The Board wishes to inform shareholders that the Sixteenth Annual General Meeting of the Company (“**AGM**”) will be held by way of electronic means on 26 June 2020 at 10.00 a.m. (Singapore time).

The Company has today uploaded the following documents in connection with the AGM on SGXNet:

- (a) the annual report for the financial year ended 31 December 2019 (“**2019 AR**”);
- (b) the notice of the AGM dated 9 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, printed copies of the 2019 AR, Notice of AGM and the proxy form will not be despatched to shareholders.

The 2019 AR, Notice of AGM and the proxy form will be sent to shareholders solely by electronic means via publication on SGXNet (<https://www.sgx.com/securities/company-announcements>).

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4. ALTERNATIVE ARRANGEMENTS FOR AGM

(a) No physical attendance

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

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

- (i) observing and/or listening to the AGM proceedings via a "live" webcast comprising both video (audio-visual) and audio feeds. 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) appointing the Chairman of the AGM ("**AGM Chairman**") as proxy to attend, speak and vote on their behalf at the AGM. Please refer to paragraph 4(d) below for further details.

(b) Pre-Registration for "live" webcast comprising both video (audio-visual) and audio feeds

The AGM proceedings will be conducted via electronic means. Shareholders and investors holding Shares, including those through Depository Agents ("**DA**"), the Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS Investors**") ("**Investors**") will be able to watch these proceedings through a "live" webcast comprising both video (audio-visual) and audio feeds ("**Live Webcast**") via their mobile phones, tablets or computers. In order to do the above, shareholders and Investors will have to follow these steps:

- (i) Shareholders and Investors who wish to watch or listen to the Live Webcast must pre-register by clicking on the following link and submitting the online registration form: (URL: <https://sg.conveneagm.com/chinajishan>) ("**Pre- registration Website**"), no later than **10.00 a.m. on 23 June 2020** (Singapore time) ("**Registration Deadline**"). Following authentication of status of a shareholder or an Investor, such shareholder or Investor will receive an email notification and will be able to access the Live Webcast to watch and/or listen to the AGM proceedings via signing in using the account details created during pre-registration at the Pre-registration Website.
- (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** (Singapore time) should contact the Company's share registrar, M & C Services Private Limited for assistance, at +65 62280504 or +65 62280507 or gpa@mncsingapore.com.

Shareholders **MUST NOT** forward the unique link to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the Live Webcast.

Investors holding Shares through relevant intermediaries (as defined in Section 181 of the Companies Act) (other than CPF/SRS Investors) should also notify his/her relevant intermediary by **5.00 p.m. on 16 June 2020** (Singapore time) in order for the relevant intermediary to make the necessary arrangements to facilitate the validation of the investors as participants.

The relevant intermediary of CPF/SRS Investors 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 Share Registrar, M&C Services Private Limited, via

email to gpa@mncsingapore.com at least 72 hrs before the AGM.

(c) **Submission of questions in advance**

Shareholders will not be able to ask questions “live” during the broadcast of the AGM, and therefore it is important for shareholders to submit questions relating to the business of the AGM in advance of the AGM.

All questions must be submitted before **10.00 a.m.** on **19 June 2020** (Singapore time) (“**Submission Deadline**”) via any one of the following means:

- (i) via the Pre-registration Website (URL: <https://sg.conveneagm.com/chinajishan>) , or
- (ii) via email to zavierong@august.com.sg

Members will need to identify themselves when posing questions by email by providing the following details:

- (a) the member’s full name as it appears on his/her/its CDP/CPF/SRS/scrip-based share records;
- (b) the member’s NRIC/Passport/UEN Number;
- (c) the member’s contact number and email address; and
- (d) the manner in which the member holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS) records.

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.

The Company will endeavour to address substantial and relevant questions prior to the AGM through publication on SGXNet or at the AGM.

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

The Company will publish the minutes of the AGM on SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.

(d) **Voting by proxy**

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. Instead, if shareholders (whether individuals or corporates) wish to exercise their votes, they must submit a proxy form to appoint the AGM Chairman to attend, speak and vote on their behalf at the AGM. The AGM Chairman, as proxy, need not be a member of the Company. An electronic copy of the proxy form has been made available on SGXNet (<https://www.sgx.com/securities/company-announcements>) and the following website (<https://sg.conveneagm.com/chinajishan>).

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

The proxy form is not valid for use by Investors (including CPF/SRS Investors) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor (other than a CPF/SRS Investor) who wishes to vote should also approach his/her/its relevant intermediary as soon as possible to specify his/her/its voting instructions. A CPF/SRS

Investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator at least seven (7) working days before the date of the AGM to submit his/her voting instructions.

The proxy form (together with the power of attorney, if any, under which it is signed or a certified copy thereof) must be submitted to the Company not less than 72 hours before the time appointed for holding the AGM (i.e. no later than **10.00 a.m.** on **23 June 2020**, Singapore time) through any one of the following means:

- (i) by depositing a physical copy at the Company's registered office at 112 Robinson Road #05-01 Singapore 068902; or
- (ii) by sending a copy by email to the Company's Share Registrar, M & C Services Private Limited at gpa@mncsingapore.com.

A member who wishes to submit the proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

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

In the case of members of the Company whose Shares are entered against their names in the Depository Register, the Company may reject any proxy form submitted if such members are not shown to have Shares entered against their names in the Depository Register (as defined in Part IIIAA of the Securities and Futures Act, Chapter 289 of Singapore), as at 72 hours before the time appointed for holding this AGM as certified by The Central Depository (Pte) Limited to the Company.

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take such precautionary measures as may be appropriate at the AGM, including any precautionary measures as may be required or recommended by government agencies or the SGX RegCo from time to time, in order to minimise the risk of community spread of COVID-19. The Company may also be required to change its AGM arrangements at short notice. Shareholders are advised to regularly check our corporate announcements via SGXNet for updates on the AGM.

BY ORDER OF THE BOARD

Xiao Ziliang
Executive Director/ Chief Executive Officer
8 June 2020

Notes:

- (1) Pursuant to Section 181 of the Companies Act (Chapter 50 of Singapore), a relevant intermediary means:
 - (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 under the Securities and Futures Act (Chapter 289 of Singapore) and who holds shares in that capacity; or
 - (c) the Central Provident Fund 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
- (2) As the COVID-19 situation is still 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 SGXNet.
- (3) The Company seeks the understanding and co-operation 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.