

ADDENDUM TO MEASURES TO MINIMISE RISK OF COVID-19

The board of directors (the “**Board**” or “**Directors**”) of Manhattan Resources Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the (1) Annual Report for the financial year ended 31 December 2019 (“**Annual Report**”), the Notice of Annual General Meeting dated 17 April 2020 (“**Notice of AGM**”) and Proxy Form in relation to the Company’s Annual General Meeting to be held on 11 May 2020 (the “**AGM**”); and (2) Circular to Shareholders dated 17 April 2020 (“**Circular**”), the Notice of Extraordinary General Meeting dated 17 April 2020 (“**Notice of EGM**”) and Proxy Form in relation to the Extraordinary General Meeting to be held on 11 May 2020 (the “**EGM**”).

This Addendum supersedes the ‘Measures to Minimise Risk of COVID-19’, as specified in the Notice of AGM and the Notice of EGM.

New Measures to Minimise Risk of COVID-19

On 7 April 2020, Part 4 of the COVID-19 (Temporary Measures) Act 2020 (“**Covid Temporary Measures Act**”) came into operation. Under Part 4 of the Covid Temporary Measures Act, alternative meeting arrangements may be prescribed, by order, for those meetings where personal attendance is provided for in written law or certain legal instruments. On the same day, the Ministry of Health issued the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 (“**Regulations**”), which put in place an elevated set of safe distancing measures as a circuit breaker to pre-empt increasing local transmission of COVID-19. This included the closure of workplace premises except for providers of essential services.

On 13 April 2020, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (“**Order**”) was issued. The Order prescribes, amongst other things, the alternative arrangements for the conduct of general meetings of companies. The alternative arrangements apply to meetings convened, held, conducted or deferred during (a) the control period commencing retrospectively from 27 March 2020 to the last day the Regulations or the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020 is in force (“**Control Period**”); and (b) a period of 30 days after the end of the Control Period, where notice of the meeting was given during the Control Period (collectively, the “**Applicable Period**”).

Additionally, on 13 April 2020, the Accounting and Corporate Regulatory Authority (“**ACRA**”), the Monetary Authority of Singapore (“**MAS**”) and Singapore Exchange Regulation (“**SGX RegCo**”) published a checklist incorporating the alternative arrangements prescribed in the Order (“**Checklist**”) for the conduct of general meetings.

Given that the Company shall be holding the AGM and the EGM during the Applicable Period, the Company shall incorporate the following enhanced COVID-19 measures in compliance with the above:

1. Conduct of the AGM and EGM (“General Meeting”)

- 1.1. The General Meeting shall be conducted through live webcast and teleconference. All persons, except for not more than six (6) essential persons (such as the chairman of the General Meeting) who are required to be present at the General Meeting, **shall not be permitted** to physically attend the General Meeting.
- 1.2. Shareholders, including persons which would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act (“**Relevant Intermediaries**”), such as CPF and SRS investors shall be able to observe proceedings

through a live webcast *via* their mobile phones, tablets or computers and/or tune in to the proceedings *via* teleconferencing.

- 1.3. Shareholders must register online at <https://bit.ly/mrl2020> no later than 3.00 pm on 7 May 2020 to enable the Company to verify their shareholder status. Shareholders which have been authenticated (“**Authenticated Shareholders**”) will receive an email which contains the link to access the live webcast of the proceedings and/or teleconference number by 10 May 2020.

2. Questions

- 2.1. Shareholders who have questions relevant to the AGM and/or EGM must submit their questions to the Company *via* email at agm2020@manhattan.sg or *via* post to reach the registered office of the Company at 133 New Bridge Road, #18-09 Chinatown Point, Singapore 059413, no later than 3.00 pm on 7 May 2020.
- 2.2. All substantial and relevant questions shall be addressed by the Board and/or management prior to, or at, the General Meeting, and any subsequent clarifications sought, or follow-up questions shall be addressed, prior to, or at, the General Meeting in respect of substantial and relevant matters.
- 2.3. To the extent practicable, the Company may address questions prior to the General Meeting through publication on SGXNET, its corporate website at www.manhattan.sg and/or any virtual information session that the Company may organise.

3. Voting and Proxy Forms

- 3.1 To vote on all or any of the resolutions at the General Meeting, **all Shareholders must vote by proxy only, and only the chairman of the General Meeting may be appointed as proxy. Proxy forms appointing such person other than the chairman of the General Meeting shall be deemed to appoint the chairman of the General Meeting as proxy. If Shareholders wish to withdraw their previously-submitted proxy forms, please submit your instructions to agm2020@manhattan.sg.**
- 3.2 Shareholders are required to complete the Proxy Form and to send the duly executed Proxy Form (together with the original power of attorney or other authority, if any, under which it is signed or a duly certified copy thereof) to the Company *via* email at agm2020@manhattan.sg or *via* post to reach the registered office of the Company at 133 New Bridge Road, #18-09 Chinatown Point, Singapore 059413, no less than 48 hours before the time appointed for the AGM or EGM, as the case may be.
- 3.3 Shareholders should specifically indicate how they wish to vote for or vote against (or abstain from voting on) the resolutions.
- 3.4 CPF and SRS investors are informed that if they wish to vote, they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the General Meeting.

As the COVID-19 situation continues to evolve, the Company seeks shareholders’ understanding that further measures and/or changes to the AGM and EGM arrangements may be made on short notice. In the event such measures are adopted, the Company will make announcements as appropriate.

ON BEHALF OF THE BOARD

Low Yi Ngo
Chief Executive Officer and Managing Director
17 April 2020