

- (1) **ANNUAL GENERAL MEETING; AND**
(2) **EXTRAORDINARY GENERAL MEETING IN RESPECT OF THE PROPOSED ADOPTION OF EMPLOYEE SHARE SCHEMES**
- TO BE HELD ON MONDAY, 1 JUNE 2020**
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1. INTRODUCTION

The Board of Directors of First Resources Limited (the “**Company**”) refers to:

- (a) the Company’s announcement dated 31 March 2020 on the extension of time to hold the Annual General Meeting for the financial year ended 31 December 2019;
- (b) 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; and
- (c) 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 was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

2. DATE OF ANNUAL GENERAL MEETING (“AGM”) AND EXTRAORDINARY GENERAL MEETING (“EGM”)

The Directors wish to inform Shareholders that pursuant to the Order, the AGM and EGM will be held by way of electronic means on **Monday, 1 June 2020 at Singapore time 2.30 p.m. and 3.00 p.m.** (or as soon as practicable immediately following the conclusion or adjournment of the AGM) respectively.

3. NO DESPATCH OF PRINTED COPIES OF NOTICES OF AGM AND EGM, PROXY FORMS AND RELATED DOCUMENTS

In line with the provisions under the Order, no printed copies of the Notices of the AGM and EGM, proxy forms and related documents will be despatched to Shareholders.

Copies of the Notices of the AGM and EGM, proxy forms and related documents (including the Additional Information on Directors seeking re-election, Appendix to the Notice of AGM and the Circular to Shareholders on the proposed adoption of employee share schemes), have been uploaded on SGXNet today and are also available on the Company’s website at the following URLs:

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Notice of AGM, proxy form and related document(s) –

<http://www.first-resources.com/generalmeetings/2020agmdocuments>

Notice of EGM, proxy form and related document(s) –

<http://www.first-resources.com/generalmeetings/2020egmdocuments>

A shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company's website.

4. NO ATTENDANCE AT AGM AND EGM

Due to the current COVID-19 restriction orders in Singapore, **Shareholders will not be able to attend the AGM and EGM in person.** Instead, alternative arrangements have been put in place to allow Shareholders to participate at the AGM and EGM by (a) watching the AGM and EGM proceedings via "live" audio-visual webcast or listening to the AGM and EGM proceedings via "live" audio-only feed, (b) submitting questions in advance of the AGM and EGM, and/or (c) voting by proxy at the AGM and EGM. Please see paragraph 5 below for these alternative arrangements.

5. ALTERNATIVE ARRANGEMENTS FOR AGM AND EGM

The following are the alternative arrangements which have been put in place for the AGM and EGM:

(a) Pre-Registration for "live" audio-visual webcast and "live" audio-only feed

The Company's Chairman, Mr Lim Ming Seong and Chief Executive Officer, Mr Ciliandra Fangiono will conduct the proceedings of the AGM and EGM by way of electronic means.

Shareholders will be able to watch these proceedings through a "live" audio-visual webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio-only feed via telephone. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the "live" audio-visual webcast or listen to the "live" audio-only feed of the AGM and EGM must pre-register by **2.30 p.m. on 29 May 2020**, at the URL <http://first-resources.investorcentral.org> for the Company to authenticate their status as Shareholders.
- The EGM shall commence immediately following the conclusion or adjournment of the AGM as per paragraph 2 above. Shareholders who have pre-registered for the AGM will be considered to have enrolled for the EGM.
- Authenticated Shareholders will receive email instructions on how to access the "live" audio-visual webcast and "live" audio-only feed of the AGM and EGM proceedings by **12.00 p.m. (noon) on 31 May 2020**.

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- Shareholders who do not receive an email by **12.00 p.m. (noon) on 31 May 2020**, but have registered by the **29 May 2020** deadline, may contact the Company at agm@first-resources.com.
- Investors who hold Shares through depository agents (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) and wish to watch the “live” audio-visual webcast or listen to the “live” audio-only feed of the AGM and EGM must approach their respective depository agents to pre-register by **5.00 p.m. on 20 May 2020** in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.

(b) Submission of questions in advance

Shareholders who pre-register to watch the “live” audio-visual webcast or listen to the “live” audio-only feed may also submit questions related to the resolutions to be tabled for approval at the AGM and EGM:

- All questions must be submitted by **2.30 p.m. on 20 May 2020**:
 - via the pre-registration website at the URL <http://first-resources.investorcentral.org>;
 - in hard copy by post to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
 - by email to agm@first-resources.com.
- Shareholders submitting questions by post or email should **download, complete and sign the prescribed question form** at the URL <http://www.first-resources.com/generalmeetings/2020questionform>, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.
- The Company will endeavour to address all substantial and relevant questions received from Shareholders prior to the AGM and EGM via SGXNet and on our corporate website or during the AGM and EGM through the “live” audio-visual webcast and “live” audio-only feed.
- The Company will, within one month after the date of the AGM and EGM, publish the minutes of the AGM and EGM on SGXNet and the Company’s website, and the minutes will include the responses to the questions referred to above.
- Please note that Shareholders will not be able to ask questions at the AGM and EGM during the “live” audio-visual webcast and the “live” audio-only feed, and therefore it is important for Shareholders to submit their questions by the above stipulated deadline.

(c) **Proxy voting**

Shareholders will not be able to vote through the “live” audio-visual webcast or “live” audio-only feed on the resolutions to be tabled for approval at the AGM and EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf at the meeting:

- Shareholders (whether individual or corporate) appointing the Chairman of the Meeting as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
- The proxy form can be submitted to the Company in hard copy form or by email:
 - if in hard copy by post, the proxy form must be lodged at the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
 - if by email, the proxy form must be received by agm@first-resources.com

in either case, **no later than 2.30 p.m. for AGM and 3.00 p.m. for EGM on 29 May 2020** (the “**Proxy Deadlines**”).

- Shareholders who wish 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.
- Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (including CPF investors, SRS investors and holders under depository agents) 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, SRS approved banks or depository agents) to submit their voting instructions by **5.00 p.m. on 20 May 2020** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf **no later than the Proxy Deadlines**.

6. FY2019 ANNUAL REPORT

The FY2019 Annual Report has previously been released via SGXNet on 15 April 2020 and can be accessed at the Company’s website at the URL <http://www.first-resources.com/annualreports/FY2019>.

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Shareholders who wish to obtain a printed copy of the FY2019 Annual Report can do so by **downloading, completing and signing the request form** available at the URL <http://www.first-resources.com/generalmeetings/2020requestform>.

The request form must be submitted to the Company by **2.30 p.m. on 11 May 2020**:

- in hard copy by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
- by email to agm@first-resources.com.

7. KEY DATES/DEADLINES

In summary, the key dates/deadlines which Shareholders should take note of are set out in the table below:

| KEY DATES | ACTIONS |
|---|---|
| 2.30 p.m. on 11 May 2020 (Monday) | Deadline for Shareholders to submit request form for obtaining a printed copy of the FY2019 Annual Report. |
| 2.30 p.m. on 20 May 2020 (Wednesday) | Deadline for Shareholders to submit questions relating to the resolutions to be tabled at the AGM and EGM in advance. |
| 5.00 p.m. on 20 May 2020 (Wednesday) | Deadline for investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (including CPF investors, SRS investors and holders under depository agent) and who wish to exercise their votes by appointing the Chairman of the Meeting as proxy to approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions in order to allow sufficient time for their respective relevant intermediaries to in turn submit their voting instructions by the Proxy Deadlines. |
| 2.30 p.m. on 29 May 2020 (Friday) | Deadline for Shareholders to pre-register at http://first-resources.investorcentral.org for the "live" audio-visual webcast or "live" audio-only feed of the AGM and EGM proceedings. |

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| KEY DATES | ACTIONS |
|--|---|
| <p>2.30 p.m. on 29 May 2020 (Friday)</p> <p>3.00 p.m. on 29 May 2020 (Friday)</p> | <p>Deadline for proxy forms to be received by the Company for the:</p> <ul style="list-style-type: none"> • AGM; and • EGM. |
| <p>12.00 p.m. (noon) on 31 May 2020 (Sunday)</p> | <p>Authenticated Shareholders will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-visual webcast and a toll-free telephone number to access the “live” audio-only feed of the AGM and EGM proceedings (the “Confirmation Email”).</p> <p>Shareholders who do not receive an email by 12.00 p.m. (noon) on 31 May 2020, but have registered by 2.30 p.m. on 29 May 2020, may contact the Company at agm@first-resources.com.</p> |
| <p>Date and time of “live” audio-visual webcast and “live” audio-only feed of the AGM and EGM</p> <p>1 June 2020 (Monday)</p> <p>AGM – starts at 2.30 p.m.</p> <p>EGM – starts at 3.00 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the AGM)</p> | <ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the user ID and password to access the “live” audio-visual webcast of the AGM and/or EGM proceedings; or • Call the toll-free telephone number in the Confirmation Email to access the “live” audio-only feed of the AGM and/or EGM proceedings. |

8. RECORD DATE AND PAYMENT DATE FOR THE FINAL DIVIDEND

The Register of Members and Register of Transfers of the Company will be closed from 5.00 p.m. on 9 June 2020 for the purposes of determining Shareholders’ entitlements to the proposed final tax-exempt one-tier dividend of 1.725 Singapore cents per ordinary share for the financial year ended 31 December 2019 (“**FY2019 Final Dividend**”). The proposed FY2019 Final Dividend, if approved by Shareholders at the AGM, will be paid on 18 June 2020.

9. FURTHER INFORMATION

The Company wishes to remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its AGM and EGM arrangements at short notice. Shareholders should check the above URLs and SGXNet for the latest status of the AGM and EGM.

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

BY ORDER OF THE BOARD
FIRST RESOURCES LIMITED

Tan Lay Hong
Company Secretary
4 May 2020