



## ES Group (Holdings) Limited

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 200410497Z)

### LETTER TO SHAREHOLDERS REGARDING THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 29 APRIL 2022

Dear Shareholders of ES Group (Holdings) Limited (the “**Company**”),

This letter is circulated together with and forms part of the Company’s Notice of Annual General Meeting dated 11 April 2022 (“**Notice of AGM**”) in respect of the upcoming Annual General Meeting of the Company to be convened and held by way of electronic means on Friday, 29 April 2022 at 2:00 p.m. (“**AGM**”).

The AGM is an important event in the Company’s corporate calendar. Normally, we would arrange for our shareholders (“**Shareholders**”) to attend the AGM physically as it is an opportunity for the board of directors of the Company (the “**Board**”) and management of the Company to meet and engage with the Shareholders directly.

In view of the current COVID-19 situation in Singapore, the Company wishes to inform Shareholders that pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the Company will convene and hold the AGM by way of electronic means to transact the business set out in the Notice of AGM. Shareholders will NOT be able to attend the AGM in person. **Any Shareholder seeking to attend the AGM physically in person will be turned away.**

#### DOCUMENTS FOR THE AGM

Documents relating to the business of the AGM, which comprise the Company’s annual report for the financial year ended 31 December 2021, the Notice of AGM and the accompanying Proxy Form (as defined herein) for the AGM, as well as the Addendum to the Notice of AGM in relation to the proposed renewal of the share buy-back mandate and the proposed change of auditors from BDO LLP to Mazars LLP, have been published on (i) the SGX-ST’s website at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company’s corporate website at [https://www.esgroup.com.sg/htm/ir\\_overview.php](https://www.esgroup.com.sg/htm/ir_overview.php) on 11 April 2022. **Printed copies of these documents will NOT be sent to Shareholders.**

#### ALTERNATIVE ARRANGEMENTS FOR PARTICIPATION IN THE AGM

The Company has made the following alternative arrangements for Shareholders to participate in the AGM by:

- (a) observing and/or listening to the proceedings of the AGM contemporaneously via a “live” audio-visual webcast of the AGM (“**LIVE WEBCAST**”) or a “live” audio-only stream of the AGM (“**LIVE AUDIO STREAM**”) (collectively, “**electronic means**”);
- (b) submitting questions in advance of the AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

## PRE-REGISTRATION FOR ELECTRONIC MEANS

1. For Shareholders who would like to observe the proceedings of the AGM via LIVE WEBCAST, or listen to the proceedings of the AGM via LIVE AUDIO STREAM, Shareholders will need to pre-register via email to us at [general@esgroup.com.sg](mailto:general@esgroup.com.sg) and provide their personal particulars as follows: a) Full name (for individuals) / company name (for corporate) as per CDP/SRS Account records; b) last 4 alphanumeric characters of your National Registration Identity Card Number (“**NRIC**”) or Passport Number (for individuals) / Company Registration Number (for corporate entities); c) Contact Number; d) Email Address; and e) Shareholding Type (e.g. CDP, SRS, Depository Agent or Corporate Shareholder), no later than 2:00 p.m. on 27 April 2022 (being not less than forty-eight (48) hours before the time appointed for holding the AGM) (the “**Pre-Registration Deadline**”) to enable the Company to verify the Shareholders’ status.
2. Authenticated Shareholders will receive an email confirmation by 28 April 2022 which contains either (a) a unique link to access the LIVE WEBCAST to observe the proceedings of the AGM (via smart phones, tablets or laptop/computers); or (b) a dial-in number to access the LIVE AUDIO STREAM to listen to the proceedings of the AGM (via telephone).
3. Shareholders **MUST NOT** forward the abovementioned unique link or dial-in number 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 electronic means.
4. Persons who hold shares of the Company through relevant intermediaries (pursuant to Section 181(1C) read with Section 181(6) of the Companies Act 1967 of Singapore), such as SRS investors, should approach their respective agents, such as SRS Operators, to participate in the AGM via electronic means.
5. Shareholders who register by the Pre-Registration Deadline but do not receive an email response by 28 April 2022 may contact the Company’s share registrar, Boardroom Corporate & Advisory Services Pte Ltd at (65) 6230 9665 or email to [Minfung.Chai@boardroomlimited.com](mailto:Minfung.Chai@boardroomlimited.com) for assistance.

## SUBMISSION OF QUESTIONS

6. Shareholders will not be able to ask questions during the AGM via electronic means, and therefore it is important for Shareholders to submit their questions in advance of the AGM.
7. Shareholders may submit any questions they may have in advance in relation to any resolution set out in the Notice of AGM by 9:00 a.m. on 19 April 2022 (the “**Cut-Off Time**”), in the following manner: (i) If submitted electronically, be submitted via email to [general@esgroup.com.sg](mailto:general@esgroup.com.sg); or (ii) If submitted by post, be deposited at the Company’s registered office at ES Group (Holdings) Limited, 8 Ubi Road 2, #06-26 Zervex, Singapore 408538, and provide their personal particulars as follows: a) Full name (for individuals) / company name (for corporate) as per CDP/SRS Account records; b) the last 4 alphanumeric characters of your NRIC or Passport Number (for individuals) / Company Registration Number (for corporate entities); c) Number of Shares held; d) Contact Number; e) Email Address; and f) Shareholding Type (e.g. CDP, SRS, Depository Agent or Corporate Shareholder).
8. The Company will provide its responses to all substantial and relevant questions received from Shareholders relating to the agenda of the AGM by the Cut-Off Time by publishing the

responses to these questions on (i) the SGX-ST's website at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at [https://www.esgroup.com.sg/htm/ir\\_overview.php](https://www.esgroup.com.sg/htm/ir_overview.php) by 2:00 p.m. on 25 April 2022. The Company will also address any subsequent clarifications sought, or follow-up questions in respect of such substantial and relevant questions during the AGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

9. The Company will publish the minutes of the AGM on (i) the SGX-ST's website at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at [https://www.esgroup.com.sg/htm/ir\\_overview.php](https://www.esgroup.com.sg/htm/ir_overview.php), within one (1) month after the conclusion of the AGM, and the minutes will include the Company's responses to the substantial and relevant questions from Shareholders which are addressed during the AGM.
10. Persons who hold shares of the Company through relevant intermediaries (pursuant to Section 181(1C) read with Section 181(6) of the Companies Act 1967 of Singapore), such as SRS investors, should approach their respective agents, such as SRS Operators, sufficiently in advance so that their respective agents may submit their questions in relation to any resolution set out in the Notice of AGM by the Cut-Off Time and have their substantial and relevant questions addressed.

#### **PROXY VOTING**

11. Voting at the AGM is by proxy ONLY. Please note that Shareholders will not be able to vote through the electronic means and can only vote with their Proxy Forms which are required to be submitted in accordance with the following paragraphs.
12. Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the Meeting as their proxy to vote on their behalf by completing the Proxy Form attached to the Notice of AGM or download it from the Company's announcement on the SGX-ST's website at <https://www.sgx.com/securities/company-announcements> or from the Company's corporate website at [https://www.esgroup.com.sg/htm/ir\\_overview.php](https://www.esgroup.com.sg/htm/ir_overview.php). Shareholders should specifically indicate how they wish to vote for or vote against (or abstain from voting on) the resolutions set out in the Notice of AGM, in the Proxy Form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
13. The instrument or form appointing the Chairman of the Meeting as proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarial certified copy ("**Proxy Form**") thereof, must: (a) if sent personally or by post, be lodged at the registered office of the Company at ES Group (Holdings) Limited, 8 Ubi Road 2, #06-26 Zervex, Singapore 408538; or (b) if submitted by email, be received by the Company at [general@esgroup.com.sg](mailto:general@esgroup.com.sg), in either case, by 2:00 p.m. on 27 April 2022 (being not less than forty-eight (48) hours before the time appointed for holding the AGM) (or any adjournment thereof) and in default the Proxy Form for the AGM shall not be treated as valid.
14. In view of the current COVID-19 situation in Singapore, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email to the Company so as to reach the Company not less than forty-eight (48) hours before the time appointed for holding the AGM.
15. The Proxy Form must be under the hand of the appointor or on his/her attorney duly

authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer, failing which the Proxy Form may be treated as invalid. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney or other authority, or a duly certified copy thereof must (failing previous registration with the Company), if the Proxy Form is submitted personally or by post, be lodged with the Proxy Form or, if the Proxy Form is submitted electronically via email, be emailed with the Proxy Form, failing which the Proxy Form may be treated as invalid.

16. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form.
17. SRS investors who wish to appoint the Chairman of the Meeting to act as their proxy should approach their respective agents, such as SRS Operators, to submit their votes to the Company: (a) if sent personally or by post to the registered office of the Company at ES Group (Holdings) Limited, 8 Ubi Road 2, #06-26 Zervex, Singapore 408538; or (b) if submitted by email to the Company at [general@esgroup.com.sg](mailto:general@esgroup.com.sg), at least seven (7) working days before the AGM, i.e. by 5:00 p.m. on 19 April 2022.

In view of the constantly evolving COVID-19 situation in Singapore, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the AGM, including any precautionary measures required or recommended by the government or any regulatory bodies. Shareholders should check for announcements by the Company for the latest updates on the AGM on the SGX-ST's website at <https://www.sgx.com/securities/company-announcements> or at the Company's corporate website at [https://www.esgroup.com.sg/htm/ir\\_overview.php](https://www.esgroup.com.sg/htm/ir_overview.php).

BY ORDER OF THE BOARD

Low Chee Wee  
Executive Director and Chief Executive Officer  
11 April 2022

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

*This letter has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this letter including the correctness of any of the statements or opinions made or reports contained in this letter.*

*The contact person for the Sponsor is Ms. Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.*