

SEROJA INVESTMENTS LIMITED
(Company Registration Number: 198300847M)
(Incorporated in the Republic of Singapore)
(the “Company”)

ANNOUNCEMENT RELATING TO I) APPROVAL FROM SGX FOR EXTENSION OF TIME FOR THE COMPANY TO HOLD ITS ANNUAL GENERAL MEETING (“AGM”) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (“FY2020”) BY NO LATER THAN 15 JULY 2021 AND II) EXTRAORDINARY GENERAL MEETING (“EGM”) TO BE CONVENED AT A SUBSEQUENT DATE

1. INTRODUCTION

- 1.1. The Board of Directors (the “**Board**”) of the Company refers to its earlier announcement made on 10 May 2021 and to its Notice of Annual General Meeting to be convened on 29 June 2021, dated 14 June 2021 (the “Notice of AGM to be convened on 29 June 2021”).
- 1.2. The Company had received queries from the Singapore Exchange Regulation Pte. Ltd. (“**SGX-RegCo**”) on 8 June 2021 on its draft letter to shareholder in relation to its proposed Capital Reduction exercise, pursuant to Section 78A read with Section 78C of the Companies Act, to return to Shareholders surplus capital of the Company in excess of its needs, by way of a cash distribution (“**Proposed Cash Distribution**”) by the Company to Shareholders for each Share held by the Shareholders (“**Proposed Capital Reduction**”) and the Company has replied to the SGX-RegCo on 14 June 2021.

2. APPLICATION FOR A 2.5-MONTH EXTENSION OF TIME TILL 15 JULY 2021 TO HOLD THE ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

- 2.1. The Accounting and Corporate Regulatory Authority (“**ACRA**”) has given an extension till 29 June 2021 for the Company to convene its annual general meeting (“**AGM**”).
- 2.2. On 8 June 2021 the Company applied to ACRA for a further extension of time to convene its AGM by 15 July 2021. A similar application was made to the SGX-RegCo on 9 June 2021. The reason for the Company’s applications to ACRA and the SGX-RegCo was because of the Company’s plans to table the resolutions to approve the Proposed Capital Reduction and the Proposed Cash Distribution before the shareholders of the Company at its AGM.
- 2.3. On 14 June 2021 the SGX-RegCo informed the Company that it has no objection to the Company’s application for extension of time to 15 July 2021 (the “**Waiver**”) with regard to compliance with Listing Rule 707(1) subject to the following:-
 - (a) that the Company announce the Waiver granted, the reasons for seeking the Waiver, the conditions as required under Mainboard Listing Rule 107 and if the Waiver conditions have been satisfied. If the Waiver conditions have not been met on the date of the announcement, the Seroja Investments Limited must make an update announcement when the conditions have all been met; and
 - (b) that the Company convenes the AGM by 15 July 2021.
 - (c) The Waiver will not be effective if any of the conditions have not been fulfilled.
- 2.4. The Company confirms that it will not be in any contravention of any laws and regulations governing the Company and the constitution of the Company, arising from the Waiver.

3. COMPANY TO CONVENE SEPARATE EXTRAORDINARY GENERAL MEETING (“EGM”)

- 3.1. As at the date of this announcement, ACRA has not replied to the Company’s second application for a further extension of time until 15 July 2021 to convene its AGM. The Company will be convening its AGM by way of electronic means, on **Tuesday, 29 June 2021 at 2.00 p.m.** The Notice of AGM to be convened on 29 June 2021 was released on SGX-Net on 14 June 2021.
- 3.2. The Company will convene a separate EGM to table the special resolutions pertaining to the Proposed Capital Reduction and Proposed Cash Distribution. The Company has submitted a draft Letter to Shareholders in relation to the Proposed Capital Reduction and Proposed Cash Distribution, and will update the Shareholders when it has received confirmation from the SGX-RegCo that it has no further comments to the same.
- 3.2. The Company will make further announcements to update the Shareholders on developments in respect of the Proposed Capital Reduction and Proposed Cash Distribution in due course.

By order of the Board

Ng Soon Kai
Independent Director
14 June 2021