

CONDUCT OF ANNUAL GENERAL MEETING ON 21 APRIL 2021 VIA LIVE WEBCAST

The Board of Directors (the “**Board**”) of Pavillon Holdings Limited (the “**Company**”) refers to the following:

- (a) 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 companies in Singapore to, inter alia, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, teleconferencing or other electronic means;
- (b) 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 sets out the alternative arrangements in respect of, inter alia, general meetings of companies; and
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021.

In light of the above developments and the evolving COVID-19 situation, the Company will be convening the Annual General Meeting (the “**AGM**”) by electronic means on 21 April 2021 at 3.00 p.m. with the following additional measures for participation at the AGM:

1. Conduct of AGM

- 1.1 The Company’s AGM for FY2020 will be held via live webcast on 21 April 2021 at 3.00 p.m..
- 1.2 Shareholders will not be able to attend the AGM in person.
- 1.3 Alternative arrangements for participation at the AGM is in place for shareholders to participate at the AGM by:
 - (a) observing and/or listening to the proceedings of the AGM through either live audio-visual webcast or live audio-only stream (“**electronic means**”);
 - (b) submitting questions in advance of the AGM; and/or
 - (c) appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.

2. Pre-Registration for live webcast or live audio-only stream

- 2.1 Shareholders can register by 3.00 p.m. on 19 April 2021 via the pre-registration form at <https://online.meetings.vision/pavillon-agm-registration>. Upon verification, the Company will provide authenticated Shareholders with:
 - (a) confirmation email by 3.00 p.m. on 20 April 2021 with access link and the password details to watch the live webcast of the AGM proceedings;
 - (b) notification of telephone number via text message by 3.00 p.m. on 20 April 2021 for dial-in for observation of the AGM proceedings.
- 2.2 Shareholders must not forward the abovementioned link or telephone number to other persons who are not shareholders of the Company and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the live webcast.

- 2.3 Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act, Chapter 50 of Singapore, such as CPF/SRS investors, should approach their respective CPF Agent Bank/SRS Operators to participate in the AGM via electronic means.
- 2.4 Should shareholders who have registered by 3.00 p.m. on 19 April 2021 but have not received email by 3.00 p.m. on 20 April 2021, please contact our share registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898, or email to: SG.IS.Enquiry@sg.tricorglobal.com or call 62363550/3555 with full name of shareholder and his/her identification number.

3. Submit Questions in Advance

- 3.1 Shareholders will not be able to ask questions during the AGM via electronic means, and therefore it is important for Shareholders to submit their questions in advance of the AGM.
- 3.2 Shareholders may submit any questions related to the resolutions to be tabled for approval at the AGM and the Company will endeavour to address the substantial questions during the AGM proceedings.
- 3.3 Please submit questions in advance related to the Agenda in the Notice of AGM before 3.00 p.m. on 19 April 2021 via the pre-registration form at <https://online.meetings.vision/pavillon-agm-registration> or via email to agm2021@pavillon.com.sg with the following details for verification purpose:
- (i) Full name;
 - (ii) Current address;
 - (iii) Number of shares held; and
 - (iv) Manner in which you hold shares in the Company (eg. Via CDP, CPF or SRS).

The Company will endeavour to address the substantial and relevant questions, prior to, or at the AGM. The responses to such questions from shareholders will be published on SGXNet and the Company's corporate website <https://thavillagerestaurant.com.sg/investors/> while the minutes of the AGM, will be available within one (1) month after the conclusion of the AGM.

- 3.4 Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act, Chapter 50 of Singapore, such as CPF/SRS investors, should approach their respective CPF Agent Bank/SRS Operators, to submit their questions in relation to any resolution set out in the Notice of AGM prior to the AGM and have their substantial queries and relevant comments answered.

4. Proxy Voting

- 4.1 Shareholders who wish to exercise their voting rights at the AGM may do so via proxy voting appointing Chairman of the AGM. Shareholders would have to submit the Proxy Form appointing Chairman of the AGM as their Proxy ("**Proxy Form**"). Please note that Shareholders will not be able to vote through the live webcast or live audio-only stream and can only vote with their proxy forms which are required to be submitted as set out below.
- 4.2 Shareholders may submit the Proxy Form by 3 p.m. on 19 April 2021 as follows:
- (a) deposit the hard copy Proxy Form at the Company's Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898; or
 - (b) send electronic mail to sg.is.proxy@sg.tricorglobal.com enclosing signed PDF copy of the Proxy Form.

- 4.3. CPF/SRS investors who wish to appoint the Chairman of the AGM to act as their proxy should approach their respective CPF agent bank / SRS Operators to submit their votes to the Company (a) by email, be received at sg.is.proxy@sg.tricorglobal.com; or by post be lodged at the Company's Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898, at least seven (7) working days before the AGM (i.e. by 3.00 p.m. on 9 April 2021).
- 4.4 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 as early as possible, to enable your vote(s) to be counted, and to follow all government guidance and requirements.

Shareholders are reminded not to congregate to watch the live webcast and ensure that safe distancing measures are practiced and regulations and all government advisories are adhered to.

5. No despatch of Annual Report For FY2020

Printed copy of the Annual Report for FY2020 would only be available to Shareholders upon submission of a duly completed request form to the Company no later than 14 April 2021.

The Annual Report for FY2020 have been made available for download from Company's corporate website at this URL <https://thavillagerestaurant.com.sg/investors/>. The Annual Report for FY2020 have also been made available on SGXNet.

6. Others

As the Company is conducting the AGM by electronic means and no physical attendance by shareholders allowed at the AGM, no food voucher would be given or delivered to shareholders for this AGM.

As the Covid-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take such precautionary measures as may be appropriate at the AGM, including any precautionary measures as may be required or recommended by government agencies or the SGX Regco from time to time, in order to minimise the risk of community spread of Covid-19. The Company may also be required to change its AGM arrangements at short notice. Shareholders are advised to regularly check our corporate website <https://thavillagerestaurant.com.sg/investors/> for updates on the AGM.

The Company seeks the understanding and co-operation of all shareholders to help minimise the risk of community spread of the virus.

By Order of the Board

Lee Tong Soon
Managing Director

6 April 2021