



## FRAGRANCE GROUP LIMITED

Company Registration No.: 200006656M

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### ANNOUNCEMENT ON ALTERNATIVE ARRANGMENTS OF ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

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The Board of Directors of Fragrance Group Limited (the “Company”) wishes to inform Shareholders that the Company has today released the AGM booklet to Shareholders via SGXNet. The Company Annual General Meeting will be held by way of electronic means on 29 June 2020, 9.00am.

The Company refer to 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 the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Relevant 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.

#### NO DESPATCH OF PRINTED COPIES OF NOTICE OF AGM AND PROXY FORM

In line with the provisions under the Relevant Order, no printed copies of the Notice of AGM and the proxy form in respect of the AGM will be despatched to Shareholders.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet.

#### NO ATTENDANCE AT AGM

Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be allowed to attend the AGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the AGM by (a) watching the AGM proceedings via “live” audio visual webcast or listening to the AGM proceedings via “live” audio-only stream, (b) submitting questions in advance of the AGM, and/or (c) voting by proxy at the AGM.

#### ALTERNATIVE ARRANGEMENTS

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

*(a) “Live” audio visual webcast and “live” audio-only stream*

The Company’s Chairman & Chief Executive Officer, Mr Koh Wee Meng and the Company’s Executive Director and Deputy Chief Executive Officer, Mr Periakaruppan Aravindan, will conduct the proceedings of the AGM 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 stream 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 stream must pre-register by 9.00 a.m. on 26 June 2020, at the URL <https://www.meetings.vision/fragrancegl-agm-registration>. Pre-registration commences from 9.00 a.m. on 8 June 2020.

Following authentication of the Shareholders’ status as shareholders, authenticated Shareholders will receive email instructions on how to access the audio-visual webcast and audio-only stream of the AGM proceedings by 27 June 2020.

- Shareholders who do not receive an email by on 27 June 2020, but who have registered by the 26 June 2020, 9.00 am deadline, should contact the Company at the following email address: [contact@fragrancegroup.com.sg](mailto:contact@fragrancegroup.com.sg) or [sg.is.enquiry@sg.tricorglobal.com](mailto:sg.is.enquiry@sg.tricorglobal.com).



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### *(b) Submission of questions in advance*

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

- All questions must be submitted by 9.00 a.m. on 26 June 2020:
  - via the pre-registration website at the URL <https://www.meetings.vision/fragrancegl-agm-registration>;
  - in hard copy by sending personally or by post and lodging the same at the registered office of the Company's, at 456 Alexandra Road, #26-01 Fragrance Empire Building, Singapore 119962; or
  - by email to the Company at [contact@fragrancegroup.com.sg](mailto:contact@fragrancegroup.com.sg).
- The Company will address substantial questions relating to the resolutions to be tabled for approval at the AGM as received from Shareholders either before or during the AGM.
- The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet 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 “live” during the audio-visual webcast and the audio-only stream, and therefore it is important for Shareholders to pre-register their participation in order to be able to submit their questions in advance of the AGM.

### *(c) Proxy voting*

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. 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:

- 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 and sent personally or by post, the proxy form must be lodged at the registered office of the Company's, at 456 Alexandra Road, #26-01 Fragrance Empire Building, Singapore 119962; or
  - if by email, the proxy form must be received by the Company at [contact@fragrancegroup.com.sg](mailto:contact@fragrancegroup.com.sg)in either case, by 9.00 a.m. on 26 June 2020.
- Central Provident Fund Investment Scheme (“CPF Investor”) and/or the Supplementary Retirement Scheme (“SRS Investors”) (as may be applicable) who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF/SRS Approved Nominees (CPF Agent Banks or SRS Operators) to submit their votes at least seven (7) working days before the AGM.

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**FURTHER INFORMATION**

For further information on the conduct of the AGM and the alternative arrangements, shareholders can refer to the following websites at the following URLs:

- <https://www.meetings.vision/fragrancegl-agm-registration>; or
- <https://www.sgx.com/securities/company-announcements>.

**Important reminder:** The Company would remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its AGM arrangements at short notice. Shareholders should check the above URLs and SGXNet for updates on the AGM.

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

**By Order of the Board**

Periakaruppan Aravindan  
Executive Director & Deputy CEO  
27 May 2020