



CITY DEVELOPMENTS LIMITED

(Co. Reg. No. 196300316Z)
(Incorporated in the Republic of Singapore)

57TH ANNUAL GENERAL MEETING TO BE HELD ON 24 JUNE 2020

1. **Background.** City Developments Limited (“**CDL**” or the “**Company**”) refers to:
 - (a) its announcement on 1 April 2020 stating that it had applied to and received approval from the Accounting and Corporate Regulatory Authority for an extension of time of up to two months until 29 June 2020 to hold its 57th Annual General Meeting (“**57th AGM**”) and had also sought and obtained a waiver from Singapore Exchange Regulation with regards compliance with the Listing Manual and an extension of time for the holding of the AGM on a date not later than 29 June 2020;
 - (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enabled 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**”), gazetted on 13 April 2020, which set out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
2. **Date, time and conduct of AGM.** CDL is pleased to announce that pursuant to the Order, its 57th AGM will be convened and held by way of electronic means on **Wednesday, 24 June 2020 at 3.00 p.m.**
3. **Notice of AGM and proxy form.** With effect from today, the Notice of the Company’s 57th AGM and proxy form have been made available to shareholders solely by electronic means via publication (i) on the Company’s corporate website at <https://www.cdl.com.sg/agm> and (ii) on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Please note that printed copies of these documents **will not** be sent to shareholders via post.
4. **No personal attendance at AGM.** Due to the current COVID-19 restriction orders in Singapore, we seek your understanding that **shareholders will not be able to attend the 57th AGM in person.**
5. **Alternative arrangements for participation at the AGM.** Shareholders may participate at the 57th AGM by:
 - (a) appointing the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the 57th AGM;
 - (b) observing and/or listening to the 57th AGM proceedings via live audio-visual webcast or live audio-only stream; and/or
 - (c) submitting questions they would like to raise in advance of the 57th AGM.

Details of the steps for submission of the proxy form for voting at the 57th AGM, pre-registration to obtain access to the live audio-visual webcast or live audio-only stream, and pre-submission of questions to be raised at the 57th AGM are set out in the **Appendix** to this announcement. A copy of this announcement and the 'Frequently Asked Questions' relating to the 57th AGM may also be accessed at the Company's website at the URL <https://www.cdl.com.sg/agm>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold ordinary shares in CDL through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF and SRS investors, and who wish to participate in the 57th AGM by:

- (a) appointing the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the 57th AGM;
- (b) observing and/or listening to the 57th AGM proceedings via live audio-visual webcast or live audio-only stream; and/or
- (c) submitting questions they would like to raise in advance of the 57th 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 57th AGM.

7. **Annual Report 2019 and Letter to Shareholders.** The Annual Report 2019 (and updated shareholding statistics as at 15 May 2020) and the Letter to Shareholders dated 2 June 2020 (in relation to the proposed renewal of the (a) share purchase mandate; and (b) IPT mandate for interested person transactions) have been published on our corporate website, and may be accessed as follows:

- (a) the Annual Report 2019 (and updated Statistics of Ordinary and Preference Shareholdings as at 15 May 2020) may be accessed at <https://www.cdl.com.sg/annualreports> by clicking on the links for "Annual Report 2019" and "Statistics of Ordinary and Preference Shareholdings as at 15 May 2020 (updates to pages 264 to 266 of Annual Report 2019)" respectively; and
- (b) the Letter to Shareholders dated 2 June 2020 may be accessed at <https://www.cdl.com.sg/agm> by clicking on the link for "Letter to Shareholders dated 2 June 2020".

For Shareholders who still wish to receive a printed copy of the Annual Report 2019 and the Letter to Shareholders dated 2 June 2020, they may submit their request(s) through the online Request Form at <https://www.cdl.com.sg/annualreports> no later than **8 June 2020**.

8. **Record and payment dates for final ordinary dividend and special final ordinary dividend.** Subject to the approval of the Ordinary shareholders at the 57th AGM for the payment of the Final Ordinary Dividend and Special Final Ordinary Dividend, the Ordinary Shares Transfer Books and Register of Holders of Ordinary Shares of the Company will be closed on 7 July 2020. Duly completed registrable transfers received by the Company's Share Registrar, M & C Services Private Limited of 112 Robinson Road, #05-01, Singapore 068902, up to 5.00 p.m. on 6 July 2020 will be registered to determine Ordinary shareholders' entitlement to the Final Ordinary Dividend and Special Final Ordinary Dividend. The Final Ordinary Dividend and Special Final Ordinary Dividend, if approved by the Ordinary shareholders at the 57th AGM, will be paid on 16 July 2020.

9. **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
From 9.00 a.m. on 2 June 2020 (Tuesday)	Ordinary shareholders may begin to pre-register at https://www.cdl.com.sg/agm2020 for live audio-visual webcast/live audio-only stream of the AGM proceedings.
5.00 p.m. on 12 June 2020 (Friday)	CPF or SRS investors, who wish to appoint the Chairman of the Meeting as their proxy, must approach their respective CPF Agent Banks or SRS Operators to submit their votes by this deadline.
3.00 p.m. on 21 June 2020 (Sunday)	Deadline for ordinary shareholders to: <ul style="list-style-type: none"> • submit proxy forms • pre-register for the live audio-visual webcast/live audio-only stream of the 57th AGM proceedings; and • submit questions to be raised at the 57th AGM.
22 June 2020 (Monday)	Individuals or corporates that have pre-registered but whose status as ordinary shareholders cannot be verified will receive an email by this date to inform them of this.
By 12.00 noon on 22 June 2020 (Monday)	Authenticated shareholders will receive an email with login credentials, as well as the link to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the AGM proceedings (the “ Confirmation Email ”). Shareholders who do not receive the Confirmation Email by 12.00 noon on 22 June 2020, but have registered by the 21 June 2020 deadline should contact our Share Registrar, M & C Services Private Limited, at GPD@mncsingapore.com or alternatively at +65 6228 0508 or +65 6228 0518 between 12.00 noon and 7.00 p.m. on 22 June 2020 or between 9.00 a.m. and 12.00 noon on 23 June 2020.
24 June 2020 (Wednesday)	Publication of answers to questions raised at the URL https://www.cdl.com.sg/agm and on SGX website at the URL https://www.sgx.com/securities/company-announcements .
3.00 p.m. on 24 June 2020 (Wednesday)	57th Annual General Meeting <ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the password to access the live audio-visual webcast of the AGM proceedings; or • Call the toll-free telephone number in the Confirmation Email and enter the conference code to access the live audio-only stream of the AGM proceedings.

Key dates	Actions
5.00 p.m. on 6 July 2020 (Monday)	Record date for determining entitlements to FY2019 Ordinary Final and Special Final Dividends, subject to shareholders' approval at the 57th AGM.
16 July 2020 (Thursday)	Payment date for FY2019 Ordinary Final and Special Final Dividends, subject to shareholders' approval at the 57th AGM.

10. **Important reminder. Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders should check our corporate website at <https://www.cdl.com.sg/agm> 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 us to hold our 57th AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

By Order of the Board

Shufen Loh @ Catherine Shufen Loh
 Enid Ling Peek Fong
 Company Secretaries
 2 June 2020

APPENDIX

Steps for voting on the AGM resolutions, pre-registration to observe/listen to the AGM proceedings and pre-submission of questions in advance of the AGM

Ordinary Shareholders can only vote in respect of the resolutions proposed at the AGM by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM. Ordinary Shareholders may, if they wish, observe and/or listen to the AGM proceedings through a live audio-visual webcast or live audio-only stream and may also submit questions in advance of the AGM. Please refer to the following steps for the submission of the proxy form, pre-registration for the audio-visual webcast or audio-only stream, and submission of questions.

No.	Steps	Details
1.	Submit proxy form to vote	<p>Appointment of Chairman of the Meeting as proxy. Due to the current COVID-19 situation and related safe distancing measures in Singapore, an ordinary shareholder will not be able to attend the AGM in person. A member (whether an individual or a corporate) cannot appoint any other person as his/her/its proxy for the AGM and must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such ordinary shareholder wishes to exercise his/her/its voting rights at the AGM.</p> <p>Specific voting instructions to be given. Where ordinary shareholders (whether an individual or a 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 each resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for any resolution without specific instructions will be treated as invalid.</p> <p>Submission of proxy forms. An ordinary shareholder who wishes to submit a proxy form appointing the Chairman of the Meeting as his proxy must first download the proxy form at the URL https://www.cdl.com.sg/agm and click on the hyperlink "Proxy Form" under the caption "57th Annual General Meeting", and thereafter complete and sign the proxy form, before submitting it in the manner provided below:</p> <p>(a) if submitted by post, to be received at the office of 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, to be submitted via email to the Company's Share Registrar at GPD@mncsingapore.com</p> <p>in either case, by 3.00 p.m. on 21 June 2020.</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>

		CPF or SRS investors who wish to appoint the Chairman of the Meeting as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 12 June 2020 .
2.	Pre-registration for AGM	<p>Ordinary shareholders, who wish to observe or listen to the AGM proceedings, must pre-register at the pre-registration website at https://www.cdl.com.sg/agm2020 from 9.00 a.m. on 2 June 2020 to 3.00 p.m. on 21 June 2020 to enable the Company to verify their status as ordinary shareholders.</p> <p>Following the verification of the status of shareholders, authenticated shareholders will receive an email with login credentials, as well as the link to access the live audio-visual webcast or a toll-free telephone number to access the live audio-only stream of the AGM proceedings (the “Confirmation Email”).</p> <p>Ordinary shareholders who do not receive the Confirmation Email by 12.00 noon on 22 June 2020, but have registered by the 21 June 2020 deadline should contact the Company’s Share Registrar, M & C Services Private Limited, at GPD@mncsingapore.com or alternatively, +65 6228 0508 or +65 6228 0518 between 12.00 noon and 7.00 p.m. on 22 June 2020 or between 9.00 a.m. and 12.00 noon on 23 June 2020.</p> <p>Investors holding shares through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register at https://www.cdl.com.sg/agm2020 for the live broadcast of the AGM. If they wish to participate in the live broadcast of the AGM, they should instead approach his/her/its relevant intermediary as soon as possible in order to make the necessary arrangements to participate in the live broadcast of the AGM.</p>
3.	Submit questions in advance of the AGM	<p>Ordinary shareholders will not be able to ask questions at the AGM during the live audio-visual webcast or live audio only stream, and therefore it is important for ordinary shareholders to submit their questions in advance of the AGM.</p> <p>Submission of questions. Ordinary 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, in the following manner:</p> <p>(a) By email to agm2020@cdl.com.sg; or</p> <p>(b) By post to City Developments Limited, Corporate Secretariat, 9 Raffles Place #12-01 Republic Plaza, Singapore 048619.</p> <p>To ensure that questions are received by the Company by the stipulated deadline set out below, ordinary shareholders are strongly encouraged to submit questions by email.</p> <p>When sending questions, ordinary shareholders should also provide their full name as it appears on the CDP/CPF/SRS/Scrip share records, address, number of ordinary shares in the Company and the manner in which the shares are held in the Company (eg. via CDP, CPF or SRS, or scrip based) for verification. Mobile phone numbers provided will help the Company to reach out more easily if clarification is required.</p>

		<p>Deadline to submit questions. All questions must be submitted by 21 June 2020.</p> <p>Addressing questions. The Company will endeavour to address all substantial and relevant questions, primarily relating to the Annual Report and other agenda items set out in the Notice of AGM received from the ordinary shareholders. Responses to these substantial and relevant questions will be published on the Company's website at the URL https://www.cdl.com.sg/agm and will also be made available on SGX website at the URL https://www.sgx.com/securities/company-announcements by 24 June 2020.</p> <p>Minutes of AGM. The Company will publish the minutes of the 57th AGM on the Company's website and on SGX website within one month of the date of the AGM.</p>
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