

Adjourned Annual General Meeting

10 June 2020, 4.00 pm

Frequently Asked Questions for Shareholders of UOL Group Limited (“UOL” or the “Company”) in relation to the Adjourned Annual General Meeting (“Adjourned AGM”)

(A) PRE-REGISTRATION	
Q1	Who can register to watch the live audio-visual webcast or listen to the live audio-only stream of the Adjourned AGM proceedings?
	<p>Only UOL shareholders can register to watch the live audio-visual webcast or listen to the live audio-only stream of the Adjourned AGM proceedings.</p> <p>Shareholders who hold UOL shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore including CPF and SRS investors, should contact their respective relevant intermediaries (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the Adjourned AGM.</p>
Q2	Why can't I attend the Adjourned AGM in person?
	Due to the current COVID-19 situation and related safe distancing measures in Singapore, shareholders will not be able to attend the Adjourned AGM in person.
Q3	When can I start to pre-register for the Adjourned AGM?
	Pre-registration for the Adjourned AGM starts from 5.00 p.m. on 26 May 2020.
Q4	Is there a closing date for the pre-registration?
	Pre-registration for the Adjourned AGM closes at 4.00 p.m. on 7 June 2020.
Q5	Can I register another person to watch the live audio-visual webcast or listen to the audio-only stream on my behalf?
	No. The Adjourned AGM is a private event. Only UOL shareholders will be able to register to watch the live audio-visual webcast or listen to the live audio-only stream.
Q6	How do I pre-register to watch or listen to the Adjourned AGM proceedings?
	You will need to take the following steps:

- Step 1 : Go to the pre-registration website <https://www.meetings.vision/uol-agm-registration>.
- Step 2 : Click on the “Register for Audio-Visual” button if you wish to watch and listen to a live video feed of the Adjourned AGM proceedings; OR
Click on the “Register for Audio-Only” button if you wish to phone in and only listen to the Adjourned AGM proceedings.
- Step 3 : Complete the information required on registration page and click "Preview".
- Step 4 : Review your input and ensure that it is accurate before clicking “Submit”.
- Step 5 : After you click “Submit”, an acknowledgement of your registration request will appear on the registration page, followed by an acknowledgement sent to your email address. If you do not receive an email acknowledgement after submitting your registration, it means that your pre-registration is not successful. Please check your spam/junk email folder or try again.
- Step 6(a): Following verification that you are a shareholder of UOL, an email will be sent to you by 12.00 noon on 9 June 2020 with your login credentials and the link to access the audio-visual webcast or the toll-free telephone number and conference code to access the audio-only stream of the Adjourned AGM proceedings.
- Step 6(b): If we are unable to verify your shareholder status, you will receive an email by 12.00 noon on 9 June 2020 to notify you that we are unable to verify your shareholder status.
- Step 7 : On the day of the Adjourned AGM (10 June 2020), you will need to click on the link in the email and enter your login credentials to access the live audio-visual webcast or call the toll-free telephone number in the email and enter the conference code to access the live audio-only stream of the Adjourned AGM proceedings. The Adjourned AGM is scheduled to start at 4.00 p.m.

Note

1. If you have made multiple registrations for both “Audio-Visual” and “Audio-Only” options, we will take your last option registered as the final preferred option.
2. Individuals or corporates whose status as shareholders cannot be verified will receive an email by 12.00 noon on 9 June 2020 informing them of this. Such individuals or corporates may contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6536 5355 during Monday to Friday, from 9.00 a.m. to 4.00 p.m.
3. By submitting your personal data, you consent to the collection, use and disclosure of your personal data by the Company (or its agents or service providers) for the purpose of processing, administration, analysis and facilitation by the Company (or its agents or service providers) of your participation at the Adjourned AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Adjourned AGM (including any adjournment thereof) and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

Q7	When will I receive the login credentials for the live audio-visual webcast or listen to the live audio-only stream?
	<p>Authenticated shareholders will receive an email by 12.00 noon on 9 June 2020 which will contain the login credentials and the link to access the live audio-visual webcast or a toll-free telephone number and a conference code to access the live audio-only stream of the Adjourned AGM proceedings.</p> <p>Shareholders who do not receive an email by 12.00 noon on 9 June 2020, but have registered by the 7 June 2020 deadline and have not been informed of an unsuccessful registration, should contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6536 5355 during Monday to Friday, from 9.00 a.m. to 4.00 p.m.</p>
Q8	What happens if UOL cannot verify my shareholder status?
	You will receive an email by 12.00 noon on 9 June 2020 notifying you that we are unable to verify your shareholder status, and therefore, you will not be able to access the Adjourned AGM proceedings. Please contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6536 5355 during Monday to Friday, from 9.00 a.m. to 4.00 p.m. if you have any questions.
Q9	If I hold UOL shares via a securities sub-account in a depository agent (e.g. a nominees' company), can I register to watch the live audio-visual webcast or listen to the live audio-only stream?
	You should contact the depository agent through which you hold your UOL shares as soon as possible in order to make the necessary arrangements for you to participate in the Adjourned AGM.
Q10	If I am a CPF or SRS investor holding UOL shares, can I register to watch the live audio-visual webcast or listen to the live audio-only stream?
	You should contact the CPF Agent Banks and SRS Operators through which you hold your UOL shares as soon as possible in order to make the necessary arrangements for you to participate in the Adjourned AGM.
Q11	What information do I need to provide for the pre-registration?
	<p>You will need to provide the following mandatory information:</p> <ul style="list-style-type: none"> • Name (as per CDP/CPF/SRS/Scrip-based records. If your UOL shares are held under Joint Shareholders, please fill in all shareholders' names as per the records. However, only one NRIC/Passport number and email address is required.) • Email Address • Shareholding type (e.g., CDP/CPF/SRS and/or scrip-based) • NRIC or Passport Number or Company Registration Number • Provide a valid mobile or landline number. For shareholders who have registered to listen to the live audio-only stream, this number will be used to dial in for the live audio-only stream.
Q12	Why do I need to provide my full NRIC/Passport number?
	This is to enable UOL to verify that you are a shareholder.

(B) VOTING	
Q13	Will I be able to vote online?
	No. Shareholders will not be able to vote online.
Q14	How do I vote if I can only attend the AGM electronically?
	<p>Shareholders who wish to vote on the resolutions to be tabled at the Adjourned AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the Adjourned AGM, in accordance with the instructions on the proxy form for the Adjourned AGM.</p> <p>Specific voting instructions to be given. Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they 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 Meeting as proxy for that resolution will be treated as invalid.</p> <p>For shareholders who have previously submitted proxy forms before 13 April 2020, please refer to Q18 below.</p>
Q15	Where can I find the proxy form?
	You can download the proxy form for the Adjourned AGM at the Company's website at the URL https://www.uol.com.sg/investors-and-media/announcements/ and at the SGX website at the URL https://www.sgx.com/securities/company-announcements/ .
Q16	Is there a deadline to submit my proxy form?
	Proxy forms for the Adjourned AGM, duly completed and signed, must be submitted to the Company by 4.00 p.m. on 7 June 2020 . Please refer to Q17 below.
Q17	Will I be able to submit my completed proxy form online?
	<p>Proxy forms for the Adjourned AGM must be submitted in the following manner:</p> <p>(a) if submitted by post, be deposited at the office of Trusted Services Pte. Ltd., 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962; or</p> <p>(b) if submitted electronically, be submitted via email to proxyform@trustedservices.com.sg,</p> <p>in either case, by 4.00 p.m. on 7 June 2020.</p> <p>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.</p> <p>CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators by 5.00 p.m. on 29 May 2020 to submit their votes.</p>

Q18	What happens if I had submitted the proxy form issued by UOL on 1 April 2020?
	<p>Shareholders who have submitted valid proxy forms before 13 April 2020 for the AGM do not have to submit a new proxy form for the Adjourned AGM provided that (a) they had indicated in their proxy forms how they wished to vote for or vote against or abstain from voting on each resolution; and (b) they do not withdraw the proxy forms. In these circumstances, if these shareholders are verified as shareholders as at 4.00 p.m. on 7 June 2020, the Company shall be entitled to, and will, treat such proxy forms as appointing the Chairman of the Meeting as their proxy to attend, speak and vote at the Adjourned AGM in accordance with their specified instructions.</p> <p>Submission by a shareholder of a valid new proxy form for the Adjourned AGM appointing the Chairman of the Meeting as proxy by 4.00 p.m. on 7 June 2020 will supersede any previous proxy form appointing a proxy(ies) submitted by that shareholder.</p> <p>A shareholder may withdraw a proxy form which had previously been submitted by sending an email to proxyform@trustedservices.com.sg to notify the Company of the withdrawal, by 4.00 p.m. on 7 June 2020.</p>
(C) ASKING QUESTIONS	
Q19	Can I ask questions at the Adjourned AGM?
	<p>Shareholders will not be able to ask questions at the Adjourned AGM during the live audio-visual webcast and the live audio-only stream. Therefore it is important for shareholders to submit their questions in advance of the Adjourned AGM.</p> <p>Shareholders can submit questions related to the resolutions to be tabled for approval at the Adjourned AGM to the Chairman of the Meeting, in advance of the Adjourned AGM, in the following manner:</p> <p>(a) Via email. Shareholders may submit their questions via email to UOL.AGM.2020@uol.com.sg.</p> <p>(b) By post. Shareholders may also submit their questions by post to UOL Group Limited, Legal and Secretariat, 101 Thomson Road, #33-00 United Square, 307591.</p> <p>To ensure that questions are received by the Company by the stipulated deadline, shareholders are strongly encouraged to submit questions by email.</p>
Q20	Do I need to identify myself when posing questions (via email or by post)?
	<p>Yes, when submitting your questions via email or by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> • your full name (as per CDP/CPF/SRS/Scip-based records); • your NRIC/Passport Number/Company Registration Number; • your address; and • the manner in which you hold shares in UOL (e.g., CDP, CPF/SRS and/or scrip-based). <p>We regret that we will not be able to answer your questions if we are unable to verify your shareholder status.</p>

Q21	Is there a deadline to submit questions for the Adjourned AGM?
	All questions must be submitted by 12.00 noon on 4 June 2020.
Q22	Will all my questions be answered?
	The Company will address substantial and relevant questions received from shareholders prior to, or at, the Adjourned AGM. We will publish the minutes of the Adjourned AGM on the Company's website and on SGX's website. The minutes will include the responses to substantial and relevant questions from shareholders that are addressed prior to, or at, the Adjourned AGM.
(D) ACCESSING THE ADJOURNED AGM PROCEEDINGS	
Q23	How do I access the Adjourned AGM proceedings?
	<p>The Adjourned AGM will start at 4.00 p.m. on 10 June 2020.</p> <p>Shareholders who have successfully pre-registered to watch and/or listen to the Adjourned AGM proceedings will receive an email by 12.00 noon on 9 June 2020 (the "Confirmation Email").</p> <p><u>For audio-visual webcast</u></p> <ul style="list-style-type: none"> • Click on the URL link in the Confirmation Email. • Key in the unique user ID and password provided in the Confirmation Email when prompted. • The live audio-visual webcast will start when the Adjourned AGM commences at 4.00 p.m. <p><u>For audio-only stream</u></p> <ul style="list-style-type: none"> • Call the toll-free telephone number indicated in the Confirmation Email. • Key in the conference code provided in the Confirmation Email when prompted. • The telephone line will be open from 3.50 p.m. onwards. You will be put on hold until the Adjourned AGM commences at 4.00 p.m.
(E) DIVIDEND	
Q24	Why is there a delay in the payment of the first and final dividend?
	The first and final one-tier tax exempt dividend for the financial year ended 31 December 2019 of 17.5 cents (" FY19 Final Dividend ") is subject to shareholders' approval at the Adjourned AGM. With the deferment of the AGM, the record date and payment date of the FY19 Final Dividend were deferred as well.
Q25	When will the FY19 Final Dividend be paid?
	If approved by shareholders at the Adjourned AGM, the FY19 Final Dividend will be paid on 2 July 2020.

(F) GENERAL	
Q26	If there are any changes to the Adjourned AGM, how will I know?
	Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the Adjourned AGM at short notice. Shareholders are encouraged to check the Company's website and SGXNET for the latest updates on the status of the Adjourned AGM.
Q27	Will I receive printed copies of the Notice of Adjourned AGM and the new proxy form for the Adjourned AGM?
	<p>The Notice of Adjourned AGM and new proxy form for the Adjourned AGM will be disseminated to shareholders solely by electronic means via publication on the Company's website and will also be made available on the SGX website. Printed copies of these documents will not be sent to shareholders.</p> <p>Printed copies of the Notice of AGM dated 1 April 2020 were sent to shareholders on 1 April 2020 and may be accessed at the Company's website and at the SGX website.</p>
Q28	Can I request for a printed copy of the FY2019 Annual Report?
	In view of the logistical challenges posed by COVID-19 'circuit breaker' measures, the Company strongly encourages shareholders to refer to the <u>electronic copy</u> of the Annual Report 2019 accessible at URL http://www.uol.com.sg/ by clicking on the hyperlink under "Annual Report".