



**SIM LEISURE GROUP LTD.**

(Incorporated in the Republic of Singapore)

(Company Registration No. 201808096D)

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**LETTER TO SHAREHOLDERS ON ALTERNATIVE ARRANGEMENTS FOR THE  
ANNUAL GENERAL MEETING OF THE COMPANY  
TO BE HELD ON 29 APRIL 2022**

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Dear Shareholders

This letter is circulated together with and forms part of Sim Leisure Group Ltd.'s (the "**Company**") Notice of Annual General Meeting ("**AGM**") dated 14 April 2022 (the "**Notice of AGM**") in respect of the upcoming AGM of the Company scheduled to be held on Friday, 29 April 2022 at 2:00 p.m..

The AGM is an important event for the Company. In usual circumstances, we would arrange our shareholders ("**Shareholders**") to attend the AGM physically as it is an opportunity for the board of directors (the "**Board**") and management of the Company to meet and engage with the Shareholders directly.

Pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the Company has the option to hold a virtual meeting, even where the Company is permitted under safe distancing regulations to hold a physical meeting. As part of the Company's efforts to minimise physical interactions and COVID-19 transmission risk to a minimum, the Meeting will be held by way of electronic means and members will NOT be allowed to attend the AGM in person.

**For the avoidance of doubt, there will be no physical location to facilitate the conduct of the AGM by way of electronic means.**

The Company will arrange for (i) a "live" audio-visual webcast of the AGM, which allows Shareholders to observe the proceedings of the AGM contemporaneously ("**LIVE WEBCAST**"); and (ii) audio only means (via telephone), which allows Shareholders to listen to the proceedings of the AGM contemporaneously ("**AUDIO ONLY MEANS**"). Shareholders can **ONLY** participate in the AGM via **LIVE WEBCAST** or **AUDIO ONLY MEANS**.

**LIVE WEBCAST**

For Shareholders who would like to observe the proceedings of the AGM via **LIVE WEBCAST**, Shareholders will need to pre-register online at <https://forms.gle/H7Cis6uAXRikMDKp7> and provide their personal particulars, **no later than 2:00 p.m. on 26 April 2022** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (the "**Registration Deadline**") to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email confirmation by 2:00 p.m. on 28 April 2022 (being twenty-four (24) hours before the time appointed for the holding of the AGM) which contains a unique link to access the **LIVE WEBCAST** to observe the proceedings of the AGM. Shareholders may observe the proceedings of the AGM through the **LIVE WEBCAST** via their mobile phones, tablets or laptop/computers.

Shareholders **MUST NOT** forward the unique link to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the **LIVE WEBCAST**.

## AUDIO ONLY MEANS

For Shareholders who would like to listen to the proceedings of the AGM via AUDIO ONLY MEANS, Shareholders will need to pre-register with the Company's Investor Relations team at <https://forms.gle/H7Cis6uAXRikMDKp7> and provide their particulars, no later than the Registration Deadline to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email confirmation by 2:00 p.m. on 28 April 2022 (being twenty-four (24) hours before the time appointed for the holding of the AGM) which contains details of the AUDIO ONLY MEANS to listen to the proceedings of the AGM.

Shareholders MUST NOT forward the details of the AUDIO ONLY MEANS to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the AUDIO ONLY MEANS.

Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act 1967, such as SRS investors, should approach their respective agents, such as SRS Operators, to participate in the AGM via LIVE WEBCAST or AUDIO ONLY MEANS.

Shareholders who register by the Registration Deadline but do not receive an email response by 2:00 p.m. on 28 April 2022 may contact the Company via email at [investorrelations@simleisuregroup.com](mailto:investorrelations@simleisuregroup.com) for assistance.

## DOCUMENTS FOR THE AGM

The documents relating to the business of the AGM, which comprise the Company's annual report for the financial year ended 31 December 2021 as well as the Notice of AGM and the Proxy Form (as defined herein) for the AGM, have been published on SGXNet and the Company's corporate website at <https://www.simleisuregroup.com/announcements> on 14 April 2022.

## QUESTIONS FROM SHAREHOLDERS

Shareholders may submit any questions they may have in advance in relation to any resolution set out in the Notice of AGM **by 2:00 p.m. on 22 April 2022** via email to the Company's Investor Relations team at [investorrelations@simleisuregroup.com](mailto:investorrelations@simleisuregroup.com) and provide their particulars.

The Company will provide its responses to substantial queries and relevant comments from Shareholders relating to the agenda of the AGM before **2:00 p.m. on 24 April 2022** (being not less than forty-eight (48) hours before the closing date and time for the lodgment of the proxy forms) via publication on SGXNet and the Company's corporate website at <https://www.simleisuregroup.com/announcements>. Where substantial queries and relevant comments received from Shareholders are unable to be addressed prior to the AGM, the Company will address them during the AGM via LIVE WEBCAST or AUDIO ONLY MEANS. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or during, the AGM in respect of substantial and relevant matters.

The Company will publish the minutes of the AGM (including the Company's responses to the substantial queries and relevant comments received from Shareholders, which are addressed during the AGM) on SGXNet and the Company's corporate website at <https://www.simleisuregroup.com/announcements>, within one (1) month after the AGM.

Shareholders, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act 1967, such as SRS investors, should approach their respective agents, such as 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.

## PROXY VOTING

**Voting at the AGM is by proxy ONLY.** As the Company does not allow real-time remote electronic voting through an electronic voting system to take place at the AGM, Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the AGM respectively as their proxy by completing the respective Proxy Forms for the AGM. Shareholders should specifically indicate how they wish to vote for or vote against (or abstain from voting on) the resolutions set out in the Notice of AGM.

The instrument appointing the Chairman of the AGM as proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarial certified copy ("**Proxy Form**") thereof, must:

- a) if sent by post, be lodged at the office of the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896; or
- b) if submitted by email, be received by the Company's Share Registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com),

in either case, **by 2:00 p.m. on 26 April 2022** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default the Proxy Form for the AGM shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first complete and sign the proxy form, before submitting it electronically via email to the email address provided above, or submitting it by post to the address provided above.

**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.**

For SRS investors, the Proxy Forms for the AGM are not valid for their use and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS investors who wish to appoint the Chairman of the AGM to act as their proxy should approach their respective SRS Operators to submit their votes to the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896, or email to the Company's Share Registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com) at least seven (7) working days before the AGM.

We wish to seek Shareholders' understanding that further measures and/or changes to the Company's AGM arrangement may be made according to the measures required or guidelines issued by government agencies in the ensuing days up to the date of the Company's AGM. We shall announce further updates (if any) via SGX announcements and also on our corporate website at <https://www.simleisuregroup.com/announcements>.

Yours faithfully  
For and on behalf of the Board of Directors of  
**SIM LEISURE GROUP LTD.**

SIM CHOO KHENG  
Executive Director and Chief Executive Officer

14 April 2022

*This letter has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**").*

*It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this letter, including the correctness of any of the statements or opinions made or reports contained in this letter.*

*The contact person for the Sponsor is Ms Jennifer Tan, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.*