

Rich Capital Holdings Limited
Company Registration No. 199801660M
(Incorporated in Singapore)

7 July 2022

Dear Shareholder

**Rich Capital Holdings Limited (the “Company”)
Annual General Meeting and Request Form**

This letter supplements the Company’s advisory in compliance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the Joint Statement of the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 13 April 2020 titled “Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period”, and subsequently amended on 14 April 2020, 24 April 2020 and 29 September 2020 attached to the Notice of Annual General Meeting (“**AGM**”) dated 7 July 2022.

The AGM is an important event in the Company’s Corporate Calendar. Under usual circumstances, we would encourage Shareholders to attend the AGM as it is an opportunity for Directors and Management of the Company to meet and engage with Shareholders directly.

We wish to inform Shareholders that, having taken into account all applicable advisories, the Company has decided to implement additional precautionary measures in respect of the conduct of the AGM. Details can be found in the Important Notice of Shareholders regarding the Annual General Meeting as attached.

In this regard, the Company’s Annual Report for the financial year ended 31 March 2022 (“**Annual Report**”) will be available on the Company’s website from the date of this letter.

The Annual Report may be accessed on SGXNet at <https://www.sgx.com> and the Company's corporate website at <https://www.richcapital.com.sg/>.

We sincerely hope that you will join our sustainability efforts and embrace electronic communications. However, if you still wish to receive printed copies of the Annual Report, please complete the Request Form below and return it to the Company’s Share Registrar at 80 Robinson Road #11-02 Singapore 068898, or email the Request Form to sg.is.proxy@sg.tricorglobal.com or general@richcapital.com.sg, no later than 15 July 2022.

By completing, signing and returning the Request Form to us, you agree and acknowledge that we and our service provider may collect, use and disclose your personal data, as contained in your submitted Request Form or which is otherwise collected from you (or your authorised representative(s)), for the purpose of processing and effecting your request.

Yours faithfully

For and on behalf of

Rich Capital Holdings Limited

Lee Bee Fong
Company Secretary

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL GENERAL MEETING ON 22 July 2022

1. INTRODUCTION

The Board of Directors (the "**Board**") of Rich Capital Holdings Limited (the "**Company**") refers to:

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- a) the Notice of Annual General Meeting issued on 7 July 2022 to convene the Annual General Meeting for FY2022 ("**AGM**") of the Company to be held on 22 July 2022 at 4.00 p.m.;
- b) the joint statement by the Accounting and Corporate Regulatory Authority (ACRA), the Monetary Authority of Singapore (MAS) and the Singapore Exchange Regulations (SGX RegCo) on 31 March 2020 providing guidance for issuers on safe distancing measures when conducting general meetings;
- c) the implementation of the circuit breaker measures (enhanced safe distancing measures and closure of workplace premises) announced by the Government on 3 April 2020 to curb the further spread of COVID-19;
- d) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 which provides, among others, legal certainty to enable issuers to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (e.g. a company's constitution); and
- e) the joint statement by ACRA, MAS and SGX RegCo on 13 April 2020 providing additional guidance for issuers on the conduct of general meetings during elevated safe distancing period.

2. NO PHYSICAL ATTENDANCE AT AGM

Due to current Covid-19 restriction orders in Singapore, the Company has made arrangements to facilitate a live webcast of the AGM ("**Live AGM Webcast**") Members 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 in place of the originally scheduled physical meeting. Shareholders will be able to watch the Live AGM Webcast, and the Company will not accept any physical attendance by shareholders.

3. AGM LIVE WEBCAST REGISTRATION PROCESS

Shareholders who wish to participate in the AGM proceedings through the Live AGM Webcast via their mobile phones, tablets or computers must register for an account at <https://conveneagm.com/sg/rich2022> by 2.30 p.m. on 20 July 2022 (the "**Registration Deadline**") to enable the Company to verify their status.

Following the verification, authenticated Shareholders will receive an email by 21 July 2022, and will be able to access the Live AGM Webcast using the account created.

Shareholders who register by the Registration Deadline but do not receive an email response by 4.00 p.m. 21 July 2022 may contact the Share Registrar of the Company for assistance at sg.is.proxy@sg.tricorglobal.com with the full name of the shareholder and his/her identification number.

An investor who holds shares under the CPF Investors or Supplementary Retirement Scheme (**SRS Investor**) (as may be applicable) and wishes to appoint the Chairman of the Meeting as their proxy should approach their respective SRS Approved Nominees (SRS Operators) to submit their votes at least seven (7) working days before the AGM (i.e. by 4.00 p.m. 12 July 2022).

4. SUBMISSION OF PROXY FORMS

Shareholders who wish to vote at the AGM must submit a proxy form to appoint the Chairman of the Meeting to cast votes on their behalf.

The completed Proxy Form must (1) email to sg.is.proxy@sg.tricorglobal.com ; or (2) mail to the Company's Share Registrar at 80 Robinson Road #11-02, Singapore 068898 by no later than 20 July 2022 at 4.00 p.m., being 48 hours before the time for the AGM.

5. SUBMISSION OF QUESTIONS

Shareholders may submit questions relating to the items on the agenda of the AGM & SGM by:

- a) email to general@richcapital.com.sg. When submitting the questions, please provide the Company with the following details, for verification purpose:
 - (i) Full name;
 - (ii) Current address;
 - (iii) Number of shares held; and
 - (iv) The manner in which you hold shares in the Company (e.g. via CDP or SRS); OR
- b) digital submission at <https://conveneagm.com/sg/rich2022>

Shareholders are encouraged to submit their questions early (i.e. well before the AGM Registration Deadline) and reach the Company by 15 July 2022 before 4.00 p.m., to enable the Board and the Company to address and answer any substantial and relevant questions ("**Response**") to be posted on the SGXNET by 18 July 2022, before the deadline for submission of the proxy forms (i.e. 4.00 p.m. on 20 July 2022). The Board believes that this approach will enable the Shareholders to consider the Response and thereafter be in a position to cast their votes via proxy by the Registration Deadline, in time for the AGM.

6. NO DESPATCH OF ANNUAL REPORT FOR FY2022

As stated in the Request Form despatched to Shareholders on 7 July 2022, the printed copy of Annual Report for FY2022 would only be available to Shareholders upon submission of a duly completed request form to the Company no later than 15 July 2022.

In this regard, the Annual Report for FY2022 has been made available for download from SGXNet at <https://www.sgx.com> and the Company's corporate website at <https://www.richcapital.com.sg>

7. OTHERS

In the meantime, Shareholders are encouraged to check the SGXNet regularly at <https://www.sgx.com> for the latest updates with respect to the Company's AGM.

Should Shareholders have any questions that have not been addressed above, you are advised to forward your questions to: general@richcapital.com.sg. The Company will endeavor to provide the answers in as timely a manner as possible but the Company seeks your understanding if there are any delays.

REQUEST FORM

To : **Rich Capital Holdings Limited**
Address : Share Registrar
Tricor Barbinder Share Registration Services
80 Robinson Road #11-02
Singapore 068898

Please send me a copy of the printed Annual Report for the financial year ended 31 March 2022.

Name of Shareholder: _____

NRIC/Passport/Co. Registration No.: _____

Mailing Address: _____

Signature: _____ Date: _____

Note: This request is valid for the Annual Report for the financial year ended 31 March 2022.