



SK Jewellery Group Limited
(Company Registration No.: 201214694Z)
(Incorporated in the Republic of Singapore on 13 June 2012)

ANNOUNCEMENT RELATING TO ANNUAL GENERAL MEETING TO BE HELD ON 26 JUNE 2020

1. INTRODUCTION

The board of directors (the “**Board**”) of SK Jewellery Group Limited (the “**Company**”) refers to:

- (a) the announcement released by the Company on 13 April 2020 in respect of the extension of time to hold the Company’s Annual General Meeting (“**AGM**”) for the financial year ended 31 December 2019 (“**FY2019**”);
- (b) the implementation of the circuit breaker measures (enhanced safe distancing measures and closure of workplace premises) announced by the Singapore Government on 3 April 2020 to curb the further spread of COVID-19;
- (c) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 (“**COVID-19 Act**”) which enables the Minister for Law by order to prescribe alternative arrangements for companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (d) 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 (“**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; and
- (e) the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (and updated on 27 April 2020) providing a checklist (which provides further guidance on COVID-19 Act and COVID-19 Order) to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place.

2. DATE, TIME AND CONDUCT OF THE AGM

In light of the above developments and the evolving COVID-19 situation, the Board wishes to inform shareholders of the Company (“**Shareholders**”) that the Company will be convening the AGM by way of electronic means on **26 June 2020 at 10.00 a.m.** pursuant to First Schedule of the COVID-19 Order.

The Company will be applying for the automatic time-limited exemption with the Ministry of Trade and Industry to have temporary operations in the same physical location for the purpose of holding the AGM. For the duration of the AGM, the Company will ensure that it complies with all regulations, in particular, on the number of persons at the same physical location of the AGM not exceeding six (6); and the safe distancing measures contained in the COVID-19 (Temporary



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Measures) (Control Order) Regulations 2020 or the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020 (and any subsequent advisories or regulations as may be issued).

3. DOCUMENTS FOR THE AGM

The notice of AGM (the “**Notice**”) and the proxy form will be sent to shareholders of the Company (“**Shareholders**”) solely by electronic means *via* publication on the Company’s website at <https://www.skjewellerygroup.com/agm-documents/> and will also be available at the website of the SGX-ST at <http://www.sgx.com/securities/company-announcements>. Printed copies of these documents will NOT be sent to Shareholders.

Documents relating to the business of the AGM, comprising the Company’s Annual Report for FY2019 as well as the Notice and the proxy form, have been published on SGXNET and can also be accessed on the Company’s website.

4. NO PHYSICAL ATTENDANCE AT THE AGM

Due to current COVID-19 restriction orders in Singapore, 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.**

5. ALTERNATIVE ARRANGEMENTS FOR PARTICIPATION AT THE AGM

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

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

Members who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including SRS investors, and who wish to participate in the AGM by:

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

should contact the relevant intermediary (which would include, in the case of SRS investors, their respective SRS Approved Bank) through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.



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SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS operators to submit their voting instructions at least seven (7) working days (i.e. by 6.00 p.m. on 16 June 2020) prior to the date of the AGM.

6. REGISTRATION PROCESS FOR “LIVE” AUDIO-VISUAL WEBCAST OR “LIVE” AUDIO-ONLY STREAM

Shareholders who wish to participate at the AGM by observing or listening to the proceedings of the AGM through the “live” audio-visual webcast (*via* smart phones, tablets or laptops/computers) or the “live” audio-only stream (*via* telephone) must register online at https://bit.ly/SK_Jewellery_AGM by **10.00 a.m. on 23 June 2020** (the “**Registration Deadline**”) to enable the Company to verify the Shareholders’ status.

Shareholders will be required to provide the following particulars during the registration process:

- (i) Full name as per CDP/CPFIS account;
- (ii) National Registration Identity Card number;
- (iii) Postal code;
- (iv) Contact number; and
- (v) Email address.

Following the verification and upon the closure of registration, authenticated Shareholders will receive an email confirmation containing:

- (a) the link and a password to access the “live” audio-visual webcast; and
- (b) a dial-in number with an unique pin to access the “live” audio-only stream,

of the proceedings of the AGM.

Shareholders must not forward the abovementioned email confirmation to other persons who are not Shareholders and who are not entitled to attend the AGM. This is to avoid any technical disruptions or overload of the “live” audio-visual webcast or the “live” audio-only stream of the proceedings of the AGM.

Shareholders who register by the Registration Deadline but do not receive an email confirmation **by 10.00 a.m. on 25 June 2020** may contact Shaun of Easy Video *via* telephone: +65 9656 8083 or *via* email at shaun@easyvideo.sg during office hours from 9.00 a.m. to 6.00 p.m., Monday to Friday.

7. SUBMISSION OF PROXY FORMS TO VOTE

Voting at the AGM is by proxy **ONLY**. Please note that Shareholders will not be able to **vote through the “live” audio-visual webcast or the “live” audio-only stream and can only vote with their proxy forms which are required to be submitted in accordance with the following paragraphs.**

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 for the AGM. Shareholders must specifically indicate how they wish to vote for or vote against (or abstain from voting on) in respect of a resolution set out in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.



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A Shareholder who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by email to main@zicoholdings.com or send by post to **B.A.C.S. Pte Ltd, 8 Robinson Rd, #03-00 ASO Building, Singapore 048544**, in either case, **no later than 10.00 a.m. on 24 June 2020** (being not less than forty-eight (48) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default the proxy form for the AGM shall not be treated as valid.

8. SUBMISSION OF QUESTIONS

Shareholders will NOT be able to ask questions during the AGM via the “live” audio-visual webcast or the “live” audio-only stream, and therefore it is important for Shareholders to submit their questions in advance of the AGM.

All questions must be submitted no later than 10.00 a.m. on 21 June 2020 *via* any one of the following means:

- (i) by email to agm2019@skjewellery.com; or
- (ii) in physical copy by depositing the same at the registered office of the Company at 7 Changi Business Park Vista #01-01 Singapore 486042.

To ensure that questions are received by the Company by the stipulated deadline, Shareholders are strongly encouraged to submit questions by email.

When sending questions, Shareholders should also provide their full name and NRIC/Passport/Company Registration No. for verification. Mobile phone numbers provided will help the Company to reach out more easily if any clarification is required.

The Company will endeavor to address substantial and relevant questions received from Shareholders at the AGM. Answers to substantial and relevant questions will be published on the Company's website and on SGXNET prior to the AGM. Where there are substantive similar questions, the Company will consolidate such questions and consequentially, not all questions will be individually addressed.

The Company will publish the minutes of the AGM on the Company's website and on SGXNET within one (1) month from the conclusion of the AGM.

9. OTHERS

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures and/or changes to the AGM's 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 are encouraged to check regularly the website of the SGX-ST at <http://www.sgx.com/securities/company-announcements> for the latest updates with respect to the AGM.

The Company would like to thank all Shareholders for their patience and co-operation in enabling it to convene the AGM *via* electronic means amidst the current COVID-19 pandemic.



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BY ORDER OF THE BOARD

Lim Yong Sheng
Executive Director and Chief Executive Officer
4 June 2020

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited (the "Sponsor"), for compliance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst. This announcement has not been examined or approved by the SGX-ST. The SGX-ST 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 Mr Lim Hoon Khiat, Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.