

HOSEN GROUP LTD
(Incorporated in the Republic of Singapore)
Company Registration Number: 200403029E

INSTRUCTIONS TO SHAREHOLDERS FOR AGM 2022

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Hosen Group Ltd. (the “**Company**”) refers to:

- (a) 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;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 gazetted on 13 April 2020 and amended on 14 April 2020, 24 April 2020 and 29 September 2020 and as amended from time to time (the “**Alternative Arrangements Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies;
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020 and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020 which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021 (the “**Checklist**”); and
- (d) the Alternative Arrangements Order 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 utilise 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 forms part of the Checklist.

2. DATE OF ANNUAL GENERAL MEETING

The Board wishes to inform shareholders of the Company (“**Shareholders**”)¹ that the Company’s Annual General Meeting (the “**AGM**”) will be held by way of electronic means on 29 April 2022 at 12.00 p.m. (Singapore time).

The Company has today uploaded the annual report for the financial year ended 2021 (“**AR2021**”) and Appendix to the AR2021 (“**Appendix**”) on the SGXNET. The Notice of the AGM dated 7 April 2022 (the “**Notice of AGM**”) and the proxy form can be found from the AR2021.

¹Shareholders are Registered holders of the Shares in the Register of Members maintained by the Company, except that where the registered holder is CDP, the term “Shareholders” shall, where the context admits, mean the Depositors in the Depository Register maintained by CDP whose Securities Accounts are credited with those Shares.

3. NO DESPATCH OF PRINTED COPIES OF DOCUMENTS

In line with the provisions under the Alternative Arrangements Order, no printed copies of the AR2021, Appendix, Notice of AGM and proxy form will be despatched to Shareholders.

4. ALTERNATIVE ARRANGEMENTS FOR AGM

(a) No physical attendance

Due to the current COVID-19 situation in Singapore, 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 live audio-visual webcast or live audio-only stream. Shareholders who wish to participate as such will have to pre-register in the manner outlined in paragraph 4(b) below;
- (ii) submitting questions in advance of the AGM. Please refer to paragraph 4(c) below for further details; and
- (iii) appointing the Chairman of the AGM of the Company (the “**Chairman of the Meeting**”) as proxy to attend, speak and vote on their behalf at the AGM. Please refer to paragraph 4(d) for further details.

(b) Live audio-visual webcast and live audio-only stream

The AGM proceedings will be conducted via electronic means. Shareholders will be able to (i) observe these proceedings through a live audio-visual webcast via their mobile phones, tablets or computers, or (ii) listen to these proceedings through a live audio-only stream via telephone. In order to do the above, Shareholders will have to follow these steps:

- (i) Shareholders who wish to observe or listen to the live audio-visual webcast or live audio-only stream must pre-register by clicking on the following link and submitting the online registration form at URL <https://globalmeeting.bigbangdesign.co/hosengroup2022/> no later than 12.00 p.m. on 26 April 2022 (the “**Registration Deadline**”)

Following authentication of a shareholder’s status as Shareholders, such authenticated Shareholders will receive an email containing the login credentials and the link to access the live audio-visual webcast or live audio-only stream of the AGM proceedings.

- (ii) Shareholders who have pre-registered by the Registration Deadline but do not receive the aforementioned email by 12.00 p.m. on 27 April 2022 should contact the Company’s share registrar, B.A.C.S. Private Ltd for assistance at email address: main@zicoholdings.com no later than 5.00 p.m. on 27 April 2022.

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 audio-visual webcast and live audio-only stream.

(c) **Submission of questions**

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM.

All questions must be submitted no later than 12.00 p.m. on 14 April 2022 (the “**Submission Deadline**”) via email to hosenagmegm2022@hosengroup.com or by post to the registered office of the Company at 267 Pandan Loop, Singapore 128439. For verification purposes, when submitting the questions via email or post, Shareholders MUST provide the Company with their particulars (comprising full name (for individuals)/company name (for corporates), email address, contact number, NRIC/passport number / company registration number, shareholding type and number of Shares held).

The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval by 12.00 p.m. on 23 April 2022 and publish the responses to such questions on the SGXNet.

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. Minutes of the AGM will be released via the SGXNET within one month after the AGM.

(d) **Voting by proxy**

Shareholders will not be able to vote online during the AGM. Instead, if Shareholders (whether individuals or corporates) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf.

Shareholders (whether individuals or corporates) appointing the Chairman of the Meeting as proxy must give specific instructions as to voting for or voting against, or abstentions from voting on, each resolution in the proxy form, failing which the appointment and votes will be treated as invalid.

The proxy form must be submitted to the Company no later than 12.00 p.m. on 26 April 2022 through any one of the following means:

- (i) if sent by post, be lodged at the registered office of the Company at 267 Pandan Loop, Singapore 128439, or
- (ii) if submitted by email, scanned PDF copy be received by the Company at hosenagmegm2022@hosengroup.com.

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.

Shareholders who hold their shares through relevant intermediaries² (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 no later than 12.00 p.m. on 20 April 2022.

² A relevant intermediary is either:

- (a) a banking corporation licensed under the Banking Act (Cap. 19) or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;
- (b) a capital markets services licence holder which provides custodial services for securities and holds shares in that capacity; or
- (c) Central Provident Fund (“CPF”) Board established by the Central Provident Fund Act (Cap. 36), in respect of shares purchased on behalf of CPF investors.

Due to the constantly evolving COVID-19 situation in Singapore, 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 the SGXNET.

The Company would like to thank Shareholders for their patience and co-operation in enabling the Company to hold and conduct the AGM with optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Lim Hai Cheok
Chief Executive Officer

7 April 2022

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). 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 document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Ms Jennifer Tan, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg