



**Second Chance Properties Ltd**  
(Company Registration No. 198103193M)

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**IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE ALTERNATIVE ARRANGEMENTS OF THE COMPANY'S ANNUAL GENERAL MEETING TO BE HELD ON 21 DECEMBER 2021 BY ELECTRONIC MEANS**

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**1. INTRODUCTION**

The Board of Directors (the "**Board**") of Second Chance Properties Ltd (the "**Company**") refer to:-

- a) the Notice of Annual General Meeting dated 6 December 2021 (the "**AGM Notice**") to convene the Annual General Meeting for financial year 2021 of the Company (the "**AGM**") to be held on 21 December 2021 at 11:00 a.m.;
- b) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 ("**COVID-19 Act**") 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, tele-conferencing or other electronic means;
- c) the COVID-19 Act (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 ("**COVID-19 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;
- d) the Joint Statement by the Accounting and Corporate Regulatory Authority ("**ACRA**"), the Monetary Authority of Singapore and the Singapore Exchange Regulation ("**SGX RegCo**") issued on 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) providing a checklist (which provides further guidance on COVID-19 Act and COVID-19 Order) to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place; and
- e) the announcement by the Ministry of Law ("**MinLaw**") on 6 April 2021 that MinLaw, in consultant with relevant Ministries and agencies, had further extended the duration of legislation that enables entities to hold meetings via electronic means, beyond 30 June 2021. Such legislation will continue to be in force until revoked or amended by MinLaw.

This announcement is circulated with and forms part of the AGM Notice in respect of the AGM. The AGM Notice will also be available on the Company's website at the URL [www.secondchance.com.sg](http://www.secondchance.com.sg).

In light of the above developments and the evolving COVID-19 situation, the Board wishes to inform shareholders of the Company ("**Shareholders**") that the Company will conduct the AGM by way of electronic means pursuant to First Schedule of the COVID-19 Order.

## 2. **NO PHYSICAL ATTENDANCE AT THE AGM**

Alternative arrangements have been put in place to allow Shareholders to participate at the AGM by watching proceedings through a "live" webcast via his/her/its mobile phones, tablets or computer or listening to the AGM proceedings via "live" audio feed via telephone. Shareholders who pre-register to watch the "live" webcast or listen to the "live" audio feed may also submit questions related to the resolutions to be tabled for approval at the AGM, and Shareholders who wish to exercise their voting rights may do so by voting by proxy at the AGM. Please see paragraphs 3, 4 and, 5 below for the alternative arrangements.

**Please note that no physical meeting will be held for this forthcoming AGM.**

## 3. **REGISTRATION TO ATTEND THE AGM REMOTELY**

A Shareholder who wishes to watch the "live" webcast or listen to the "live" audio feed must pre-register by 11.00 a.m. on 18 December 2021 ("**Registration Cut-Off Date**") (being 72 hours before the time fixed for the AGM), at the URL <https://conveneagm.sg/secondchance>. A Shareholder will be required to provide their full name, NRIC/Passport No./Company Registration No. and address for verification purposes.

Upon successful registration, authenticated Shareholders will receive an email confirmation by 20 December 2021 with their user log-in details, access password and the link to access the "live" webcast and/or telephone number for "live" audio feed of the AGM proceedings.

A Shareholder who does not receive any email by 5.00 p.m. on 20 December 2021, but who have registered by the Registration Cut-Off Date, should contact the Company at the following email address: [contact@secondchance.com.sg](mailto:contact@secondchance.com.sg).

## 4. **SUBMISSION OF PROXY FORMS**

**Voting at the AGM is by proxy ONLY.**

A Shareholder will not be able to vote online on the resolutions to be tabled for approval at the AGM. If a Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must each submit an instrument of proxy to appoint the Chairman of the AGM as their proxy to attend, speak and vote on their respective behalves at the AGM. A Shareholder (whether individual or corporate) appointing the Chairman of the AGM as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the instrument of proxy, failing which the appointment for that resolution will be treated as invalid.

The instrument of proxy, together with the letter or power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, must:

- (a) If sent personally or by post, be lodged at the registered office of the Company at 845 Geylang Road, #04-22 Tanjong Katong Complex, Singapore 400845; or
- (b) If by email, be received by the Company at [contact@secondchance.com.sg](mailto:contact@secondchance.com.sg).

In either case, by 11.00 a.m. on 18 December 2021 (being 72 hours before the time fixed for the AGM), and in default the instrument of proxy shall not be treated as valid.

The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instruments of the appointor specified in the instrument appointing the Chairman of the AGM as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodge if the Shareholder, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

The Company apologises for any inconvenience caused and seek the understanding and cooperation of all Shareholders to minimise the risk of community spread of the COVID-19. The Company, Group, officers and employees shall have no liability whatsoever to Shareholders, their proxies, corporate representatives or any other attendees arising out of or in connection with any of them being infected or suspected of being infected with COVID-19 or suffering any losses arising out of or in connection with attendance at the AGM of the Company and/or the Company taking precautionary measures at the Company's discretion in response to the COVID-19 situation.

Persons, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act, such as Central Provident Fund Investment Scheme ("CPF Investors") and Supplementary Retirement Scheme ("SRS Investors") (as may be applicable) and wishes to appoint the Chairman of the AGM as their proxy should approach their respective relevant intermediaries (e.g. CPF/SRS Approved Nominees such as CPF Agent Banks or SRS Operators), to submit their votes at least seven (7) working days before the AGM (i.e. by 11.00 a.m. on 9 December 2021).

## 5. PRIOR SUBMISSION OF QUESTIONS

**Please note that Shareholders will not be able to ask questions during the Live AGM Webcast.**

A Shareholder who pre-registers to watch the "live" webcast or listen to the "live" audio feed may also submit questions related to the resolutions to be tabled for approval for the AGM. To do so, all questions must be submitted by 11.00 a.m. on 18 December 2021 (being 72 hours before the time fixed for the AGM):

- (a) Via the pre-registration website at the URL <https://conveneagm.sg/secondchance>;
- (b) In hard copy by sending personally or by post and lodging the same at the registered office of the Company at 845 Geylang Road, #04-22 Tanjong Katong Complex, Singapore 400845; or
- (c) By email to the Company at [contact@secondchance.com.sg](mailto:contact@secondchance.com.sg).

Shareholders will need to identify themselves when posing questions by email or by mail by providing the following details:

- (a) the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS share records;
- (b) the Shareholder's NRIC/Passport/UEN number;
- (c) the Shareholder's contact number and email address; and
- (d) the manner in which the Shareholder holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval for the AGM either before the AGM on SGXNet and the Company's website at the URL [www.secondchance.com.sg](http://www.secondchance.com.sg) or during the AGM, in accordance with the COVID-19 Order Guidance.

## 6. DOCUMENTS FOR THE AGM

Documents relating to the business of the AGM, which comprise the Company's annual report for the financial year ended 31 August 2021 (the "**Annual Report**"), AGM Notice and the accompanying proxy form for the AGM will be accessed by electronic means via publication on (i) the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's website at the URL [www.secondchance.com.sg](http://www.secondchance.com.sg).

The AGM Notice together with its proxy form as well as the request form will be sent to Shareholders by post on 3 December 2021.

If you wish to receive a printed copy of the Annual Report, please complete and return the request form to the Company's Share Registrar office by no later than 14 December 2021.

## 7. OTHERS

As the COVID-19 pandemic continues to evolve, further measures and/or changes to the AGM arrangements may be made on short notice in the ensuing days, even up to the day of the AGM. Please check the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>; or the Company's website at the URL [www.secondchance.com.sg](http://www.secondchance.com.sg) for updates.

Should Shareholders have any questions on the alternative arrangements that has not been addressed above, you are advised to forward your questions to [contact@secondchance.com.sg](mailto:contact@secondchance.com.sg). The Company will endeavor to provide the answers in a timely manner but the Company seeks your understanding if there are any delays.

The Company seeks the understanding and cooperation of all shareholders in enabling the Company to hold the AGM with the optimum safe distancing measures to minimise the risk of community spread of COVID-19.

## 8. FURTHER INFORMATION

Shareholders who watch/listen to the AGM proceedings are reminded that the AGM is private. Invitation to shareholder to attend the AGM via "live" webcast or "live" audio feed shall not be forwarded to anyone who is not a shareholder of the Company or who is not authorised to attend the AGM. **RECORDING OF THE AGM PROCEEDINGS** in whatever form is also **STRICTLY PROHIBITED**.

The Company seeks shareholders' patience and understanding during the AGM proceedings in the event of any technical disruptions.

### By Order of the Board

Mohamed Salleh s/o Kadir Mohideen Saibu Maricar  
Founder & CEO

6 December 2021