



**RESOURCES GLOBAL DEVELOPMENT LIMITED**

(Company Registration No. 201841763M)  
(Incorporated in the Republic of Singapore)

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**LETTER TO SHAREHOLDERS ON ALTERNATIVE ARRANGEMENTS FOR THE  
ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 29 APRIL 2022**

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Dear shareholders of Resources Global Development Limited (the “**Company**”),

This letter is circulated together with and forms part of the Company’s Notice of Annual General Meeting (“**AGM**”) dated 13 April 2022 (the “**Notice of AGM**”) in respect of the upcoming AGM of the Company scheduled to be held on Friday, 29 April 2022 at 2.00 p.m..

The Company refers to:

1. the COVID-19 (Temporary Measures) Act 2020 (“**COVID-19 Act**”) which was passed by Parliament on 7 April 2020 which enables the Minister of 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;
2. the COVID-19 (Temporary Measures) Act 2020 (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 published on 13 April 2020 (amended on 14 April 2020, 24 April 2020, and 29 September 2020) (“**COVID-19 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;
3. the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation which was issued on 13 April 2020 (and updated on 27 April 2020, 22 June 2020 and 1 October 2020), providing a checklist (which provides further guidance on the COVID-19 Act and the COVID-19 Order) (“**Checklist**”) to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place; and
4. the Order was amended on 6 April 2021 to extend the alternative meeting arrangements beyond 30 June 2021 (their previous expiry date), until revoked or amended by Ministry of Law. Accordingly, until such time, issuers including the Company may continue to utilize the Checklist to guide entities on the conduct of their general meetings. On 4 February 2022, the SGX RegCo has announced that the Regulator’s Column issued on 16 December 2021 in relation to the expectation of SGX RegCo for the conduct of general meetings be formed as part of the Checklist.

The Board wishes to inform Shareholders that the Company will be conducting the AGM wholly by way of electronic means pursuant to the First Schedule of the COVID-19 Order, and the physical location for the AGM is purely to facilitate the conduct of the AGM by way of electronic means. Accordingly, **shareholders will NOT be able to attend the AGM in person.**

The Company will arrange for (i) a “live” audio-visual webcast of the AGM, which allows Shareholders to view the proceedings of the AGM contemporaneously (“**LIVE WEBCAST**”), and (ii) a “live” audio-only means, which allows Shareholders to observe the proceedings of the AGM contemporaneously (“**LIVE AUDIO STREAM**”). Shareholders can ONLY participate in the AGM via LIVE WEBCAST or LIVE AUDIO STREAM (collectively, the “**electronic means**”).

### **PRE-REGISTRATION OF AGM**

1. For Shareholders who would like to attend the AGM by electronic means, Shareholders will need to state the preference of their attendance at the AGM via LIVE WEBCAST or LIVE AUDIO STREAM, and register via email to the Company at [info@rgd.sg](mailto:info@rgd.sg) and provide their personal particulars as follows:
  - a) Full name (for individuals) / company name (for corporates) as per CDP/SRS Account records;
  - b) National Registration Identity Card Number (“**NRIC**”) or Passport Number (for individuals) / Company Registration Number (for corporates);
  - c) Number of shares in the capital of the Company (“**Shares**”) held;
  - d) Contact Number; and
  - e) Email Address,

**no later than 2.00 p.m. on 26 April 2022** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (the “**Registration Deadline**”) to enable the Company to verify the Shareholders’ status.
2. Authenticated Shareholders will receive an email confirmation by 27 April 2022 which contains a unique link to access the LIVE WEBCAST or LIVE AUDIO STREAM to view the proceedings of the AGM (via smart phones, tablets or laptop/computers).
3. Shareholders MUST NOT forward the abovementioned unique link or dial-in number with conference code 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 or LIVE AUDIO STREAM.
4. Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) 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 Registration Deadline but do not receive an email response by 28 April 2022 may contact the Company by email at [info@rgd.sg](mailto:info@rgd.sg) for assistance.

### **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 as well as the Notice of AGM and the Proxy Form (as defined herein), have been published on SGXNet and the Company’s corporate website at <https://rgd.sg/newsroom-press-release/> on 13 April 2022. Printed copies of these documents will NOT be despatched to Shareholders.

## **QUESTIONS FROM SHAREHOLDERS**

1. **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.**
2. Shareholders may submit any questions they may have in advance in relation to any resolution set out in the Notice of AGM **by 21 April 2022** (at least seven (7) calendar days after the publication of the Notice of AGM) via email to the Company at [info@rgd.sg](mailto:info@rgd.sg) and provide their particulars as follows:
  - a) Full name (for individuals) / company name (for corporates) as per CDP/SRS Account records;
  - b) NRIC or Passport Number (for individuals) / Company Registration Number (for corporates);
  - c) Number of Shares held;
  - d) Contact Number; and
  - e) Email Address.
3. The Company will provide responses to substantial queries and relevant comments from Shareholders relating to the agenda of the AGM prior to the AGM via electronic means **by 2.00 p.m. on 24 April 2022** (being forty-eight (48) hours prior to the closing date and time for the lodgement of the proxy forms). The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters. The responses from the Board and management of the Company shall thereafter be published on SGXNet and the Company's corporate website at <https://rgd.sg/newsroom-press-release/>, together with the minutes of the AGM, within one (1) month after the conclusion of the AGM.
4. Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act 1967 of Singapore, such as SRS investors, should approach their respective agents, such as SRS Operators, to submit their questions in relation to any resolution set out in the Notice of AGM prior to the AGM and have their substantial queries and relevant comments answered.

## **PROXY VOTING**

1. **Voting at the AGM is by proxy ONLY. Please note that Shareholders will not be able to vote through LIVE WEBCAST or LIVE AUDIO STREAM and can only vote with their proxy forms which are required to be submitted in accordance with the following paragraphs.**
2. Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the AGM as their proxy by completing the respective Proxy Form for the AGM. 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.
3. The instrument appointing the Chairman of the AGM 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 office of the Company at 144 Robinson Road, Robinson Square, #11-02, Singapore 068908; or
  - b) if submitted by email, be received by the Company at [info@rgd.sg](mailto:info@rgd.sg),

in either case, **by 2.00 p.m. on 26 April 2022** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) and in default the Proxy Form for the AGM shall not be treated as valid.

4. **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 Form by post, Shareholders are strongly encouraged to submit completed Proxy Form electronically via email as early as possible, to enable your vote(s) to be counted, and to follow all government guidance and requirements.**
5. SRS investors who wish to vote should approach their SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by **2.00 p.m. on 20 April 2022**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures and/or changes to the Company's AGM arrangement as may be appropriate up to the date of the AGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates (if any) on the AGM via SGXNet and also on our corporate website at <https://rgd.sg/newsroom-press-release/>.

We recognise that these are unsettling times for all concerned. Your safety and well-being, as always, are our priority.

Yours faithfully  
For and on behalf of the Board of Directors of  
**RESOURCES GLOBAL DEVELOPMENT LIMITED**

FRANCIS LEE  
Executive Director and Chief Executive Officer  
13 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 Catalyst.*

*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 Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.*