



IMPERIUM CROWN LIMITED
Company Registration No. 199505053Z
(Incorporated in Republic of Singapore)

EXTRAORDINARY GENERAL MEETING TO BE HELD ON 27 JANUARY 2023

1. Background

The board of directors (the “**Board**” or “**Directors**”) of Imperium Crown Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law (“**MinLaw**”) by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, convene, hold or 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 was gazetted on 13 April 2020, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies;
- (c) the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation (“**SGX RegCo**”) of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020, 4 February 2022 and 23 May 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by SGX RegCo, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation;
- (d) the article published by SGX RegCo dated 23 May 2022 titled “Regulator's Column: Live engagement and voting expected at all AGMs for FYs ending 30 June 2022 or after” requiring any general meetings on or after 1 October 2022 seeking shareholders’ approval for corporate transactions to also take into account the expectations to accord shareholders with the same full rights should they choose to hold virtual-only meetings. These rights include the right to attend, ask questions and communicate their views; and to appoint proxies or to vote at general meetings; and
- (e) the News Release issued by SGX RegCo titled “SGX-listed issuers to return to physical general meetings when gov’t’s (Temporary Measures) Orders cease from 1 July 2023” and consequently, listed issuers will have to return to the physical mode for conducting general meetings from the date of the revocation of the Order by MinLaw.

*Unless otherwise defined, all capitalised terms used in this announcement shall have the meaning ascribed to them in the Circular to Shareholders dated 12 January 2023 (the “**Circular**”).*

2. Date, time and place of EGM

The Company is pleased to announce that pursuant to the Order, an extraordinary general meeting (“**EGM**” or the “**Meeting**”) of the Company will be convened and held, in a wholly physical format, at Singapore Polytechnic Graduates Guild, Grand Ballroom, Level 3, 1010 Dover Road, Singapore 139658 on **Friday, 27 January 2023, at 10.00 a.m.**

3. Notice of EGM and proxy form

The Notice of EGM and proxy form will be sent to shareholders solely by electronic means via publication on the Company's corporate website at the URL <https://www.imperium-crown.com/news> and will also be made available on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>. **There will be no option for shareholders to participate virtually. Printed copies of these documents will not be sent to shareholders.**

4. Circular to Shareholders

The Circular to Shareholders in relation to (A) The proposed disposal of the land use rights in respect of 2 plots of land located in the Shandong Province of the People's Republic of China; (B) the proposed disposal of the Wonder Stone Hotel and the land use rights in respect of the land on which the Wonder Stone Hotel is situated; and (C) the proposed diversification of the Group's business into the interior design business, will be published on the Company's corporate website at the URL <https://www.imperium-crown.com/news> and will also be made available on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>. **Printed copy of this document will not be sent to shareholders.**

5. Arrangements for participation at the EGM

Shareholders (including Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") investors) may participate in the EGM by:

- (a) attending the EGM in person;
- (b) submitting questions in advance of, or at, the EGM, in relation to any resolutions set out in the Notice of EGM; and
- (c) voting at the EGM (i) by themselves; or (ii) through their duly appointed proxy(ies)¹.

Details of the steps for registration, submission of questions and voting at the EGM by shareholders (including CPF or SRS investors) are set out in the Appendix to this announcement.

6. Persons who hold shares through relevant intermediaries

Persons who hold shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), other than CPF and SRS investors, and who wish to participate in the EGM by:

- (a) attending the EGM in person;
- (b) submitting questions in advance of, or at, the EGM, in relation to any resolution set out in the Notice of EGM, if any; and/or
- (c) voting at the EGM (i) themselves; or (ii) by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the EGM,

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

In particular, CPF and SRS investors should note that they (a) may attend and vote at the EGM 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 (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on Friday, 13 January 2023**.

¹ For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies), other than the Chairman of the Meeting, to vote at the EGM on their behalf.

7. Key dates/deadlines

The key dates/deadlines which shareholders should take note of are summarised in the table below (which is to be read in conjunction with the Appendix to this announcement):

Key dates	Actions
5.00 p.m. on 13 January 2023 (Friday)	Deadline for CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy on their behalf at the EGM must approach their respective CPF Agent Banks or SRS Operators to submit their votes.
10.00 a.m. on 20 January 2023 (Friday)	Deadline for shareholders to submit questions in advance.
10.00 a.m. on 24 January 2023 (Tuesday)	Deadline for shareholders to submit instruments appointing a proxy(ies).
Date and time of EGM - 10.00 a.m. on 27 January 2023 (Friday)	Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxy(ies) may attend the EGM in person at Singapore Polytechnic Graduates Guild, Grand Ballroom, Level 3, 1010 Dover Road, Singapore 139658. <u>There will be no option for shareholders to participate virtually.</u> Please bring along your NRIC/passport so as to enable the Company to verify your identity; and arrive early to facilitate the registration process.

8. Minutes of EGM

The minutes of the EGM, which will include the responses to substantial and relevant comments or queries from shareholders relating to the agenda of the EGM (if any), will thereafter be published on the Company's corporate website at the URL <https://www.imperium-crown.com/news> and on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements> within one (1) month after the date of the EGM.

9. Important reminder

Shareholders are reminded to check the Company's corporate website at the URL <https://www.imperium-crown.com/news> or on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the EGM.

By Order of the Board

Kiar Lee Noi
Company Secretary

12 January 2023

ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr Bernard Lui

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APPENDIX

Steps for Registration, Submission of Questions and Voting at the EGM

Shareholders (including CPF and SRS investors) will be able to attend the EGM in person, submit questions to the Chairman of the Meeting in advance of, or at, the EGM and/or vote at the EGM (a) by themselves; or (b) through their duly appointed proxy(ies).

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

STEP 1: REGISTRATION		
No.	Actions	Details
1	Register in person to attend the EGM	<p>Shareholders (including CPF and SRS investors) or, where applicable, their appointed proxy(ies) can attend the EGM in person.</p> <p>To do so, shareholders will need to register themselves in person at the registration counter(s) outside the EGM venue on the day of the event.</p> <p>Shareholders must bring along their NRIC/passport so as to enable the Company to verify their status as shareholders.</p> <p>Shareholders are requested to arrive early to facilitate the registration process. They are advised not to attend the EGM if they are feeling unwell.</p>
STEP 2: SUBMISSION OF QUESTIONS		
No.	Actions	Details
2	Submit questions in advance of, or at, the EGM	<p>Shareholders (including CPF and SRS investors) can submit questions in advance of, or at, the EGM.</p> <p>Submission of substantial and relevant questions in advance of the EGM. Shareholders (including CPF and SRS investors) can submit substantial and relevant questions related to the resolutions to be tabled for approval at the EGM to the Chairman of the Meeting, in advance of the EGM, in the following manner:</p> <p>(a) Via email. Shareholders may submit their questions via email to the Company at egm2023@imperium-crown.com.</p> <p>(b) By post. Alternatively, shareholders may also submit their questions by post to the Registered Office of the Company at 1 Commonwealth Lane, #06-20 One Commonwealth, Singapore 149544.</p> <p>When submitting questions via email or by post to the Company, shareholders should provide the following details in their submission, for verification purposes:</p> <ul style="list-style-type: none">• the shareholder's full name;• the shareholder's NRIC, passport or company registration number;• the shareholder's address; and• the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF/SRS and/or scrip). <p>Deadline to submit questions in advance of the EGM. All questions must be submitted via any of the above channels by 10.00 a.m. on Friday, 20 January 2023 in order to give the Company sufficient time to process and address the substantial and relevant questions.</p>

		<p>Ask substantial and relevant questions at the EGM. Shareholders (including CPF and SRS investors) or, where applicable, their appointed proxy(ies) can ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the EGM, at the EGM itself.</p> <p>Addressing questions in advance of, or at, the EGM. Management and the Board of Directors of the Company will endeavour to address all substantial and relevant questions (which are related to the resolutions to be tabled for approval at the EGM) received from shareholders and will publish the responses to these questions on the Company's corporate website at the URL https://www.imperium-crown.com/news and on the SGX's website at the URL https://www.sgx.com/securities/company-announcements. The responses (if applicable) will be published by 10.00 a.m. on Sunday, 22 January 2023.</p> <p>The Board of Directors of the Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the EGM) received after the 20 January 2023 submission deadline which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM, at the EGM itself. Where substantially similar questions are received, they will consolidate such questions and consequently not all questions may be individually addressed.</p>
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STEP 3: VOTING AT THE EGM

No.	Actions	Details
3(a)	Shareholders (including CPF and SRS investors) to exercise the voting rights at the EGM	<p>Shareholders (including CPF and SRS investors) can exercise their voting rights at the EGM.</p> <p>Shareholders (including CPF and SRS investors) who wish to exercise their voting rights at the EGM, must attend and exercise their voting rights at the EGM.</p> <p>CPF or SRS investors who hold the Company's shares through CPF Agent Banks or SRS Operators:</p> <p>(a) may attend and vote at the EGM 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> <p>(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on Friday, 13 January 2023.</p>
3(b)	Appointing a proxy(ies) to vote, at the EGM	<p>Shareholders can vote at the EGM themselves or through their duly appointed proxy(ies). Shareholders who wish to appoint proxy(ies) must submit an instrument appointing a proxy(ies).</p> <p>Submission of instruments appointing a proxy(ies). The instrument appointing a proxy(ies) must be submitted in the following manner:</p> <p>(a) if submitted by post, be deposited at the Registered Office of the Company at 1 Commonwealth Lane, #06-20 One Commonwealth, Singapore 149544; or</p>

		<p>(b) if submitted electronically, be submitted via email to the Company at egm2023@imperium-crown.com,</p> <p>in either case, by 10.00 a.m. on Tuesday, 24 January 2023.</p> <p>A shareholder who wishes to submit an instrument of proxy must first download, 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. The proxy form may be downloaded from the Company's corporate website at the URL https://www.imperium-crown.com/news and on the SGX's website at the URL https://www.sgx.com/securities/company-announcements.</p> <p>The appointed proxy(ies)* must attend and exercise their voting rights at the EGM.</p> <p><i>*For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies), other than the Chairman of the Meeting, to vote "live" at the EGM on their behalf.</i></p>
3(c)	<p>Deemed revocation of appointment and withdrawal of instrument proxy(ies)</p>	<p>Completion and return of the instrument of proxy(ies) does not preclude a shareholder from attending, speaking and voting at the EGM.</p> <p>Deemed revocation of proxy appointment if shareholder attends the EGM in person. Completion and return of the instrument appointing a proxy(ies) by a shareholder will not prevent him / her / its from attending, speaking and voting at the EGM if he / she / it so wishes. The appointment of the proxy(ies) for the EGM will be deemed to be revoked if the shareholder who has appointed a proxy(ies) and who subsequently attend at the EGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.</p> <p>Withdrawal of instrument of proxy. A shareholder who submitted a valid instrument of proxy but who subsequently wishes to attend, speak and vote at the EGM himself / herself / itself may withdraw the instrument of proxy and should contact the Company at +65 6250 0925 (during office hour) or by email to egm2023@imperium-crown.com before 5.00 p.m. on Tuesday, 24 January 2023.</p>