
INFORMATION RELATING TO ANNUAL GENERAL MEETING TO BE HELD ON 29 SEPTEMBER 2020

1. Introduction

The Board of Directors ("**the Board**") of Vallianz Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to:

- (i) 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; and
- (ii) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Relevant 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.
- (iii) the joint statement released by the Accounting and Corporate Regulatory Authority ("**ACRA**"), the Monetary Authority of Singapore and the Singapore Exchange Regulation ("**SGX RegCo**") on 13 April 2020 (and subsequently updated on 27 April 2020 and 22 June 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 September 2020; and
- (iv) its announcement dated 8 May 2020 in relation to, among other things, the automatic extension of time granted by the SGX RegCo and ACRA for the Company to hold its annual general meeting ("**AGM**") for the financial year ended 31 March 2020 ("**FY2020**").

2. Date, Time and Conduct of Annual General Meeting

The Company is pleased to announce that pursuant to the Relevant Order, its AGM for the FY2020 will be convened and held by way of electronic means through a "live" webcast ("**Live AGM Webcast**"), on Tuesday, 29 September 2020 at 3.00 p.m. to transact the business set out in the notice of AGM dated 14 September 2020 ("**Notice of AGM**").

3. No despatch of printed copies of Annual Report, Notice of AGM and proxy form

In line with the provisions under the Relevant Order, no printed copies of the Notice of AGM, the proxy form, Annual Report will be despatched to Shareholders. An electronic copy of the Notice of AGM, the proxy form and Annual Report have been uploaded on SGXNet today and are now also available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <http://www.vallianzholdings.com/newsroom.html>.

4. No attendance at the AGM and participation at the AGM electronically

Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be able to attend the AGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the AGM by (a) watching or listening to the Live AGM Webcast proceedings, (b) submitting questions in advance of the AGM, and/or (c) appointing the Chairman of meeting as proxy to attend, speak and vote on their behalf at the AGM.

5. Registration of Shareholders

The Chairman of the meeting will conduct the proceedings of the AGM by way of electronic means. Shareholders will be able to watch or listen to Live AGM Webcast proceedings via their mobile phones, tablets or computers. In order to do so, Shareholders must follow these steps:

- (i) Shareholders who wish to watch or listen to the Live AGM Webcast must pre-register by 3.00 p.m. on 26 September 2020 ("**Registration Deadline**"), at the URL sg.conveneagm.com/vallianz_agm2020. Following authentication of the Shareholders' status as Shareholders, authenticated Shareholders will receive an email notification, and would be able to access the Live AGM Webcast proceedings using the account credentials created upon completion of registration.
- (ii) Shareholders who do not receive an email by 3.00 p.m. on 28 September 2020, but who have registered by the Registration Deadline should contact the Company at the email address at sg.is.enquiry@sg.tricorglobal.com.
- (iii) Shareholders who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPFIS Members or SRS investors) and who wish to follow the proceedings of the AGM through the Live AGM Webcast must inform their respective relevant intermediaries (including their respective CPF agent banks or SRS Approved Banks) they have registered for the Live AGM and provide their relevant intermediaries with their registration details.

6. Submission of questions in advance

Please note that Shareholders will not be able to ask questions at the Live AGM Webcast, and therefore it is important for Shareholders to pre-register their participation in order to be able to submit their questions in advance of the AGM.

Shareholders who pre-register to watch or listen to the Live AGM Webcast may also submit questions related to the resolutions to be tabled for approval at the AGM. All questions must be submitted by 3.00 p.m. on 24 September 2020 at the URL sg.conveneagm.com/vallianz_agm2020.

The Company will address substantial and relevant questions received from the Shareholders prior to the AGM via SGXNet and the Company's website.

The Company will publish the minutes of the AGM on SGXNet and on the Company's website within one month from the date of AGM, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed prior to the AGM.

7. Completion of the proxy form

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 meeting to vote on their behalf:

- (i) Shareholders (whether individual or corporate) appointing the Chairman of the meeting as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
- (ii) The proxy form must be submitted to the Company by 3.00 p.m. on 27 September 2020 via either the following means:
 - (a) post to the share registrar's office at 80 Robinson Road, #11-02, Singapore 068898; or
 - (b) electronic mail to sg.is.proxy@sg.tricorglobal.com.

In view of the current COVID-19 situation and the related precautionary measures which may make it difficult for Shareholders to submit completed proxy forms by post. Shareholders are strongly encouraged to submit completed proxy forms via electronic mail.

- (iii) Shareholders who hold their Shares through relevant intermediaries (including CPFIS Members or SRS investors) and who wish to exercise their votes by appointing the Chairman of the meeting 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 7 working days before the AGM (i.e. by 22 September 2020).

8. Reminder

Shareholders who wish to attend the Live AGM Webcast are reminded that the AGM is private. Invitations to attend the AGM shall not be forwarded to anyone who is not a Shareholder of the Company or who is not authorized to attend the Live AGM Webcast. Recording of the Live AGM Webcast in whatever form is also strictly prohibited.

The Company asks for Shareholders' indulgence as the AGM progresses in the event of any technical disruptions. The Company recognizes the unprecedented measures taken by it in light of the COVID-19 outbreak and seek all Shareholders' understanding. The Company will continue to monitor developments and may take any further measures as recommended by the relevant authorities. Shareholders are thus advised to continually look out for any announcements that the Company releases regarding the AGM.

BY ORDER OF THE BOARD

Ling Yong Wah
Chief Executive Officer
14 September 2020

This announcement has been reviewed by the Company's Sponsor, Provenance Capital Pte. Ltd. It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange 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. Wong Bee Eng, Chief Executive Officer, who can be contacted at 96 Robinson Road, #13-01, SIF Building, Singapore 068899, telephone: (65) 6227 5810, email: wongbe@provenancecapital.com.