

KODA LTD

(Incorporated in the Republic of Singapore)
(Company Registration Number 198001299R)

ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD BY WAY OF ELECTRONIC MEANS ON FRIDAY, 30 OCTOBER 2020 AT 10.00 A.M.

1. **Date, time and conduct of AGM of the Company.** Pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the annual general meeting (“**AGM**”) of Koda Ltd (the “**Company**”) will be convened and held by electronic means, on Friday, 30 October 2020 10.00 a.m. to transact the business set out in the Notice of AGM.
2. **No personal attendance at AGM of the Company.** Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the AGM of the Company will be held by way of electronic means and Shareholders will not be able to attend the AGM of the Company in person.
3. **Participation at the AGM of the Company.** Alternative arrangements have been made by the Company to allow Shareholders to participate at the AGM of the Company via electronic means. Such alternative arrangements include:
 - (a) arrangements by which Shareholders may electronically access the proceedings of the AGM of the Company and observe and/or listen to the AGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
 - (b) arrangements by which Shareholders may submit comments, queries and/or questions to the Chairman of the AGM in advance of the AGM of the Company;
 - (c) arrangements by which the Chairman of the AGM will address substantial and relevant questions at the AGM of the Company; and
 - (d) arrangements by which Shareholders may appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM of the Company.

Details of the steps for pre-registration for the live audio-visual webcast or live audio-only stream, submission of comments, queries and/or questions in advance of the AGM of the Company and submission of Proxy Forms to appoint the Chairman of the AGM to attend, speak and vote at the AGM of the Company are set out in the **Appendix** to this announcement.

4. **Persons who hold shares through relevant intermediaries.** Persons who hold shares of the Company through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF and SRS investors, and who wish to participate in the AGM of the Company by:
 - (a) observing and/or listening to the AGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
 - (b) submitting comments, queries and/or questions to the Chairman of the AGM in advance of the AGM of the Company; and/or
 - (c) appointing the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM of the Company,

should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective Agent Banks/SRS operators) 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 of the Company.

5. **AGM Resources.** Printed copies of the Notice of AGM, the FY2020 Annual Report and the Proxy Form will be sent to Shareholders. The Notice of AGM, FY2020 Annual Report and Proxy Form may also be accessed at the Company's website at the URL <http://www.kodaonline.com/> by clicking on the tab titled "Investor Relation" and selecting the hyperlink titled "Announcements" and will also be made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. A copy of this announcement (the "**AGM Alternative Arrangements Announcement**") may be accessed at the Company's website, and will also be made available on SGXNET.

6. **Key dates and times.**

Key dates	Actions
5.00 p.m. on Wednesday, 21 October 2020	Deadline for CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective Agent Banks/SRS operators to submit their votes.
6.00 p.m. on Friday, 23 October 2020	Deadline for Shareholders to: (a) pre-register for the live audio-visual webcast or live audio-only stream; (b) submit comments, queries and/or questions in advance of the AGM of the Company; and
10.00 a.m. on Tuesday, 27 October 2020	Deadline for Shareholders to submit Proxy Forms to appoint the Chairman of the AGM to attend, speak and vote at the AGM of the Company.
12.00 p.m. on Thursday, 29 October 2020	Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream who have been verified by the Company's Share Registrar, will receive an email which will contain the user ID and password details as well as the URL to access the live audio-visual webcast or the toll-free telephone number to access the live audio-only stream (the " Confirmation Email "). Shareholders who have pre-registered for live audio-visual webcast or live audio-only stream but who have not received the Confirmation Email by 12.00 p.m. on Thursday, 29 October 2020, should contact the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd., at rhtcaoscar@rhtcorporate.com .
10.00 a.m. on Friday, 30 October 2020	Shareholders may participate at the AGM of the Company via electronic means by: (a) accessing the URL in the Confirmation Email and entering the user ID and password to access the live audio-visual webcast; or (b) calling the toll-free telephone number to access the live audio-only stream.

7. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the AGM of the Company at short notice. Shareholders should check the Company's website at the URL <http://www.kodaonline.com/> for the latest updates on the status of the AGM of the Company. Such updates will also be made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

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

By Order of the Board of Directors of
Koda Ltd

James Koh Jyh Gang
Deputy Chairman, Managing Director and Executive Director

15 October 2020

Appendix

Steps for pre-registration, pre-submission of questions and voting at the AGM

Shareholders may electronically access the proceedings of the AGM of the Company and observe and/or listen to the live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit comments, queries and/or questions to the Chairman of the AGM in advance of the AGM of the Company and appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM of the Company.

To do so, Shareholders will need to complete the relevant steps below.

No.	Steps	Details
1.	Pre-registration for the live audio-visual webcast or live audio-only stream	<p>Shareholders must pre-register at the URL https://sg.conveneagm.com/kodaltd from the date hereof until 6.00 p.m. on Friday, 23 October 2020 to enable the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd. to verify their status as Shareholders of the Company.</p> <p>Following the verification, authenticated Shareholders will receive an email by 12.00 p.m. on Thursday, 29 October 2020 which will contain the user ID and password details as well as the URL to access the live audio-visual webcast or the toll-free telephone number to access the live audio-only stream (the "Confirmation Email").</p> <p>Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream but who have not received the Confirmation Email by 12.00 p.m. on Thursday, 29 October 2020 should contact the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd., at rhtcaoscar@rhtcorporate.com.</p>
2.	Submission of comments, queries and/or questions in advance of the AGM of the Company	<p>Shareholders will not be able to comment, raise queries and/or ask questions at the AGM of the Company during the live audio-visual webcast or live audio-only stream. It is therefore important for Shareholders to submit questions to the Chairman of the AGM in advance of the AGM of the Company.</p> <p>Submission of comments, queries and/or questions. Shareholders may submit comments, queries and/or questions related to the resolutions in the Notice of AGM to the Chairman of the AGM in advance of the AGM of the Company in the following manner:</p> <p>(a) By post – Shareholders may submit their comments, queries and/or questions by post to the Company's registered office at 28 Defu Lane 4, Singapore 539424. Comments, queries and/or questions submitted by Shareholders by post must be accompanied by the Shareholders' full name, address and the manner in which the Shareholder holds Shares in the Company.</p> <p>(b) By electronic means – Shareholders, who have pre-registered registered for the live audio-visual webcast or live audio-only stream, may submit their comments, queries and/or questions by electronic means at the URL https://sg.conveneagm.com/kodaltd.</p> <p>Deadline to submit comments, queries and/or questions. Shareholders must submit all comments, queries and/or questions by 6.00 p.m. on Friday, 23 October 2020.</p>

No.	Steps	Details
		<p>Addressing comments, queries and/or questions. The Company will endeavour to address all substantial and relevant questions received from Shareholders before the AGM of the Company. The Company will publish its responses to comments, queries and/or questions on the Company's website at the URL http://www.kodaonline.com/ and on SGXNET at the URL https://www.sgx.com/securities/company-announcements on Monday, 26 October 2020.</p> <p>Minutes of the AGM of the Company. The Company will publish the minutes of the AGM of the Company on the Company's website at the URL http://www.kodaonline.com/ and on SGXNET at the URL https://www.sgx.com/securities/company-announcements within one month after the AGM of the Company. The minutes of AGM will include responses from the Board of Directors and the Management to substantial and relevant comments, queries and/or questions received from Shareholders addressed at the AGM of the Company during the live audio-visual webcast or live audio-only stream.</p>
3.	Submission of Proxy Forms to appoint the Chairman of the AGM to attend, speak and vote at the AGM of the Company	<p>Appointment of Chairman of the AGM as proxy. A Shareholder (whether individual or corporate) must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM of the Company in accordance with the instructions on the Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the AGM of the Company.</p> <p>Specific instructions as to voting must be given. Where a Shareholder (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.</p> <p>Submission of Proxy Forms. The Proxy Form must be submitted to the Company in the following manner:</p> <p>(a) if submitted by post, be lodged with the Company's registered office at 28 Defu Lane 4, Singapore 539424;</p> <p>(b) if submitted by way of electronic means, be submitted via email to the Company at proxyforms@kodaltld.com;</p> <p>(c) if submitted by way of electronic means, be submitted via such Shareholder's account following registration at the URL https://sg.conveneagm.com/kodaltld,</p> <p>in any case, by 10.00 a.m. on Tuesday, 27 October 2020.</p> <p>A Shareholder who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above or via the registration URL provided above.</p> <p>In view of the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore which may make it difficult for Shareholders to submit the completed Proxy Forms by post, Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email or via the registration URL provided above.</p>