

NSL LTD
ANNUAL GENERAL MEETING TO BE HELD ON 25 JUNE 2020

1. **Background.** NSL Ltd (“NSL” or the “Company”) refers to:
 - (a) its announcement of 6 April 2020 on the grant of extension of time by Singapore Exchange Regulation and the Accounting and Corporate Regulatory Authority of Singapore to hold the Company’s annual general meeting to approve the financial results for the financial year ended 31 December 2019 (“**AGM**”) by no later than 29 June 2020;
 - (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 which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

2. **Date, time and conduct of AGM.** The Company is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on Thursday, 25 June 2020 at 2.00 p.m.

The Company’s Board Chairman, Prof Cham Tao Soon, and the Company’s Executive Director, Dr Low Chin Nam will conduct the proceedings of the AGM and address substantial and relevant questions which shareholders have submitted in advance.

3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on the Company’s corporate website and will also be made available on the SGX website. Printed copies of these documents will **not** be sent to shareholders.

4. **No personal attendance at AGM.** Due to the current Covid-19 restriction orders in Singapore, **shareholders will not be able to attend the AGM in person.**

5. **Alternative arrangements for participation at the AGM.** Shareholders may participate at the AGM by:

- (a) observing and/or listening to the AGM proceedings via audio-visual webcast or audio-only stream;
- (b) submitting questions in advance of the AGM; and
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the **Appendix** to this announcement.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold NSL shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50 of Singapore), including CPF and SRS investors, and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via audio-visual webcast or audio-only stream;
- (b) submitting questions in advance of the AGM; and
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM,

should contact the relevant intermediary (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 for the necessary arrangements to be made for their participation in the AGM.

7. **Annual Report 2019 and Letter to Shareholders.** The Annual Report 2019 (and updated shareholding statistics as at 21 May 2020) and the Letter to Shareholders dated 3 June 2020 in relation to the proposed renewal of the share purchase mandate have been published on the Company's corporate website, and may be accessed as follows:

- (a) the Annual Report 2019 (and updated shareholding statistics as at 21 May 2020) may be accessed at the URL <https://www.nsl.com.sg/investor-relations/annual-reports> by clicking on the links for "Annual Report 2019" and "Shareholding Statistics as at 21 May 2020 (updates to pages 128 and 129 of 2019 Annual Report)" respectively; and
- (b) the Letter to Shareholders dated 3 June 2020 may be accessed at the URL <https://www.nsl.com.sg/investor-relations/annual-reports> by clicking on the link for "Letter to Shareholders".

8. **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
3 June 2020 (Wednesday) (being the date of the Notice of AGM)	Shareholders may begin to pre-register at URL http://live.motionmediaworks.com/ns/regform for audio-visual webcast/audio-only stream of the AGM proceedings.
5.00 p.m. on 16 June 2020 (Tuesday)	Deadline for CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
2.00 p.m. on 22 June 2020 (Monday)	Deadline for shareholders to: <ul style="list-style-type: none"> • pre-register for audio-visual webcast/audio-only stream of the AGM proceedings; • submit questions in advance; and • submit proxy forms.
By 12.00 p.m. on 24 June 2020 (Wednesday)	<p>Individuals or corporates whose status as shareholders cannot be verified will receive an email informing them of this. Such individuals or corporates may contact the Company's Share Registrar, M & C Services Private Limited, at gpa@mncsingapore.com or alternatively at +65 6228 0504 or +65 6228 0507 between 12.00 p.m. and 6.00 p.m. on 24 June 2020 or between 9.00 a.m. and 12.00 p.m. on 25 June 2020 if they have any questions.</p> <p>Individuals or corporates whose status as shareholders have been verified will receive an email which will contain a password and the link to access the audio-visual webcast or a telephone number and a conference code to access the audio-only stream of the AGM proceedings (the "Confirmation Email"). Please note that local and overseas calls charges will apply for the audio-only calls.</p> <p>Shareholders who do not receive the Confirmation Email by 12.00 p.m. on 24 June 2020, but have registered by the 22 June 2020 deadline and have not been informed of an unsuccessful registration, should contact the Company's Share Registrar, M & C Services Private Limited, at</p>

	<p>gpa@mncsingapore.com or alternatively at +65 6228 0504 or +65 6228 0507 between 12.00 p.m. and 6.00 p.m. on 24 June 2020 or between 9.00 a.m. and 12.00 p.m. on 25 June 2020.</p>
<p>Date and time of AGM</p> <p>2.00 p.m. on 25 June 2020 (Thursday)</p>	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the password to access the audio-visual webcast of the AGM proceedings; or • Call the telephone number in the Confirmation Email and enter the conference code to access the audio-only stream of the AGM proceedings.

9. **Important reminder. Due to the constantly evolving Covid-19 situation in Singapore, the Company may be required to change its arrangements for the AGM at short notice. Shareholders should check URL <https://www.nsl.com.sg/announcements> for the latest updates on the status of the AGM.**

The Company would like 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

Lim Su-Ling
Company Secretary
3 June 2020

APPENDIX

Steps for pre-registration, pre-submission of questions and voting at the AGM:

Shareholders will be able to observe and/or listen to the AGM proceedings through an audio-visual webcast or audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No	Steps	Details
1	Pre-registration	<p>Shareholders may begin to pre-register at URL http://live.motionmediaworks.com/nslregform for audio-visual webcast or audio-only stream of the AGM proceedings from 9.00 a.m. on 3 June 2020 till 2.00 p.m. on 22 June 2020, to enable NSL to verify their status as shareholders.</p> <p>Individuals or corporates whose status as shareholders cannot be verified will receive an email by 12.00 p.m. on 24 June 2020 informing them of this. Such individuals or corporates may contact the Company's Share Registrar, M & C Services Private Limited, at gpa@mncsingapore.com or alternatively at +65 6228 0504 or +65 6228 0507 between 12.00 p.m. to 6.00 p.m. on 24 June 2020 or between 9.00 a.m. and 12.00 p.m. on 25 June 2020 if they have any questions.</p> <p>Individuals or corporates whose status as shareholders have been verified will receive a Confirmation Email by 12.00 p.m. on 24 June 2020, which will contain a password and the link to access the audio-visual webcast or a telephone number and a conference code to access the audio-only stream of the AGM proceedings. Please note that local and overseas calls charges will apply for the audio-only calls.</p> <p>Shareholders who do not receive the Confirmation Email by 12.00 p.m. on 24 June 2020, but have registered by the 22 June 2020 deadline and have not been informed of an unsuccessful registration, should contact the Company's Share Registrar, M & C Services Private Limited, at gpa@mncsingapore.com or alternatively at +65 6228 0504 or +65 6228 0507 between 12.00 p.m. to 6.00 p.m. on 24</p>

No	Steps	Details
		June 2020 or between 9.00 a.m. and 12.00 p.m. on 25 June 2020
2	Submit questions in advance	<p>Shareholders will not be able to ask questions at the AGM during the webcast or audio-stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, via pre-registration website at the URL http://live.motionmediaworks.com/nslregform</p> <p>Deadline to submit questions. All questions must be submitted by 2.00 p.m. on 22 June 2020.</p> <p>Addressing questions. The Company will endeavour to address all substantial and relevant questions received from shareholders during the AGM through audio-visual webcast and audio-only stream.</p> <p>Minutes of AGM. The Company will publish the minutes of the AGM on its corporate website and on SGXNET, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>
3	Submit proxy forms to vote	<p>Appointment of Chairman of the Meeting as proxy. Shareholders (whether individual or corporate) who wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</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>

No	Steps	Details
		<p>Submission of proxy forms. Proxy forms must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or</p> <p>(b) if submitted electronically, be submitted via email to the Company's Share Registrar at gpa@mncsingapore.com</p> <p>in either case, by 2.00 p.m. on 22 June 2020.</p> <p>A shareholder who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.</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 to submit their votes by 5.00 p.m. on 16 June 2020.</p>