



Centurion Corporation Limited

(Incorporated in the Republic of Singapore with limited liability)

(Co. Reg. No.: 198401088W)

SGX Stock Code: OUB

SEHK Stock Code: 6090



A DECADE
OF **GROWTH**,
WELL POISED
FOR **THE FUTURE**

ANNUAL REPORT **2021**

CORPORATE PROFILE

Centurion Corporation Limited (“Centurion” or the “Company” and together with its subsidiaries, the “Group”) owns, develops and manages quality, Purpose-Built Workers Accommodation assets in Singapore and Malaysia, and Purpose-Built Student Accommodation assets in Australia, South Korea, the United Kingdom (“UK”) and the United States (“US”). Headquartered in Singapore, Centurion is listed on the Singapore Exchange (SGX: OU8) and on the Main Board of The Hong Kong Stock Exchange Limited (SEHK: 6090).

As at 31 December 2021, the Group’s portfolio of 36 operational accommodation assets comprises approximately 79,713 beds. Centurion’s established portfolio of workers accommodation assets are managed under the “Westlite” brand and comprises nine workers accommodation assets in Singapore as well as eight workers accommodation assets in Malaysia. The Group’s student accommodation assets are managed under the “dwell” brand, with 10 assets in the UK, two assets in Australia and one asset in South Korea.

In line with the Group’s asset light strategy to scale up in an efficient, sustainable manner, Centurion also launched and manages two private funds. Under the inaugural Centurion US Student Housing Fund launched in November 2017 in which Centurion has a 28.7% stake, the Group holds a portfolio of six assets in the US. The Group has also established the Centurion Student Accommodation Fund in December 2018 to invest in Purpose-Built Student Accommodation globally (ex-US).

With global reach and a clear growth strategy to actively enhance and manage its assets, identify strategic acquisitions supported by joint ventures and investment funds, and expand business and revenue streams through management services and ancillary accommodation-related services, Centurion has evolved to become a leading Singapore-based provider of quality specialised accommodation around the world.

EVENTS IN 2021



1. Ministers' walkthrough prior to MWOC Punggol Northshore's opening in March (Singapore)
2. Newly acquired blocks at Westlite Pasir Gudang (Johor, Malaysia)
3. Distributing food and supplies to residents of Westlite Jalan Tukang, Centurion's third QBD (Singapore)
4. Refurbished dwell MSV South (Manchester, UK)
5. Construction of 2,000 new beds at Westlite Tampoi which completed in 4th Quarter (Johor, Malaysia)

1st Quarter

- Management contracts for two Migrant Worker Onboarding Centres ("MWOCs") in Singapore commenced

2nd Quarter

- First of two acquired blocks at Westlite Pasir Gudang, Johor completed retrofitting and commenced operations with approximately 420 beds
- The Group's third QBD Westlite Jalan Tukang in Singapore commenced operations with approximately 3,420 beds
- Declined option to extend lease of dwell Selegie in Singapore for the final phase of 3+3+2 year tenure upon expiry of the second three-year phase in June

3rd Quarter

- Asset Enhancement Initiative ("AEI") of Westlite Toh Guan in Singapore commenced in August, to redevelop one block
- AEI of dwell MSV and dwell MSV South, UK completed by September, reconfigured some rooms to enable occupancy and revenue uplifts in upcoming academic years

4th Quarter

- The Group's fourth QBD Westlite Tuas South Boulevard in Singapore with approximately 628 beds commenced operations
- Second acquired block (out of two blocks) at Westlite Pasir Gudang in Johor, Malaysia commenced operations with approximately 470 beds after retrofitting
- Added three blocks to Westlite Tampoi in Johor, Malaysia with approximately 2,000 beds (reduced from 3,600 beds to comply with Department of Labour of Peninsular Malaysia's ("JTKSM") requirement after completion of AEI)



JOINT CHAIRMEN LETTER TO SHAREHOLDERS

Challenged with a pandemic of unprecedented proportion, the Group has managed to achieve continued growth during this time, with strong performance in financial year 2021 capping a decade of steady, stable growth.



Mr. Han Seng Juan

DEAR SHAREHOLDERS,

A MILESTONE YEAR

2021 marked a significant milestone, the 10th year, since Centurion Corporation Ltd pivoted into specialised accommodation business.

Ten years ago, the advent of high-speed internet and cloud brought unprecedented challenges to the company's original digital storage devices business. With foresight and agility, Centurion refocussed through an RTO in August 2011 to the niche, emerging property segment of Purpose-Built Workers Accommodation.

In the 10 years since, we have built a stable and resilient business, from a single workers accommodation asset of 5,300 beds in Singapore into a portfolio of 36 accommodation assets under management with over 79,700 beds in 17 cities across six countries. In that time, annual revenue from accommodation business has climbed more than tenfold, from S\$13.0 million in 2011 to S\$141.5 million in 2021.

In the past two years, the company has been challenged with a global pandemic of unprecedented proportion. We are pleased to report that the Group has managed to achieve continued growth during this time, with strong performance in financial year 2021 capping a decade of steady, stable growth.

JOINT CHAIRMEN LETTER TO SHAREHOLDERS



Mr. Loh Kim Kang David

CONTINUED GROWTH IN CHALLENGING TIMES

For the larger part of the year 2021, knock-on effects of COVID-19 continued to impact demand and occupancies, with migrant worker numbers as well as university attendance reduced in varying degrees across Singapore, Malaysia, the UK, Australia and South Korea.

During that time, the Company focussed on management measures to conserve cash and enhance operational efficiencies, while prudently, strategically enlarging our portfolio capacity and revenue streams through asset-light means.

We were able to enlarge our revenue-accretive bedcount by more than 9% over the year, with new assets leased in Singapore and Selangor, and with existing assets enhanced in Malaysia and Manchester. We also secured management contracts for two Migrant Worker Onboarding Centres in Singapore, expanding our capabilities and revenue from accommodation-related services and management services.

These strategic measures derived additional revenue which cushioned the impact of compressed occupancies, and enabled the Group to deliver growth of 11% in revenue from core business operations and 13% in net profit from core business attributable to equity holders. Valuation of our assets has improved S\$24.6 million year on year, and Net Asset Value per share at the end of FY2021 is 9% higher than a year ago.

RECOVERY AND RENEWAL

Recovery is now underway, with restrictions on travel and social interactions progressively lifted across the world. Workers and students are returning, and occupancy rates are recovering across all countries where we operate, with Australia also improving since November 2021.

As the world moves towards a new endemicity, new consumer demands, regulatory requirements and market opportunities are emerging, and the Group will remain agile to tap these shifts. We will need to recalibrate our assets and operations to learnings and needs arising from the pandemic.

The Group had quickly developed digital solutions to provide for the safety and wellbeing of our worker and student residents when physical movement and engagement were restricted. We have also moved quickly to reopen communal spaces and resume events and activities for our resident communities at the earliest safe and sensible times.

Centurion is well-positioned for the recovery and the necessary evolution of our spaces and systems for new endemic needs. We are confident that demand for our core business assets and services remains robust in the mid to long term.

RE-COMMITMENT TO OUR STAKEHOLDERS

The wellbeing of our resident communities remains core to our business, and at the forefront of our sustainability and governance efforts for our stakeholders.

Our achievements would not have been possible without the trust and support of all our stakeholders.

We wish to express our gratitude to our Board of Directors for your contributions and counsel. We would also like to thank our shareholders, loyal partners, and community stakeholders for their continued trust in Centurion over the last decade and the past year. Finally, we wish to acknowledge the hard work contributed by our management and staff.

Yours faithfully

HAN SENG JUAN
LOH KIM KANG, DAVID
Joint Chairmen

FINANCIAL HIGHLIGHTS

REVENUE (FY2021)

↑ **S\$143.0m**

from S\$128.4m in FY2020

11% increase YoY

GROSS PROFIT (FY2021)

↑ **S\$94.3m**

from S\$89.6m in FY2020

5% increase YoY

CORE PROFIT (NON IFRS)^{1,2&3} (FY2021)

↑ **S\$46.5m**

from S\$41.3m in FY2020

13% increase YoY

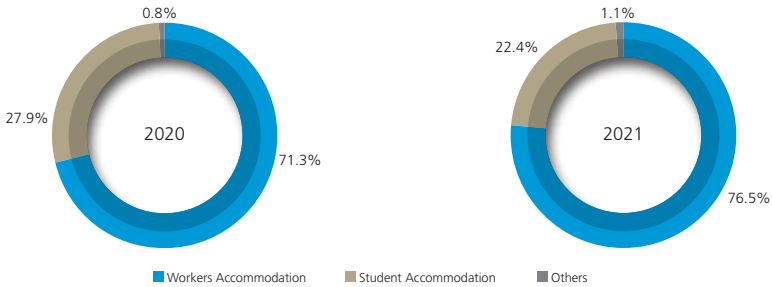
¹ Attributable to equity holders of the company

² Core Profit (non-IFRS) exclude one-off transactions which refer to fair value gains/losses on investment properties and rent guarantee, deferred tax arising from fair value changes, gain/loss on disposal of assets held for sale and gain on disposal of a subsidiary

³ IFRS refer to Singapore Financial Reporting Standards (International) and International Financial Reporting Standards collectively

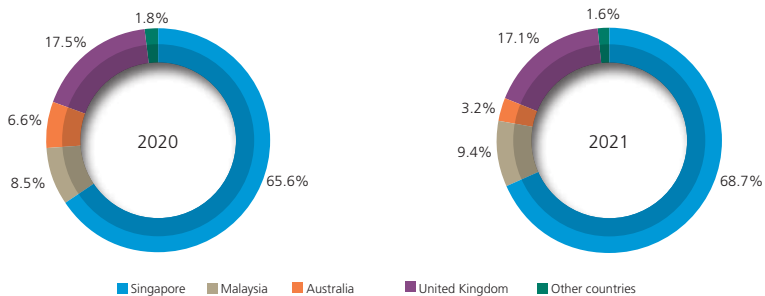
SEGMENTAL REVIEW

REVENUE CONTRIBUTION BY BUSINESS SEGMENT (%)



SEGMENTAL REVIEW

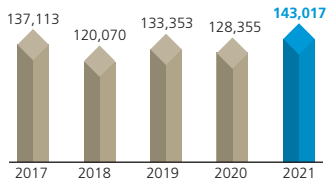
REVENUE CONTRIBUTION BY GEOGRAPHY (%)



FINANCIAL HIGHLIGHTS

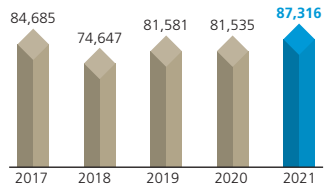
IFRS' FINANCIAL MEASURES

REVENUE (S\$'000)

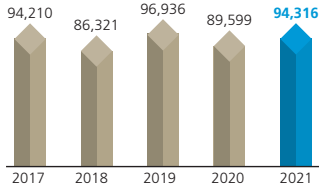


NON-IFRS' FINANCIAL MEASURES²

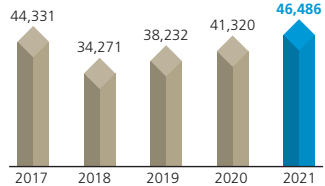
EBITDA³ – CORE BUSINESS² (S\$'000)



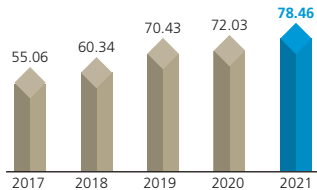
GROSS PROFIT (S\$'000)



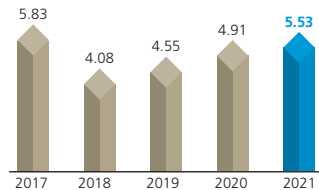
NET PROFIT⁴ FROM CORE BUSINESS² (S\$'000)



NET ASSET VALUE PER SHARE (CENTS)



EARNINGS PER SHARE – CORE BUSINESS² (CENTS)



¹ IFRS refer to Singapore Financial Reporting Standards (International) and International Financial Reporting Standards collectively

² Core business exclude one-off transactions which refer to fair value gains/losses on investment properties and rent guarantee, deferred tax arising from fair value changes, dual primary listing expenses, gain/loss on disposal of assets held for sale and gain on disposal of a subsidiary

³ EBITDA is defined as earnings before interest expense, taxes, depreciation and amortization

⁴ Attributable to equity holders of the company

A DECADE IN REVIEW (2011 – 2020)

2011

- Completed acquisition of Westlite Toh Guan and 45% in Lian Beng-Centurion in Singapore
- Renamed Centurion Corporation Limited following Reverse Takeover ("RTO"), pivoted to Specialised Accommodation



1

1. *Westlite Toh Guan (Singapore)*
2. *Westlite Tebrau (Johor, Malaysia)*
3. *Westlite Pasir Gudang (Johor, Malaysia)*
4. *RMIT Village, Centurion's first student accommodation asset (Melbourne, Australia)*
5. *Westlite Woodlands, winner of MOM Best Dormitory award in 2018 (Singapore)*

2012

- Acquired assets in Johor Westlite Tebrau, two blocks of workers accommodation at Pasir Gudang in Malaysia



2



3

2013

- Acquired two additional blocks of workers accommodation at Pasir Gudang in Johor, Malaysia
- Commenced operations of Westlite Senai in Johor, Malaysia

2014

- Opened Westlite Johor Technology Park in Johor, Malaysia
- Completed upgrading works at Westlite Toh Guan, Singapore
- Entered the Purpose-Built Student Accommodation ("PBSA") segment, acquiring dwell Village Melbourne City (previously known as RMIT Village) in Melbourne, Australia
- Opened the 6,300-bed Westlite Mandai in Singapore
- Acquired four student accommodation assets in Manchester and Liverpool in the UK



4



5

2015

- Commenced operations of Westlite Tampoi in Johor, Malaysia
- Awarded the tender to operate a 332-bed student accommodation, dwell Selegie in Singapore
- Completed Westlite Woodlands workers accommodation asset in Singapore

A DECADE IN REVIEW (2011 – 2020)

2016

- Acquired four student accommodation assets in Bristol, Newcastle and Manchester in the UK
- Completed the development of ASPRI-Westlite Papan workers accommodation
- Commenced operations of Westlite Senai II in Johor, Malaysia



6

2018

- Completed development and commenced operation of dwell East End Adelaide in Australia
- Acquired 121 Princess Street, Manchester, Castle Gate Haus, Nottingham in the UK; and dwell Dongdaemun (55% stake) in Seoul, South Korea
- First closing of the Group's global (ex-United States) Centurion Student Accommodation Fund with aggregate committed capital of S\$70.0 million. The fund acquires Castle Gate Haus, Nottingham in the UK (the Group holding 14.3% of the units of the fund, managing the Fund and the property)



7



8

2020

- Obtained Written Permission for reconstruction of a block in Westlite Toh Guan, with expected extension of the existing lease for approved use as a workers dormitory, by 25 years additional from September 2032 to November 2057
- Secured 3+1 year lease to manage four Quick Build Dormitories (QBD) from JTC Corporation in Singapore. The first two Westlite Kranji Way and Westlite Tuas Avenue 2 commenced operations the same year
- Secured 21+9 year lease from Selangor State Development Corporation (PKNS) to manage Westlite-PKNS Petaling Jaya in Malaysia



9



10

2017

- Launched "dwell Student Living" as the Group's student accommodation brand
- Acquired a PBSA development site at Adelaide
- Dual primary listed in HK in December 2017 (SEHK code: 6090)
- Acquired six US assets with the establishment of Centurion US Student Housing Fund (with the Group holding 28.7% of the units of the Fund, managing the Fund and the properties)

2019

- Completed development of Westlite Bukit Minyak in Penang, Malaysia
- Secured 10+5 year lease to operate Westlite Juniper, Singapore
- Acquired Archer House, Nottingham in the UK

6. Completed the development of ASPRI-Westlite Papan (Singapore)
7. Launch of new brand for its student accommodation with H.E. Ms Foo Chi Hsia officiating the event (Manchester, UK)
8. dwell East End Adelaide commenced operations (Adelaide, Australia)
9. Westlite Bukit Minyak, commenced operations (Penang, Malaysia)
10. Secured 21+9 year lease from Selangor State Development Corporation to manage Westlite-PKNS Petaling Jaya (Selangor, Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

CENTURION CORPORATION LIMITED

勝捷企業有限公司*

(Incorporated in the Republic of Singapore with limited liability)

(Co. Reg. No.: 198401088W)

(SGX Stock Code: OU8)

(SEHK Stock Code: 6090)

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM” or “Meeting”) of **CENTURION CORPORATION LIMITED** (the “Company”) will be held: (a) in Singapore, at Canning Room, Raffles City Convention Centre (Level 4), 80 Bras Basah Road, Singapore 189560 and by way of electronic means (for Singapore shareholders); and (b) in Hong Kong, only by way of electronic means (for Hong Kong shareholders) on 28 April 2022 (Thursday) at 10:00 am for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2021 together with the Auditors’ Report thereon. **(Resolution 1)**
2. To declare a final dividend of 0.5 Singapore cent per ordinary share, on a one-tier tax exempt basis, for the financial year ended 31 December 2021. **(Resolution 2)**
3. To re-elect the following Directors retiring by rotation pursuant to Regulation 89 of the Company’s Constitution:
 - (a) Mr. Loh Kim Kang David
[See Explanatory Note (i)] **(Resolution 3)**
 - (b) Mr. Teo Peng Kwang
[See Explanatory Note (ii)] **(Resolution 4)**
 - (c) Ms. Tan Poh Hong
[See Explanatory Note (iii)] **(Resolution 5)**
4. To approve the payment of Directors’ fees of up to S\$492,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears (FY2021: up to S\$422,875). **(Resolution 6)**
[See Explanatory Note (iv)]
5. To re-appoint PricewaterhouseCoopers LLP as the Company’s Auditors and to authorise the Directors to fix their remuneration. **(Resolution 7)**
6. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

* for identification purpose only

NOTICE OF ANNUAL GENERAL MEETING

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

7. Share Issue Mandate

"That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**"), Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited ("**SEHK**"), the Directors of the Company be authorised and empowered to:

- A. (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise, and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

- B. (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) shall not exceed fifty percent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company shall not exceed twenty percent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST and SEHK) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
 - (a) new shares arising from the conversion or exercise of convertible securities which were issued and outstanding or subsisting at the time of the passing of this Resolution;
 - (b) new shares arising from exercising share options or vesting of share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;

NOTICE OF ANNUAL GENERAL MEETING

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST and the Listing Rules of the SEHK for the time being in force (unless such compliance has been waived by the SGX-ST and SEHK) and the Constitution for the time being of the Company; and
- (4) unless revoked or varied by the Company in general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.”
- (Resolution 8)**
- [See Explanatory Note (v)]*

8. Renewal of Share Purchase Mandate

“That:

- (a) for the purposes of the Companies Act, the exercise by the Directors of the Company of all the powers to purchase or otherwise acquire issued shares in the capital of the Company from time to time of not exceeding in aggregate the Prescribed Limit (as hereinafter defined) at the price of up to but not exceeding the Maximum Price (as hereinafter defined), whether by way of:
- (i) on-market purchases (each an “**On-Market Share Purchase**”) on the SGX-ST and/or SEHK, through the ready markets, through one or more duly licensed stock brokers appointed by the Company for such purpose; and/or
- (ii) off-market purchases (each an “**Off-Market Share Purchase**”) effected in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations, including but not limited to the provisions of the Companies Act, Listing Manual of the SGX-ST and Listing Rules of the SEHK, as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);

- (b) unless revoked or varied by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
- (i) the date on which the next AGM of the Company is held; or
- (ii) the date by which the next AGM of the Company is required by law to be held; or
- (iii) the date on which the purchases of shares by the Company have been carried out to the full extent mandated;
- (c) for the purpose of this Resolution:

“**Prescribed Limit**” means ten percent (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the passing of this Resolution; and

NOTICE OF ANNUAL GENERAL MEETING

“**Maximum Price**” in relation to a share to be purchased, means an amount (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of an On-Market Share Purchase, one hundred and five percent (105%) of the Average Closing Price (as hereinafter defined); and
- (ii) in the case of an Off-Market Share Purchase, one hundred and twenty percent (120%) of the Average Closing Price,

where:

“**Average Closing Price**” means the average of the closing market prices of a share of the Company over the last five (5) Market Days (“**Market Day**” being a day on which the SGX-ST or the SEHK, as the case may be, is open for securities trading), on which transactions in the shares of the Company were recorded, immediately preceding the date of making the On-Market Share Purchase, or, as the case may be, the date of making an announcement for an offer pursuant to the Off-Market Share Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5) Market Days and the day on which the purchase is made;

- (d) the Directors of the Company and each of them be and are hereby authorised to deal with the shares purchased by the Company, pursuant to the Share Purchase Mandate in any manner as they or he may think fit, which is allowable under the Companies Act, Listing Manual of the SGX-ST and the Listing Rules of the SEHK; and
- (e) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they or he may consider expedient, necessary, incidental or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.”

[See Explanatory Note (vi)]

(Resolution 9)

By Order of the Board

Hazel Chia Luang Chew
Juliana Tan Beng Hwee
Company Secretaries

Singapore, 25 March 2022

Headquarters and
Principal Place of Business
45 Ubi Road 1 #05-01
Singapore 408696

Principal Place of Business in Hong Kong
Room 5705, 57th floor
The Center, 99 Queen's Road Central, Hong Kong

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes:

- (i) Ordinary Resolution 3 is to re-elect Mr. Loh Kim Kang David (“**Mr. Loh**”) as an Executive Director of the Company. Mr. Loh will, upon re-election, remain as Executive Director, Joint Chairman of the Board and Chairman of the Executive Committee. He is a controlling shareholder of the Company. Save as disclosed in the Company’s Annual Report and the circular to shareholders accompanying this Notice of AGM (the “**Circular**”), there are no relationships (including immediate family relationships) between Mr. Loh and the other Directors, substantial shareholder of the Company or the Company.
- (ii) Ordinary Resolution 4 is to re-elect Mr. Teo Peng Kwang (“**Mr. Teo**”) as an Executive Director of the Company. Mr. Teo will, upon re-election, remain as Executive Director and a member of the Executive Committee. He is also the Chief Operating Officer – Accommodation Business and a substantial shareholder of the Company. There are no relationships (including immediate family relationships) between Mr. Teo and the other Directors, substantial shareholders of the Company or the Company.
- (iii) Ordinary Resolution 5 is to re-elect Ms. Tan Poh Hong (“**Ms. Tan**”) as an Independent Non-Executive Director of the Company. Ms. Tan will, upon re-election, remain as Independent Non-Executive Director and a member of the Nominating Committee and the Remuneration Committee. She is considered independent for the purposes of Rule 210(5)(d) of the Listing Manual of the SGX-ST and Rule 3.13 of the Listing Rules of the SEHK. There are no relationships (including immediate family relationships) between Ms. Tan and the other Directors, substantial shareholders of the Company or the Company.
- (iv) Ordinary Resolution 6 is to approve the payment of Directors’ fees of up to S\$492,000 for the financial year ending 31 December 2022 (“**FY2022**”), to be paid quarterly in arrears.

At the last AGM of the Company, shareholders’ approval was sought and obtained for the payment of a reduced aggregate sum of up to S\$422,875 as Directors’ fees for the financial year ended 31 December 2021 (“**FY2021**”), after taking into account the voluntary 15% reduction in Directors’ fees for FY2021, as part of the Company’s measures to strengthen cash flow management and controls to conserve cash in view of the uncertainty amidst the COVID-19 pandemic and continued challenges ahead, which was subject to review at the end of FY2021. The aggregate amount of Directors’ fees paid to the Directors for FY2021 was S\$422,875.

As announced by the Company on 24 February 2022, in light of the Group’s improved performance for FY2021, the Remuneration Committee has recommended and the Board has approved the reinstatement of the salaries of the senior management staff of the Group in Singapore, which had been cut since 1 May 2020, with effect from 1 January 2022. Further, the voluntary 15% reduction in Directors’ fees (“**Fee Reduction**”) to cease with effect from 1 January 2022 in line with the cessation of the salary cut of the senior management staff of the Group in Singapore. Accordingly, the Directors’ fees for FY2022 will be reinstated to the same level as Directors’ fees before the Fee Reduction.

The proposed Directors’ fees of up to S\$492,000 for FY2022 factors in the cessation of the voluntary 15% reduction in Directors’ fees with effect from 1 January 2022.

Ordinary Resolution 6, if passed, will authorise the Company to make payment of fees to the Directors (including fees payable to members of the various Board Committees) for FY2022 on a quarterly basis in arrears, for their services rendered during the course of the financial year. This will facilitate Directors’ compensation for services rendered in a more timely manner.

NOTICE OF ANNUAL GENERAL MEETING

- (v) Ordinary Resolution 8, if passed, will empower the Directors of the Company from the date of the forthcoming AGM until the date of the next AGM to issue shares and/or to make or grant Instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such Instruments, up to a number not exceeding fifty percent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders shall not exceed twenty percent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company.
- (vi) Ordinary Resolution 9, if passed, will empower the Directors of the Company from the date of the forthcoming AGM until the date of the next AGM to purchase issued ordinary shares of the Company by way of On-Market Share Purchase or Off-Market Share Purchase of not exceeding in aggregate the Prescribed Limit at the Maximum Price in accordance with the terms and conditions set out in the Circular, the Companies Act, the Listing Manual of the SGX-ST and the Listing Rules of the SEHK.

The Company intends to use internal sources of funds or borrowings, or a combination of internal resources and external borrowings, to finance its purchase or acquisition of shares. The amount of financing required for the Company to purchase or acquire its shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice of AGM as these will depend on whether the shares are purchased or acquired out of capital or profits, the number of shares purchased or acquired and the price at which such shares are purchased or acquired.

The financial effects of the purchase or acquisition of such shares by the Company pursuant to the proposed Share Purchase Mandate on the audited financial statements of the Company and the Group for FY2021 based on these assumptions are set out in paragraph 4.7 of the Circular.

Please refer to the Circular for details.

- * *Information on the Directors who are proposed to be re-elected can be found under the section entitled "Board of Directors" in the Annual Report 2021 and also in the Circular.*

IMPORTANT NOTICE ON THE FORTHCOMING AGM ARRANGEMENTS IN LIGHT OF COVID-19 PANDEMIC

The AGM is being convened, and will be held (a) physically and by way of electronic means 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 of Singapore (for shareholders in Singapore); and (b) only by way of electronic means (for shareholders in Hong Kong).

Voting will be conducted in real time via electronic means during the forthcoming AGM for shareholders and proxyholders attending the physical meeting in Singapore and attending the AGM by way of electronic means (both in Singapore and Hong Kong).

This notice sets out the Company's arrangements relating to, among others, (i) physical attendance at the AGM for shareholders in Singapore, (ii) attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only stream), (iii) submission of questions prior to, or "live" at, the AGM, (iv) addressing of substantial and relevant questions prior to and/or at the AGM and (v) voting (in real time via electronic means) by shareholders (either personally or via appointment of proxy(ies) or through the appointment of the Chairman of the Meeting as proxy).

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. Attendance and Pre-Registration

- (a) In Singapore, due to current restrictions arising from the COVID-19 pandemic and to minimise physical interactions and COVID-19 transmission risk, the number of attendees allowed to attend the physical meeting in Singapore ("**Physical Meeting**") will be kept at 100 persons and the Directors shall determine such number of shareholders attending the Physical Meeting in compliance with the Ministry of Health ("**MOH**") advisory. Shareholders in Singapore can also choose to attend the AGM by way of electronic means (via live audio-visual webcast or live audio-only stream) ("**Virtual Meeting**").
- (b) In Hong Kong, due to recent development of the COVID-19 pandemic, shareholders shall NOT attend the AGM physically in person. Shareholders in Hong Kong can only attend the Virtual Meeting.
- (c) Pre-registration

Members of the Company ("**Shareholders**" or "**Members**") (including investors holding shares through the Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS Investors**") who wish to participate in the Virtual Meeting or attend the Physical Meeting **MUST pre-register online** (the "**Pre-Registration**") at the URL: <https://conveneagm.com/sg/centurioncorp> **by 10:00 am on 25 April 2022** ("**Registration Cut-off Time**") to enable the Company to verify their status as Shareholders.

Shareholders who are appointing any persons(s) (other than the Chairman of the Meeting) as his/her/its proxy(ies) to attend the Physical Meeting or the Virtual Meeting on his/her/its behalf should inform his/her/its proxy(ies) to pre-register online and specify his/her/their intention to attend the Physical Meeting or the Virtual Meeting, as the case may be, at the URL: <https://conveneagm.com/sg/centurioncorp> **by the Registration Cut-off Time**, failing which the appointment shall be invalid.

Following successful verification:

- (i) Authenticated Shareholders and proxyholders who are successful in the Pre-Registration to attend the Physical Meeting or Virtual Meeting will receive a confirmation email from the Company by 26 April 2022 ("**Confirmation Email**") via the email address provided during the online Pre-Registration or as indicated in the instrument appointing a proxy or proxies ("**Proxy Form**").
- (ii) Authenticated Shareholders and proxyholders who are unsuccessful in the Pre-Registration to attend the Physical Meeting will receive the Confirmation Email for Virtual Meeting from the Company by 26 April 2022 to attend the Virtual Meeting through the following:
 - (a) watching the live streaming of the AGM proceedings via the login credentials created during Pre-Registration or login with their Singpass account; or
 - (b) observing the AGM proceedings by dialling in to the telephone number provided in the Confirmation Email.

NOTICE OF ANNUAL GENERAL MEETING

Due to limited number of physical seats available at the AGM venue, in compliance with MOH advisory, selection of attendees to attend the Physical Meeting will be on a first come first served basis and the Company reserves the right to select verified pre-registered Shareholders and proxyholders to attend the AGM in person.

For Shareholders and proxyholders who have registered by the Registration Cut-off Time but do not receive the Confirmation Email for Physical Meeting or Virtual Meeting, as the case may be, by 26 April 2022, please email to: support@conveneagm.com as soon as possible.

If you have any queries on above procedures in Pre-Registration for the Physical Meeting or Virtual Meeting, please email to: support@conveneagm.com or call the Singapore toll-free telephone number +65 6856 7330.

Shareholders and proxyholders must not forward the above-mentioned login credentials or telephone number 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 Virtual Meeting.

- (d) Investors holding shares through Relevant Intermediaries (other than CPF/SRS Investors) – Pre-registration for attending AGM (including pre-submission of questions)

Investors holding shares through relevant intermediaries (other than CPF/SRS Investors) will not be able to pre-register for the Virtual Meeting or Physical Meeting directly with the Company. Such investors who wish to attend/participate in the Virtual Meeting or Physical Meeting (including pre-submission of questions) should contact their relevant intermediaries through which they hold such shares as soon as possible in order for the relevant intermediaries to make the necessary arrangements to pre-register.

NOTE: DUE TO THE CAPACITY LIMIT RESTRICTIONS, THE COMPANY WILL NOT ACCEPT ANY PHYSICAL ATTENDANCE BY SHAREHOLDERS AND PROXYHOLDERS AT THE AGM VENUE IN SINGAPORE WITHOUT PRE-REGISTRATION OR WHO ARE UNSUCCESSFUL IN THE PRE-REGISTRATION TO ATTEND THE PHYSICAL MEETING.

2. Questions Relating to the Agenda of the AGM

- (a) Submitting questions in advance of the AGM

Shareholders who have any questions in relation to the items of the agenda of the AGM can submit questions in advance, by 12 April 2022, via any of the following options:

- (i) Annex your questions to your Proxy Forms (if submitted by post or email).
- (ii) Submit your questions during the Pre-Registration process at the URL: <https://conveneagm.com/sg/centurioncorp>.
- (iii) Email your questions with your name and identification number (for Singapore Shareholders)/your name and address (for Hong Kong Shareholders) to agm@centurioncorp.com.sg.

NOTICE OF ANNUAL GENERAL MEETING

- (b) Submitting questions during the AGM
 - (i) Shareholders and proxyholders who have pre-registered and are verified to attend the Virtual Meeting or the Physical Meeting will be able to ask questions in relation to the items of the agenda of the AGM during the AGM proceedings.
 - (ii) Attendees of the Virtual Meeting can either submit text-based questions via the Live Webcast by clicking the "Ask a Question" feature or click the "Queue for Video call" to speak via the Live Webcast. Questions will be answered during the AGM.
- (c) The Company will endeavour to respond to substantial and relevant questions received from Shareholders prior to the AGM by 20 April 2022 and/or during the AGM proceedings. Such questions from Shareholders and responses from the Company will be published on the Company's website and on the websites of the SGX-ST and the SEHK. Where there are substantially similar questions, the Company will consolidate such questions; consequently, not all questions may be individually addressed.

3. **Voting (in real time via electronic means) by Shareholders (either personally or via appointment of proxy(ies) or through the appointment of the Chairman of the Meeting as proxy)**

- (a) Pursuant to Regulation 59 of the Company's Constitution, all resolutions to be put to vote at the AGM (and at any adjournment thereof) shall be decided by way of poll as required by the Listing Manual of SGX-ST and the Listing Rules of SEHK.
- (b) Voting on all resolutions to be tabled for approval at the forthcoming AGM will be conducted in real time via electronic means during the AGM for Shareholders and proxyholders attending the Physical Meeting (in Singapore) or attending the AGM by way of electronic means (both in Singapore and Hong Kong).

It is important for Shareholders and proxyholders to bring their own web-browser enabled devices for voting at the Physical Meeting or have their own web-browser enabled devices ready for voting during the Virtual Meeting.

Shareholders and proxyholders will be required to log-in via the e-mail address provided during Pre-Registration or as indicated in the Proxy Form.

- (c) A Shareholder in Singapore (whether individual or corporate) who does not wish to attend the Physical Meeting or the Virtual Meeting may appoint the Chairman of the Meeting or any other person(s) as his/her/its proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM.
- (d) A Shareholder in Hong Kong (whether individual or corporate) who does not wish to attend the Virtual Meeting may appoint the Chairman of the Meeting or any other person(s) as his/her/its proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM.
- (e) In the appointment of the Chairman of the Meeting or any other person(s) as proxy(ies), Shareholders must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in the Proxy Form, failing which the proxy(ies), or the Chairman of the Meeting as proxy, will vote or abstain from voting at his/her/their discretion.

NOTICE OF ANNUAL GENERAL MEETING

- (f) (i) A Member who is not a relevant intermediary or a clearing house (or its nominee(s)) is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM.
- (ii) A Member who is a relevant intermediary or a clearing house (or its nominee(s)) is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different share or shares held by such Member.
- (iii) “**Relevant Intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act.
- (g) If the appointor is a corporation, the Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney.
- (h) A proxy need not be a member of the Company. The Chairman of the Meeting, as proxy, need not be a member of the Company.

Investors holding shares through Relevant Intermediaries (including CPF/SRS Investors)

- (i) The Proxy Form is not valid for use by investors holding shares through relevant intermediaries (including CPF/SRS Investors) and shall be ineffective for all intents and purposes if used or purported to be used by them.
- (j) CPF/SRS Investors who wish to vote at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes (including their appointment as proxies) by **10:00 am on 19 April 2022**, being at least seven (7) working days before the date of the AGM.
- (k) Investors holding shares through a clearing house (or its nominee(s)) or relevant intermediaries (other than CPF/SRS Investors) who wish to vote at the AGM should approach the clearing house (or its nominee(s)) or their relevant intermediaries as soon as possible to submit their votes.

(l) Submission of Proxy Form

The Proxy Form appointing the Chairman of the Meeting or any other person(s) as proxy(ies), duly completed and signed, must be submitted to the Company no later than **10:00 am on 25 April 2022**, being not less than 72 hours before the time appointed for holding the AGM, in the following manner:

- (i) by post, be lodged at the registered office of the Company at 45 Ubi Road 1, #05-01, Singapore 408696 (“**Registered Office Address**”) (for Singapore Shareholders) or at the office of the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (for Hong Kong Shareholders); or
- (ii) by submitting a scanned PDF copy via email to agm@centurioncorp.com.sg; or
- (iii) by submitting an electronic format accessible on the Pre-Registration website at <https://conveneagm.com/sg/centurioncorp>,

failing which the instrument may be treated as invalid.

NOTICE OF ANNUAL GENERAL MEETING

- (m) Completion and return of the Proxy Form by a Shareholder will not preclude him/her from attending (either in person or by way of electronic means) and voting at the AGM if he/she subsequently wishes to do so, and at any adjournment thereof, provided that the Shareholder has pre-registered and his/her Pre-Registration to attend the AGM (either in person or by way of electronic means) has been verified and authenticated by the Company. The relevant Proxy Form submitted by the Shareholder shall be deemed to be revoked and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the AGM proceedings.

4. **Precautionary measures to minimise the risk of COVID-19 transmission for Physical Meeting in Singapore**

In view of the COVID-19 situation, and to better protect the safety and health of the Shareholders and other participants attending the Physical Meeting, the Company will implement the following precautionary measures/steps at the AGM venue in Singapore:

- (a) All attendees attending the Physical Meeting must be fully vaccinated, recovered from the COVID-19 within the past 180 days, or medically ineligible for vaccines under the National Vaccination Programme, and will be required to check-in using SafeEntry and undergo a temperature check before entering the AGM venue for the Physical Meeting.
- (b) Any person returning a temperature reading at or above 37.5°C when undergoing a temperature check will not be permitted to attend the Physical Meeting.
- (c) Any person who has a fever or exhibiting flu-like symptoms or is subject to any Singapore Government prescribed quarantine or stay-home notice will not be given access to the AGM venue in Singapore.
- (d) Every person attending the Physical Meeting will be required to wear a surgical or equivalent face mask throughout the Physical Meeting.
- (e) All attendees must maintain at least one (1) metre safe distancing between individual attendees at all times. Seats will be spaced at least one (1) metre apart.
- (f) Shareholders and proxyholders who received the Confirmation Email for Physical Meeting but who are feeling unwell on the date of the AGM are advised not to attend the Physical Meeting.
- (g) Shareholders and proxyholders who received the Confirmation Email for Physical Meeting are also advised to arrive at the Physical Meeting early, as the measures mentioned above may cause delay in the registration process.
- (h) No distribution of corporate gift and no refreshment will be served at the Physical Meeting.

The Company seeks the understanding and co-operation of all Shareholders (including proxyholders) to safeguard public health and safety and minimise the risk of community spread of COVID-19.

The Company will closely monitor the situation and reserves the right to take further measures as appropriate in order to minimise any risk to Shareholders/proxyholders and others attending the Physical Meeting.

NOTICE OF ANNUAL GENERAL MEETING

5. Closure of Register of Members in Hong Kong

The Hong Kong branch share register will be closed from 25 April 2022 to 28 April 2022, both days inclusive, during which period no transfer of shares will be registered in Hong Kong, for determining the entitlement of Shareholders to attend and vote at the AGM. All transfers of shares, accompanied by the relevant share certificates, must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:30 pm on 22 April 2022.

6. Despatch of documents and access to documents or information relating to the AGM

- (a) Printed copies of this Notice of AGM together with the Proxy Form have been sent to Shareholders. These documents are also available for download from the Company's website at the URL: www.centurioncorp.com.sg or, the website of the SGX-ST or, the website of the SEHK.
- (b) The Annual Report 2021 and Circular to Shareholders dated 25 March 2022 have been published on the Company's website (www.centurioncorp.com.sg) and on the websites of the SGX-ST (www.sgx.com) and the SEHK (www.hkexnews.hk).
- (c) Printed copies of the Annual Report 2021 and Circular to Shareholders dated 25 March 2022 will be despatched to Shareholders in Hong Kong and made available to Shareholders in Singapore upon request. Shareholders in Singapore could download the Request Form ("RF") from the Company's website at URL: https://centurion.listedcompany.com/ar2021_request_form.html and the website of SGX-ST (www.sgx.com) and return the completed RF either via email to agm@centurioncorp.com.sg or by post, be lodged at the Company's Registered Office Address by 12 April 2022.
- (d) For more information relating to the AGM, Shareholders should check the websites of the SGX-ST and the SEHK for updates (if any) or email the Company's IR team, David Phey/George Goh at agm@centurioncorp.com.sg.

7. Further Updates

Shareholders should note that the manner of conduct of the AGM may be subject to further changes based on the evolving COVID-19 situation, any legislative amendments and any directives or guidelines from government agencies or regulatory authorities. Any changes to the manner of conduct of the AGM will be announced by the Company. Shareholders are advised to check the Company's website and the websites of the SGX-ST and the SEHK regularly for updates.

8. Filming and photography

When a Shareholder or proxyholder attends, speaks and votes at the AGM via electronic means or physically, he/she consents to his/her videos and/or photographs being taken for the purpose of publication on the Company's website and publicity materials without further notification.

- 9. Any reference to a time of day is made by reference to Singapore time.

NOTICE OF ANNUAL GENERAL MEETING

Personal data privacy:

"Personal data" has the same meaning ascribed to it in the Personal Data Protection Act 2012 of Singapore, which includes name, address, NRIC/passport number of a Member and proxy(ies) and/or representative(s) of a Member.

*By (a) submitting a Proxy Form appointing the Chairman of the Meeting or any other person(s) as proxy(ies) to attend, speak and vote at the AGM and/or any adjournment thereof, (b) completing the Pre-Registration in accordance with this Notice of AGM, or (c) submitting any question prior to the AGM in accordance with this Notice of AGM, a Member of the Company consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for the following purposes (collectively, the "**Purposes**"):*

- (i) processing, administration and analysis by the Company (or its agents or service providers) of proxies and/or representatives appointed for the AGM (including any adjournment thereof);*
- (ii) processing of the Pre-Registration for purposes of granting access to Members to the Physical Meeting and Virtual Meeting and providing them with any technical assistance where necessary;*
- (iii) addressing substantial and relevant questions from Members received prior to and/or at the AGM and if necessary, following up with the relevant Members in relation to such questions;*
- (iv) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof); and*
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines, and*

warrants that where the Member discloses the personal data of the Member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and agrees to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Member's breach of warranty. In addition, by attending the Physical Meeting or Virtual Meeting and/or any adjournment thereof, a Member consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for any of the Purposes.

GLOBAL PRESENCE

As at 31 December 2021, the Group owns and manages a strong portfolio of 36 operational accommodation assets totalling 79,713 beds, across two specialised accommodation asset types, and six geographic markets. With the reconfiguration of its Malaysia PBWA properties to comply with the Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019 ("Act 446"), the Group's portfolio bedcount will be adjusted to 64,389 beds in FY2022.

OPERATIONAL

79,713
BEDS IN TOTAL

17

WORKERS ACCOMMODATION

19

STUDENT ACCOMMODATION



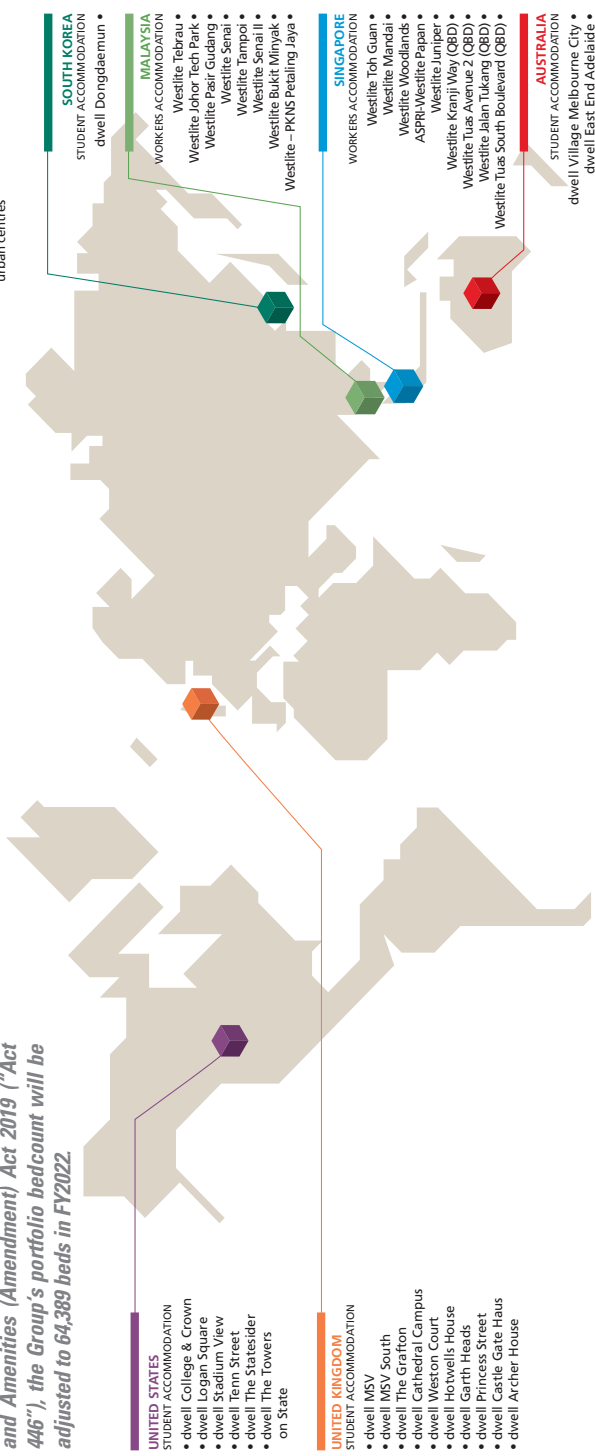
WORKERS ACCOMMODATION

- Own, develops and manages 17 quality purpose-built workers accommodation assets in Singapore and Malaysia
- The Westlite brand is synonymous with reliable and quality provision of workers accommodation serving multinational companies and corporates across various industries



STUDENT ACCOMMODATION

- Owns, develops, and manages 19 quality purpose-built student accommodation assets near leading universities in Australia, South Korea, the United Kingdom and the United States
- The dwell brand has extended and deepened its reach globally, becoming a recognised name amongst student communities in urban centres





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