

F J BENJAMIN HOLDINGS LTD
(Company Registration No.: 197301125N)
(Incorporated in Singapore with limited liability)

INSTRUCTIONS TO SHAREHOLDERS FOR EXTRAORDINARY GENERAL MEETING

Due to the current COVID-19 restriction orders in Singapore, shareholders will not be allowed to attend the Extraordinary General Meeting (the “**Meeting**” or the “**EGM**”) of **F J Benjamin Holdings Ltd** (the “**Company**”) to be held on **Wednesday, 24 February 2021** at **11.00 a.m.** in person. Instead, alternative arrangements have been put in place to allow shareholders to participate in the Meeting by (a) electronic means (via live audio-visual webcast (“**live webcast**”) or listening to the EGM proceedings via live audio-only stream (“**live audio feed**”)) (b) submission of questions to the Chairman of the Meeting in advance of the Meeting, and (c) voting by appointing the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Meeting if such member wishes to exercise his/her/its voting rights at the EGM.

Please see paragraphs I to III below for these alternative arrangements.

The documents relating to the business of the EGM comprising the Circular to Shareholders dated 2 February 2021 in relation to (i) the Proposed Transfer from the Mainboard of the Singapore Exchange Securities Trading Limited to the Catalist; and (ii) the Proposed New Share Issue Mandate in accordance with Section 161 of the Companies Act, Chapter 50 and Rule 806(2) of the Catalist Rules, Notice of EGM and the Proxy Form (as defined herein) for the EGM, have been made available on SGXNET and the Company’s website at <https://www.fjbenjamin.com/media-announcements.php>.

I. To vote at the virtual Meeting

In appointing the Chairman of the Meeting as proxy, a member of the Company (whether individual or corporate) must submit their instrument appointing the Chairman of the Meeting (“**Proxy Form**”) to vote on their behalf. Member must give specific instructions as to his/her/its manner of voting, or abstention 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.

The duly completed and signed Proxy Form must be submitted to the Company in the following manner:

- (a) if submitted by post, be lodged with the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; **or**
- (b) if submitted electronically, be submitted via email to SRS.TeamE@boardroomlimited.com,

in either case, **by 11.00 a.m. on 22 February 2021 (being at least forty-eight (48) hours before the time for holding the EGM).**

A member 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 by scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed Proxy Forms personally or by post, members are strongly encouraged to submit the completed Proxy Forms electronically via email to SRS.TeamE@boardroomlimited.com.

Investors who hold their shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including Central Provident Fund (“**CPF**”) members or Supplementary Retirement Scheme (“**SRS**”) investors) and who wish to exercise their votes by appointing the Chairman of the Meeting as proxy should contact their respective relevant intermediaries (including their respective CPF agent banks or SRS approved banks) to submit their voting instructions by **11.00 a.m. on 15 February 2021**, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf by **11.00 a.m. on 22 February 2021**.

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II. Registration for the live webcast or live audio feed

Shareholders will be able to watch the EGM proceedings through a live webcast via their mobile phones, tablets or computers or listen to the EGM proceedings through a live audio feed via telephone. In order to do so, shareholders must follow the steps below.

Shareholders who wish to watch the live webcast or listen to the live audio feed of the EGM must pre-register at http://bit.ly/FJB_EGM2021 by **11.00 a.m. on 19 February 2021** (the “**Registration Deadline**”) to enable the Company to verify their status as shareholders.

Investors holding shares through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50) of Singapore) (other than CPF/SRS Investors) (“**Investors**”) will not be able to pre-register at the above website, for the live webcast or live audio feed of the Meeting. An Investor (other than CPF/SRS Investors) who wish to participate in the live webcast or live audio feed of the Meeting should instead approach his/her relevant intermediary as soon as possible in order for the relevant intermediary to make the necessary arrangements to pre-register. The relevant intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/Passport number) to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email to SRS.TeamE@boardroomlimited.com no later than the Registration Deadline.

Following the verification, authenticated shareholders will receive an email by **12.00 p. m. on 23 February 2021**. The email will contain the user ID and password, as well as the details to access the live webcast and live audio feed of the Meeting proceedings. As this is a private Meeting, shareholders must not disclose such details to others. Shareholders who have registered by the Registration Deadline but have not received the confirmation email by **12.00 p. m. on 23 February 2021**, should contact the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, by telephone at +65 6536 5355 during Monday to Friday between 9.00 a.m. to 5.00 p.m. (excluding Public Holidays) or by email to SRS.TeamE@boardroomlimited.com for assistance. **The Company advises all shareholders to register as early as possible.**

Shareholders who would have been able to be appointed as proxies by relevant intermediaries under Section 181(C) of the Companies Act, Chapter 50 of Singapore, such as CPF members and SRS investors, should approach their CPF agent banks or SRS approved banks, to participate in the Meeting via live webcast or live audio feed.

III. Submission of Questions

Shareholders may also submit questions related to resolutions to be tabled at the Meeting by email to SRS.TeamE@boardroomlimited.com. All questions for the EGM must be submitted no later than the Registration Deadline.

Please note that shareholders will not be able to ask questions during the live webcast and the live audio feed. It is therefore important for shareholders to pre-register their participation and submit their questions early.

The Board of Directors of the Company will endeavour to address all substantial and relevant questions received from shareholders prior to the EGM by publishing the responses to those questions on SGXNET at <https://www.sgx.com/securities/company-announcements> and the Company’s website at <https://www.fjbenjamin.com/media-announcements.php>. Where substantial relevant questions submitted by shareholders could not be addressed prior to the EGM, the Company will address the questions during the EGM through the live webcast and live audio feed.

The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion) received. The Company will publish the minutes of the EGM via SGXNET and on the Company’s website within one (1) month from the date of the EGM.

The Company would like to remind shareholders that, in view of the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders are advised to regularly check the Company’s website or announcements released on SGXNET at <https://www.sgx.com/securities/company-announcements> for updates on the status of the EGM.

By Order of the Board

Karen Chong Mee Keng
Company Secretary
2 February 2021