
NOTICE OF ANNUAL GENERAL MEETING

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SIIC ENVIRONMENT HOLDINGS LTD. 上海實業環境控股有限公司

(Incorporated in the Republic of Singapore with limited liability)

(Company Registration Number 200210042R)

(Hong Kong stock code: 807)

(Singapore stock code: BHK)

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NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of SIIC ENVIRONMENT HOLDINGS LTD. (“Company”) will be held at Tactic Room II, 24/F, Admiralty Centre I, 18 Harcourt Road, Admiralty, Hong Kong (for Hong Kong Shareholders) and by way of electronic means (for Singapore Shareholders) on Monday, 29 June 2020 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2019 together with the Auditors’ Report thereon.

(Resolution 1)

2. To declare a final dividend of S\$0.01 per share tax exempt (one-tier) for the financial year ended 31 December 2019. (2018: S\$0.01)

(Resolution 2)

3. To approve the payment of Directors’ fees of S\$800,000 for the financial year ending 31 December 2020. (2019: S\$800,000)

(Resolution 3)

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4. To re-elect the following Directors of the Company retiring pursuant to Regulations 91 and 97 of the Constitution of the Company:

Mr. Zhou Jun	(Retiring under Regulation 91)	<i>(Resolution 4)</i>
Mr. Feng Jun	(Retiring under Regulation 91)	<i>(Resolution 5)</i>
Mr. Huang Hanguang	(Retiring under Regulation 97)	<i>(Resolution 6)</i>
Mr. Zhao Youmin	(Retiring under Regulation 97)	<i>(Resolution 7)</i>
Mr. Yang Jianwei	(Retiring under Regulation 97)	<i>(Resolution 8)</i>

See Explanatory Note (i)

5. To re-appoint Messrs Deloitte & Touche LLP, as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.
(Resolution 9)
6. To transact any other ordinary business which may be properly transacted at an AGM.

AS SPECIAL BUSINESS

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

7. GENERAL MANDATE

That pursuant to Section 161 of the Companies Act, Chapter 50, Rule 806 of the Listing Manual (“**Listing Manual**”) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and the Rules (“**Hong Kong Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**SEHK**”), the Directors of the Company (“**Directors**”) be authorised and empowered to:

- (a) (i) issue shares in the Company (“**Shares**”) 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) options, 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

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- (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 (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) 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), 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 per centum (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 total number of issued shares (excluding treasury shares and subsidiary holdings) 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 any convertible securities;
 - (b) new Shares arising from exercising share options or vesting of share awards; and
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) of the Listing Manual of the SGX-ST are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate.

- (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 Hong Kong Listing Rules for the time being in force (unless such compliance has been waived by the SGX-ST and the SEHK) and the Constitution of the Company; and

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- (4) unless revoked or varied by the Shareholders in a general meeting, such 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 earlier.

See Explanatory Note (ii)

(Resolution 10)

8. **Renewal of Share Purchase Mandate**

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 of the Laws of Singapore, the exercise by the Directors of all the powers of the Company to purchase, or otherwise acquire, issued Shares of the Company not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the Directors, from time to time, up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) off-market purchases (each an “**Off-Market Share Purchase**”) effected pursuant to an equal access scheme (as defined in Section 76C of the Companies Act, as modified, supplemented or amended from time to time); and/or
- (ii) on-market purchases (each an “**On-Market Share Purchase**”) on the SGX-ST and/or the SEHK, through the ready markets, through one or more duly licensed stock brokers appointed by the Company for such purpose,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST, the Singapore Code on Take-overs and Mergers, the Hong Kong Listing Rules, the Code on Share Buybacks of Hong Kong, and the Code on Takeovers and Mergers of Hong Kong, as may for the time being, be applicable, be and is hereby authorised and approved generally and unconditionally (“**Share Purchase Mandate**”).

- (b) The purchase of Shares by the Company under the Share Purchase Mandate may be made, at any time and from time to time, on and from the date of the passing of this resolution, up to the earlier of:–
- (i) the conclusion of the next AGM or the date by which such AGM is required by law or the Constitution to be held; or

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- (ii) the date on which Share Purchases pursuant to the Share Purchase Mandate is carried out to the full extent mandated; or
 - (iii) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied by Shareholders in a general meeting.
- (c) For the purpose of this resolution:

“**Prescribed Limited**” means ten per centum (10%) of the issued share capital of the Company as at the date of the passing of this resolution; and

“**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, 105% of the Average Closing Price (as hereinafter defined) of the Shares; and
- (ii) in the case of an Off-Market Share Purchase, 120% of the Average Closing Price of the Shares,

where:

“**Average Closing Price**” means the average of the closing market prices of a Share 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 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 after the relevant five (5) Market Days.

- (d) The Directors, and/or each and any 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 and/or he, may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this resolution.

See Explanatory Note (iii)

(Resolution 11)

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9. Authority to issue shares under the SIIC Environment Share Option Scheme 2012 (“Share Option Scheme”)

That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of share options granted by the Company under the Share Option Scheme, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Share Option Scheme shall not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time, or such applicable limits so long as the Company remains a subsidiary of Shanghai Industrial Holdings Limited (“SIHL”) or the Shares remain listed on the SEHK, and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.

See Explanatory Note (iv)

(Resolution 12)

10. Authority to issue shares under the SIIC Environment Share Award Scheme (“Share Award Scheme”)

That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the vesting of share awards under the Share Award Scheme, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Share Award Scheme shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.

See Explanatory Note (v)

(Resolution 13)

By Order of the Board

Shirley Tan Sey Liy

Man Yun Wah

Company Secretaries

Singapore, 27 May 2020

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Explanatory Notes:

- (i) Mr. Zhou Jun will, upon re-election as a Director of the Company, remain as the Non-Executive Director and the Chairman of the Board, the chairman of the Executive Committee of the Company and a member of the Remuneration Committee of the Company.

Mr. Feng Jun will, upon re-election as a Director of the Company, remain as an Executive Director of the Company, the chairman of the Risk and Investment Management Committee of the Company and a member of the Executive Committee.

Mr. Huang Hanguang will, upon re-election as a Director of the Company, remain as an Executive Director of the Company and a member of the Executive Committee.

Mr. Zhao Youmin will, upon re-election as a Director of the Company, remain as an Executive Director of the Company.

Mr. Yang Jianwei will, upon re-election as a Director of the Company, remain as an Executive Director of the Company, a member of the Risk and Investment Management Committee of the Company and a member of the Executive Committee.

Please refer to the Company's 2019 Annual Report for the detailed information on Mr. Zhou Jun, Mr. Feng Jun, Mr. Huang Hanguang and Mr. Zhao Youmin required pursuant to Rule 720(6) of the Listing Manual of the SGX-ST.

Please refer to the Company's Circular dated 27 May 2020 for the detailed information on Mr. Yang Jianwei required pursuant to Rule 720(6) of the Listing Manual of the SGX-ST.

- (ii) Ordinary Resolution 10 above, if passed, will empower the Directors of the Company, effective 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 or such authority is varied or revoked by the Shareholders in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, if and where applicable noting the restrictions under the Hong Kong Listing Rules described below, up to a number not exceeding, in total, 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 20% may be issued other than on a pro-rata basis to shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.

On 8 April 2020, SGX RegCo issued a news release which introduced measures to support issuers amid the challenging business and economic climate due to COVID-19, including enabling the acceleration of fund-raising efforts by allowing Mainboard issuers to provisionally seek a general mandate for an issue of shares and convertible securities on a pro rata basis of up to an aggregate of 100% of its issued shares (excluding treasury shares and subsidiary holdings), versus 50% previously (the "**Enhanced Share Issue Limit**").

The Company is proposing to avail itself of these measures and to seek shareholders' approval for a general mandate with an Enhanced Share Issue Limit at the upcoming AGM. The Board of Directors is of the view that it would be in the interest of the Company to seek approval up to the Enhanced Share Issue Limit granted by SGX RegCo for flexibility to react to unforeseen circumstances before the AGM held in 2021 ("**2021 AGM**") amid the COVID-19 situation, where possible.

The Enhanced Share Issue Limit may be renewed at the 2021 AGM and is only valid until 31 December 2021, by which date any shares issued pursuant to the Enhanced Share Issue Limit must be listed, and no further shares may be issued under that limit.

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The Company will notify SGX RegCo, by way of email to enhancedsharelimit@sgx.com, of the date on which the general mandate with the Enhanced Share Issue Limit has been approved by Shareholders.

Notwithstanding the above, it must be noted that the Hong Kong Listing Rules provide that the general mandate obtained from Shareholders in general meeting shall be subject to a restriction that the aggregate number of Shares allotted or agreed to be allotted under the general mandate must not exceed 20% of the existing issued share capital of the Company as at the date this Ordinary Resolution is passed. The Company will comply with the requirements under the Hong Kong Listing Rules or the Listing Manual of the SGX-ST for matters relating to the general mandate, whichever is more onerous.

- (iii) Resolution 11 above, if passed, will empower the Directors of the Company from the date of this AGM until the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held or the date on which the authority conferred by the Share Purchase Mandate is revoked or varied by Shareholders in a general meeting, whichever is the earlier, to repurchase ordinary shares of the Company, subject to the Listing Manual, the Hong Kong Listing Rules and the Hong Kong Repurchase Code, by way of market purchases or off-market purchases of up to ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the Maximum Price as defined in the Appendix A. Information on the Share Purchase Mandate, including the rationale for, the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of ordinary shares by the Company pursuant to the Share Purchase Mandate on the audited consolidated financial accounts of the Group for the financial year ended 31 December 2019 are set out in greater detail in Appendix A.
- (iv) Resolution 12 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the exercise of share options granted or to be granted under the Share Option Scheme provided that the aggregate additional shares to be issued pursuant to the Share Option Scheme do not exceed in total (for the entire duration of the Share Option Scheme) ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time, or such applicable limits so long as the Company remains a subsidiary of SIHL or the Shares remain listed on the SEHK.

Where the Company is a subsidiary of SIHL,

- (a) the total number of new shares which may be issued upon exercise of the options granted under the Share Option Scheme and any other share-based incentive scheme (but excluding the Share Award Scheme), must not in aggregate exceed 10% of the total number of issued shares as at the date of adoption of the Share Option Scheme. Options lapsed in accordance with the terms of the Share Option Scheme will not be factored in for the purpose of calculating the 10% limit; however;
- (b) notwithstanding (a) above, but subject to the abovementioned 10% limit, SIHL may seek the approval of the SIHL shareholders in a general meeting to refresh the 10% limit. However, the total number of Shares which may be issued upon exercise of all options, together with the Share issued and to be issued under other share-based incentive schemes (but excluding the Share Awards Scheme), under the limit as refreshed must not exceed 10% of the Shares in issue as at the date of approval of the refreshing of the limit. Options previously granted under the Share Option Scheme (including those outstanding, cancelled, lapsed in accordance with the Share Option Scheme or exercised options) will not be counted for the purpose of calculating the limit as refreshed;
- (c) SIHL may seek separate approval by its shareholders in a general meeting for granting options beyond the 10% limit provided the options in excess of the limit are granted only to participants specifically identified by SIHL before such approval is sought; provided always that; and
- (d) the limit on the number of shares which may be issued upon the exercise of all outstanding options granted, but yet to be exercised under the Share Option Scheme and any other share incentive scheme (excluding the Share Award Scheme), must not exceed 30% of the shares in issue from time to time. No options may be granted under the Share Option Scheme if this will result in the 30% limit being exceeded.

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- (v) Resolution 13 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the vesting of share awards under the Share Award Scheme provided that the aggregate additional shares to be issued pursuant to the Share Award Scheme do not exceed in total (for the entire duration of the Scheme) fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time.

Notes relating to measures to minimize the risk of COVID-19:

1. Pursuant to the COVID-19 (Temporary Measures) Act that was passed by Parliament on 7 April 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 issued by the Minister of Law on 13 April 2020 (as amended from time to time), issuers are able to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (such as a company's constitution). A joint statement was also issued by the Monetary Authority of Singapore, the Accounting and Corporate Regulatory Authority and the Singapore Exchange Regulation on 13 April 2020 to provide guidance on the conduct of general meetings during the period when elevated safe distancing measures are in place. As such, for Singapore Shareholders, the AGM will be held by way of **electronic means** and **shareholders will NOT be allowed to attend the AGM in person**. This Notice will be made available on the Company's corporate website at <http://www.siicenv.com/en/> as well as on the SGX website at <https://www.sgx.com/securities/company-announcements> and the SEHK's website at www.hkexnews.hk.
2. Alternative arrangements are instead put in place to allow shareholders to participate in the AGM by:
 - (a) watching or listening to the AGM proceedings via a Live Webcast (as defined below). Shareholders who wish to participate as such will have to pre-register in the manner outlined in Note 3 below;
 - (b) submitting questions ahead of the AGM. Please refer to Notes 8 to 9 below for further details; and
 - (c) voting by proxy at the AGM. Please refer to Notes 10 to 17 below for further details.

Participation in the AGM via live webcast or live audio feed (for Singapore Shareholders)

3. A shareholder of the Company or their corporate representatives (in the case of a member which is a legal entity) will be able to watch or listen to the proceedings of the AGM through a "live" webcast via mobile phone, tablet or computer ("**Live Webcast**"). In order to do so, the member must pre-register by 10.00 a.m. on 25 June 2020 ("**Registration Deadline**"), at the following email address: agm2020@siicenv.com with the following details:
 - (i) Full name;
 - (ii) Identification/registration number,
 - (iii) Manner in which the shares are held (e.g. via CDP, CPF or SRS) for verification purposes
4. Following authentication of his/her/its status as a shareholder of the Company, such shareholder will receive an email on their authentication status and the details to access the Live Webcast of the AGM proceedings. **Singapore Shareholders must not forward the Live Webcast details to other persons who are not the members/Depositors and who are not entitled to attend the AGM.**
5. Shareholders who have registered by the Registration Deadline in accordance with paragraph 3 above but do not receive an email response by 10:00 a.m. on 26 June 2020 may contact the Company for assistance at the following email address: agm2020@siicenv.com or the Company's Share Registrar at the following email address: rhtcaoscar@rhtcorporate.com (for Singapore Shareholders), with the following details included: (1) the member's full name; and (2) his/her/its identification/registration number.
6. Non-SRS holders whose shares are registered under Depository Agents ("**DAs**") must **also** contact their respective DAs to indicate their interest in order for their respective DAs to make the necessary arrangements for them to participate in the Live Webcast of the AGM proceedings.

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Participation in the AGM in Hong Kong (for Hong Kong Shareholders)

7. Limited attendance in person at the AGM venue in Hong Kong and precautionary measures pursuant to the latest amendments to the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation (Cap. 599G of the Laws of Hong Kong), with effect from 8 May 2020, the AGM in Hong Kong is exempted from the statutory prohibition of group gatherings of more than eight persons in public place, provided that no food or drink is served and that measures are in place for separating the attendees in different rooms or partitioned areas, each accommodating not more than 50 persons. The Company has reviewed the space available at the AGM venue in Hong Kong and, in order to comply with these new requirements, hereby announces that the maximum number of Shareholders who will be able to physically attend the AGM in Hong Kong (in person or by proxy) will be 50, and attendees will be accommodated in partitioned areas with not more than 50 persons in each area. Registration of attendance will start at 9:00 a.m. on Monday, 29 June 2020 and to the extent that the attendance limit is reached, Shareholders (or their proxies) who cannot be allocated a seat will be denied entry into the AGM venue in Hong Kong.

The following precautionary measures will be implemented at the AGM in Hong Kong:

- (1) All attendees must wear face masks at all times inside the AGM venue in Hong Kong or at the waiting area outside the AGM venue in Hong Kong. Any attendees who do not wear face masks may be requested to leave or denied entry into the AGM venue in Hong Kong.
- (2) All attendees must clean their hands with alcohol-based hand sanitizer before entering the AGM venue in Hong Kong.
- (3) Body temperature checks/screening will be conducted on all attendees before they enter the waiting area outside the AGM venue in Hong Kong. Any person with a body temperature of over 37.2 degrees Celsius may be requested to leave or denied entry into the AGM venue in Hong Kong.
- (4) No food and beverage service will be provided.
- (5) Attendees may be required to confirm that (i) he/she has not travelled outside of Hong Kong within 14 days immediately before the AGM (“**Recent Travel History**”); (ii) he/she is not subject to any HKSAR Government prescribed quarantine requirement; (iii) to his/her knowledge, he/she has not, within 14 days immediately before the AGM, had close contact with any person under quarantine or with Recent Travel History; and (iv) he/she has no flu-like symptoms. Any person who fails to provide the required confirmation, or if he/she shows flu-like symptoms, may be requested to leave or denied entry into the AGM venue in Hong Kong.
- (6) Seating at the AGM in Hong Kong will be arranged to ensure adequate physical distancing between participants so as to reduce interaction between them.

To the extent permitted under law, the Company reserves the right to deny entry into the AGM venue in Hong Kong or require any person to leave the AGM venue in Hong Kong in order to ensure the safety of the attendees at the AGM in Hong Kong.

The Company will continue to monitor the evolving COVID-19 situation and may adjust and/or implement additional precautionary measures as the public health situation changes.

Submission of questions prior to the AGM

8. A shareholder of the Company may submit questions relating to the resolutions to be tabled for approval at the AGM or the Company’s businesses and operations. 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 AGM on SGXNET, SEHK’s website at www.hkexnews.hk and the Company’s website within one month after the date of AGM.
9. To do so, all questions must be submitted no later than the Registration Deadline through any one of the following means:
- (a) via email to the following email address: agm2020@siicenv.com; or

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- (b) by mail to the Company's registered office in Singapore at One Temasek Avenue, #37-02 Millenia Tower, Singapore 039192;

The following details must be included with the submitted questions: (i) Full name; (ii) Identification/registration number and (iii) Manner in which the shares are held (e.g. via CDP, CPF or SRS) for verification purposes, failing which the submission will be treated as invalid.

Voting by proxy

10. Singapore Shareholders may only exercise their voting rights at the AGM via proxy voting. The accompanying proxy form for the AGM may be accessed via the Company's corporate website at <http://www.siicenv.com/en/>, and will also be made available on the SGX website at <https://www.sgx.com/securities/company-announcements> and the SEHK's website at www.hkexnews.hk.
11. Singapore Shareholders (including Relevant Intermediary*) who wish to vote on any or all of the resolutions at the AGM must submit a proxy form to appoint the Chairman of the Meeting as their proxy to do so on their behalf.
12. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
- (a) if submitted by post, be lodged at the Company's registered office in Singapore at One Temasek Avenue, #37-02 Millenia Tower, Singapore 039192 (for Singapore Shareholders) or at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for Hong Kong Shareholders); or
- (b) if submitted electronically, be submitted via email to the following email address: agm2020@siicenv.com.

in either case **by no later than 10.00 a.m. on 26 June 2020, being 72 hours before the time appointed for the AGM.**

A member who wishes to submit an instrument of proxy must first download and/or 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.

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 by post, members are strongly encouraged to submit completed proxy forms electronically via the following email address: agm2020@siicenv.com.

13. Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions 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.
14. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or on his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or signed on its behalf by its attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.
15. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) and wishes to vote, should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes to appoint the Chairman of the Meeting as their proxy, at least 7 working days before the AGM.
16. A Depositor's name must appear on the Depository Register maintained by The Central Depositor (Pte) Limited as at 72 hours before the time fixed for holding the AGM in order for the Depositor to be entitled to vote at the AGM.

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17. **Please note that Singapore Shareholders will not be able to vote through the Live Webcast can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.**
18. To ascertain the members' entitlement to attend and vote (where applicable) at the Meeting, the register of members will be closed from Tuesday, 23 June 2020 to Monday, 29 June 2020, both days inclusive, during which period no transfer of shares can be registered. All transfers of shares, accompanied by the relevant share certificates, must be lodged with the Company's principal share registrar in Singapore, RHT Corporate Advisory Pte. Ltd., at 30 Cecil Street #19-08 Prudential Tower Singapore 049712, (for Singapore Shareholders) no later than 5:00 p.m. on Monday, 22 June 2020, or with the Company's Hong Kong branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, (for Hong Kong Shareholders) not later than 4:30 p.m. on Monday, 22 June 2020. Due to the current COVID-19 restriction orders in Singapore, Singapore Shareholders will not be able to attend the AGM. Singapore Shareholders who wish to vote on any or all of the resolutions at the AGM must submit a proxy form to appoint Chairman of the Meeting as their proxy to do so on their behalf.

Further announcement(s) regarding the closure of register of members of the Company for ascertaining shareholder's entitlement to the proposed final dividend will be made by the Company in due course.

*** Relevant Intermediary is:**

- (a) a banking corporation licensed under the Banking Act (Chapter 19) or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36), in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal Data Privacy

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) 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), 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

As at the date of this notice, the non-executive Chairman is Mr. Zhou Jun; the executive Directors are Mr. Feng Jun, Mr. Xu Xiaobing, Mr. Huang Hanguang, Mr. Zhao Youmin and Mr. Yang Jianwei; and the independent non-executive Directors are Mr. Yeo Guat Kwang, Mr. An Hongjun and Mr. Zhong Ming.