



FRASER AND NEAVE, LIMITED
(Company Registration No. 189800001R)
(Incorporated in Singapore)

123rd ANNUAL GENERAL MEETING TO BE HELD ON 18 JANUARY 2022

1. **Background.** Fraser and Neave, Limited (the “**Company**” or “**F&N**”) refers to:
 - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
 - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
 - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides additional guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. **Date, time and conduct of Annual General Meeting.** F&N is pleased to announce that pursuant to the Order, its 123rd Annual General Meeting (“**AGM**”) will be convened and held by way of electronic means on **Tuesday, 18 January 2022 at 9.30 a.m.** (Singapore time). Our Chairman, Mr Charoen Sirivadhanabhakdi, will conduct the proceedings of the AGM¹.
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders by electronic means via publication on the Company’s website and on the SGX website². For convenience, printed copies of these documents will also be sent by post to shareholders.

¹ In the event that our Chairman, Mr Charoen Sirivadhanabhakdi, is unable to conduct the proceedings of the AGM due to technical issues, one of our other Directors will conduct the proceedings of the AGM in his place. In the event of technical disruption to the “live” broadcast of the AGM which cannot be rectified within a reasonable period during the AGM, the AGM will be adjourned to such date and time as will be announced on SGXNet.

² The Notice of AGM and proxy form may be accessed on the Company’s website at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

4. **No personal attendance at AGM.** As a precautionary measure due to the current COVID-19 situation in Singapore, **shareholders will not be able to attend the AGM in person.**

5. **Alternative arrangements for participation in the AGM.** Shareholders may participate in the AGM by:
 - (a) observing and/or listening to the AGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
 - (b) submitting questions to the Chairman of the Meeting in advance of, or “live” at, the AGM; and/or
 - (c) voting at the AGM (i) “live” by the shareholders themselves or their duly appointed proxy(ies) (other than the Chairman of the Meeting)³ via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

Details of the steps for pre-registration, submission of questions and voting at the AGM by shareholders, including CPF and SRS investors, are set out in the Appendix to this announcement.

In particular, CPF and SRS investors should note that they (i) may vote “live” via electronic means at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (ii) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 6 January 2022.**

6. **Persons who hold shares through relevant intermediaries.** Persons who hold F&N shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than CPF and SRS investors, and who wish to participate in the AGM by:
 - (a) observing and/or listening to the AGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
 - (b) submitting questions to the Chairman of the Meeting in advance of, or “live” at, the AGM; and/or
 - (c) voting at the AGM (i) “live” via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM,

³ For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the Meeting) to vote “live” at the AGM on their behalf.

should contact the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

7. **2021 Annual Report and Letter to Shareholders.** The 2021 Annual Report and the Letter to Shareholders dated 27 December 2021 (in relation to the proposed renewal of the mandate for interested person transactions and the proposed renewal of the share purchase mandate) have been published and may be accessed at the Company's website as follows:

- (a) the 2021 Annual Report may be accessed at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> by clicking on the hyperlink for "Full Report 2021"; and
- (b) the Letter to Shareholders dated 27 December 2021 may be accessed at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> by clicking on the hyperlink for "Letter to Shareholders" under "Annual Report 2021".

The above documents may also be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Shareholders may request for printed copies of these documents by completing and submitting the Request Form accompanying the printed copies of the Notice of AGM and the proxy form sent by post to shareholders.

8. **Record date and payment date for final dividend.** Subject to the approval of shareholders for the final tax exempt dividend at the AGM, the Transfer Books and Register of Members of the Company will be closed on Wednesday, 26 January 2022 up to (and including) Thursday, 27 January 2022 for the preparation of dividend warrants. Duly completed registrable transfers of ordinary shares of the Company received by the Company's Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898 up to 5.00 p.m. on Tuesday, 25 January 2022 will be registered to determine shareholders' entitlements to the proposed final dividend. Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 p.m. on Tuesday, 25 January 2022 will be entitled to the proposed final dividend. Payment of the final dividend, if approved by shareholders at the AGM, will be made on Monday, 14 February 2022.

9. **Key dates/deadlines.** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
27 December 2021 (Monday)	Shareholders and, where applicable, their appointed proxy(ies), may begin to pre-register at the pre-registration website at the URL https://conveneagm.com/sq/FNL2022

	for “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings.
5.00 p.m. on 6 January 2022 (Thursday)	Deadline for CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
9.30 a.m. on 15 January 2022 (Saturday)	<p>Deadline for shareholders to:</p> <ul style="list-style-type: none"> • pre-register for “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings; • submit questions in advance; and • submit instruments appointing a proxy(ies). <p>Shareholders who wish to appoint third party proxy(ies) are encouraged to submit their proxy forms early, and should request their proxy(ies) to pre-register for “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings by this deadline.</p>
9.30 a.m. on 17 January 2022 (Monday)	<p>Authenticated shareholders and, where applicable, their appointed proxy(ies), who have pre-registered via the pre-registration website will receive a confirmation email via the email address provided on pre-registration.</p> <p>Shareholders and, where applicable, their appointed proxy(ies), who do not receive the confirmation email by 9.30 a.m. on 17 January 2022, but have registered by the 15 January 2022 deadline, should email support@conveneagm.com, or call the Singapore toll-free telephone number +65 6856 7330.</p>
Date and time of AGM - 9.30 a.m. on 18 January 2022 (Tuesday)	Use the login credentials created during pre-registration to access the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings.
5.00 p.m. on 25 January 2022 (Tuesday)	Record date for determining entitlements to final dividend, subject to shareholders’ approval at the AGM.
14 February 2022 (Monday)	Payment date for final dividend, subject to shareholders’ approval at the AGM.

10. **Further information.** For more information, please email us at ir@fraserandneave.com.

11. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders should check the Company's website at the URL <https://www.fraserandneave.com/investor-relations/agm2022> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

F&N would like to thank all shareholders for their co-operation in enabling us to hold our AGM with the optimum safe management measures amid the COVID-19 pandemic.

By Order of the Board

Hui Choon Kit
Company Secretary

27 December 2021

APPENDIX

Steps for pre-registration, submission of questions and voting at the AGM

Shareholders will be able to observe and/or listen to the AGM proceedings through a “live” audio-visual webcast or “live” audio-only stream via their mobile phones, tablets or computers, submit questions in advance of, or “live” at, the AGM and vote at the AGM (i) “live” by the shareholders themselves or their duly appointed proxy(ies) (other than the Chairman of the Meeting)⁴ via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p>Shareholders (including, where applicable, their appointed proxy(ies)) and CPF and SRS investors, can pre-register for access to the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings at the pre-registration website at the URL https://conveneagm.com/sq/FNL2022 from 27 December 2021 up to 9.30 a.m. on 15 January 2022 to enable F&N to verify their status.</p> <p>Following the verification, authenticated shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who have pre-registered via the pre-registration website will receive a confirmation email by 9.30 a.m. on 17 January 2022.</p> <p>Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who do not receive the confirmation email by 9.30 a.m. on 17 January 2022, but have registered by the 15 January 2022 deadline, should email support@conveneagm.com, or call the Singapore toll-free telephone number +65 6856 7330.</p> <p>The login credentials created during pre-registration can then be used to access the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings.</p>
2.	Submit questions in advance of, or “live” at, the AGM	<p>Shareholders, including CPF and SRS investors, can submit questions in advance of, or “live” at, the AGM.</p> <p>Submission of substantial and relevant questions in advance of the AGM. Shareholders, including CPF and SRS investors, can submit substantial and relevant questions related</p>

⁴ See footnote 3 above.

to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:

- (a) **Via pre-registration website.** Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website at the URL <https://conveneagm.com/sg/FNL2022>.
- (b) **Via email.** Shareholders may submit their questions via email to ir@fraserandneave.com.
- (c) **By post.** Shareholders may submit their questions by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898.

When sending in your questions via email or by post, please also provide us with the following details:

- your full name;
- your address; and
- the manner in which you hold shares in F&N (e.g., via CDP, CPF, SRS and/or scrip).

Deadline to submit questions in advance of the AGM. All questions submitted in advance of the AGM via any of the above channels must be received by **9.30 a.m. on 15 January 2022**.

Pre-register to ask substantial and relevant questions “live” at the AGM. Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, “live” at the AGM, by typing in and submitting their questions via the online platform hosting the audio-visual webcast and audio-only stream.

Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who wish to ask questions “live” at the AGM must first pre-register at the pre-registration website at the URL <https://conveneagm.com/sg/FNL2022>.

Addressing questions. We will endeavour to address all substantial and relevant questions received from shareholders prior to the AGM by publishing our responses to such questions on our corporate website at the URL

		<p>https://www.fraserandneave.com/investor-relations/agm2022 and on SGXNet prior to the AGM. If we are unable to do so, we will address those substantial and relevant questions which have not already been addressed prior to the AGM, as well as those received “live” at the AGM itself, during the AGM through the “live” audio-visual webcast and “live” audio-only stream of the AGM proceedings. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.</p> <p>Minutes of AGM. We will publish the minutes of the AGM on the Company’s website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>
3.	<p>Submit instruments appointing a proxy(ies) to vote, or vote “live”, at the AGM</p>	<p>Shareholders who wish to exercise their voting rights at the AGM may:</p> <p>(a) (where such shareholders are individuals) vote “live” via electronic means at the AGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the Meeting)⁵ to vote “live” via electronic means at the AGM on their behalf; or</p> <p>(b) (where such shareholders are individuals or corporates) appoint the Chairman of the Meeting as their proxy to vote on their behalf at the AGM.</p> <p>Pre-register to vote “live” at the AGM. Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who wish to vote “live” at the AGM must first pre-register at the pre-registration website at the URL https://conveneagm.com/sq/FNL2022.</p> <p>Submission of instruments of proxy. Shareholders who wish to submit instruments appointing a proxy(ies) must do so in the following manner:</p> <p>(a) if submitted by post, the instrument must be lodged with the Company’s Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898; or</p> <p>(b) if submitted electronically, the instrument must be</p>

⁵ See footnote 3 above.

		<p>submitted:</p> <p>(i) via email to the Company's Share Registrar at sg.is.FNLproxy@sg.tricorglobal.com; or</p> <p>(ii) via the online process through the pre-registration website at the URL https://conveneagm.com/sg/FNL2022,</p> <p>in each case, by 9.30 a.m. on 15 January 2022.</p> <p>A shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email can either use the printed copy of the proxy form which is sent to him/her/it by post or download a copy of the proxy form from the Company's website or the SGX website, and complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. A shareholder may also appoint a proxy(ies) via the online process through the pre-registration website at the URL https://conveneagm.com/sg/FNL2022.</p> <p>Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit completed proxy forms electronically via email or appoint a proxy(ies) via the online process through the pre-registration website at the URL https://conveneagm.com/sg/FNL2022.</p> <p>Appointed proxy(ies) (other than the Chairman of the Meeting) will be prompted via email (within 2 business days after the Company's receipt of a validly completed and submitted proxy form) to pre-register at the pre-registration website at the URL https://conveneagm.com/sg/FNL2022 in order to access the "live" audio-visual webcast or "live" audio-only stream of the AGM proceedings. Shareholders who wish to appoint third party proxy(ies) are encouraged to submit their proxy forms early, and should request their proxy(ies) to pre-register by 9.30 a.m. on 15 January 2022.</p> <p>CPF and SRS investors. CPF and SRS investors:</p> <p>(a) may vote "live" via electronic means at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p>
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		(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 6 January 2022.
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