

# UNION GAS HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No: 201626970Z)

## INSTRUCTIONS TO SHAREHOLDERS FOR ANNUAL GENERAL MEETING

For the financial year ended 31 December 2022 (the “AGM”)

### 1. INTRODUCTION

The board of directors (the “Board”) of Union Gas Holdings Limited (the “Company”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister of Law by order to prescribe alternative arrangements for, *inter alia*, listed companies in Singapore to conduct general meetings, either wholly or partly, by 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 (the “Order”) which came into operation on 27 March 2020, and was amended pursuant to, *inter alia*, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 3) Order 2020, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of listed companies in Singapore; and
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and SGX RegCo on 13 April 2020 (as further updated on 27 April 2020, 22 June 2020 and 1 October 2020, 4 February 2022, and 23 May 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by SGX Regco, which provides additional guidance on the conduct of general meetings during the period when elevated safe distancing measures are in place.

### 2. DATE, TIME AND CONDUCT OF ANNUAL GENERAL MEETING

The Board wishes to announce that the AGM will be convened and held by way of electronic means on Thursday, 27 April 2023 at 9.00 a.m. to transact the business set out in the Notice of AGM dated 12 April 2023 (the “Notice of AGM”).

### 3. DOCUMENTS

In line with the relevant provisions under the Order, no printed copies of the Company’s annual report for the financial year ended 31 December 2022 (“AR2022”), Notice of AGM, and proxy form (collectively, the “Documents”) will be despatched to shareholders.

The Documents have been uploaded on SGXNET and may be found at the <https://www.sgx.com/securities/company-announcements> and are also available on the Company’s website at the [http://forms.uniongas.com.sg/downloads/UnionGasHoldings\\_AR2022-1.pdf](http://forms.uniongas.com.sg/downloads/UnionGasHoldings_AR2022-1.pdf).

### 4. NO ATTENDANCE AT THE AGM IN PERSON

**Shareholders will not be able to attend the AGM in person.** The Company is arranging for a live webcast and live audio feed of the AGM proceedings (the “Live AGM Webcast” or “Live AGM Audio Feed”) which will take place on Thursday, 27 April 2023 at 9.00 a.m.

### 5. ALTERNATIVE ARRANGEMENTS

#### 1. Participation in the AGM via live webcast or live audio feed

Shareholders will be able to participate these proceedings through a “live” webcast and “live” audio feed. In order to do so, shareholders must follow these steps:

Shareholders must pre-register by **9.00 a.m. on 24 April 2023** at <https://conveneagm.sg/UnionGasAGM2023> for the Company to authenticate his/her/its status as shareholders.

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Upon successful verification, each verified Shareholder or corporate representative will receive an email by 9.00 a.m. on 26 April 2023. The email will contain instructions to access the live webcast or live audio feed of the AGM proceedings. Shareholders or their corporate representatives must not forward the email to other persons who are not entitled to participate in the AGM proceedings. Shareholders or their corporate representatives who have pre-registered by the AGM Registration Deadline but did not receive an email by 9.00 a.m. on 26 April 2023 may contact the Company via telephone at +65 6856 7330 or email [support@conveneagm.com](mailto:support@conveneagm.com) for assistance.

Shareholders holding shares through relevant intermediaries will not be able to pre-register for the live webcast or live audio feed. Such Shareholders who wish to participate in the live webcast or live audio feed of the AGM should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements.

“**Relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

## 2. Submission of Questions prior to the AGM

Shareholders and/ or their proxy(ies) may submit questions related to the resolutions to be tabled for approval at the AGM by **9.00 a.m. on 20 April 2023**, via the pre-registration website at <https://conveneagm.sg/UnionGasAGM2023>. Alternatively, Shareholders may submit questions by post with their full details as requested in note 3 below to the registered office of the Company at 89 Defu Lane 10, Union Gas House, Singapore 539220 to be received by the Company by **9.00 a.m. on 20 April 2023**.

The Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the AGM via SGXNet by 9.00 a.m. on 22 April 2023, being not less than forty-eight (48) hours prior to the closing date and time for lodgement of proxy form.

## 3. Submission of Questions during AGM

Shareholders who registered and are verified to attend the AGM by electronic means will be able to ask questions relating to the agenda of the AGM during the AGM by submitting text-based questions via electronic means and click “Ask a Question” to input queries in the questions text box.

Where there are substantially similar questions, the Company will consolidate such questions. Consequently, not all questions may be individually addressed. The Company will endeavour to respond to such queries during the AGM as far as reasonably practicable.

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

- the shareholder’s full name (as per CDP/SRS);
- the shareholder’s NRIC/Passport/UEN number;
- the shareholder’s contact number and email address; and
- the manner in which the shareholder holds his/her/its shares in the Company (e.g. via CDP/SRS).

Please note that 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, within one month after the date of the AGM, publish the minutes of the AGM on SGXNET and the Company’s website, and the minutes will include the responses to the questions referred to above.

## 4. Voting and Submission of Proxy Forms

Shareholders who wish to vote on any or all of the resolutions at the AGM may vote “live” via electronic means at the AGM or by appointing proxy(ies) or the Chairman of the AGM as proxy to vote on his/her/its behalf. In appointing the Chairman of the AGM as proxy, Shareholders must give specific instructions as to voting, or abstention from voting, in respect of a resolution in the AGM Proxy Form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

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Where a shareholder appoints two proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy and if no percentage is specified, the first named proxy shall be treated as representing 100 per cent of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.

Supplementary Retirement Scheme (“SRS Investors”) who wish to vote “live” via electronic means at the AGM may do so if they are appointed as proxies by their respective SRS Operators and should approach their respective SRS Operators if they have any queries regarding their appointment as proxies.

Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967, including investors under the SRS Investors:

- (a) may vote live via electronic means at the AGM if they are appointed as proxies by their respective SRS Operators, and should contact their respective SRS Operators if they have questions regarding their appointment as proxies; or
- (b) should approach their SRS Operators to submit their votes to the Company if they wish to appoint proxy(ies) or the Chairman of the AGM to act as their proxy.

Shareholders who hold Shares through relevant intermediate who wish to participate in the AGM should contact the relevant intermediary through which they hold such Shares as soon as possible no later than 9.00 a.m. on 17 April 2023 in order for the necessary arrangements to be made for their participation in the AGM.

SRS investors who wish to participate in the AGM should approach their respective SRS Operators to submit their votes by 9.00 a.m. on 17 April 2023.

The instrument appointing proxy(ies) or the Chairman of the AGM as proxy must be submitted to the Company in the following manner:

- (a) if in hardcopy by post, be lodged at the Company’s Share Registrar Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (b) if by email, to [ughlagm2023@boardroomlimited.com](mailto:ughlagm2023@boardroomlimited.com)

in either case, no later than **9.00 a.m. on 24 April 2023**, being 72 hours before the time fixed for the AGM.

A shareholder who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above. Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

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The Company would like to thank all Shareholders for their patience, understanding and co-operation.

BY ORDER OF THE BOARD

Teo Hark Piang  
Executive Director and Chief Executive Officer  
12 April 2023