



IFS Capital Limited

(Incorporated in the Republic of Singapore)
(Company Registration No. 198700827C)

ANNUAL GENERAL MEETING (“AGM”) ON 21 MAY 2020

1. **Background.** IFS Capital Limited (the “Company”) refers to:
 - (a) its announcement on 7 April 2020 in respect of, *inter alia*, the approval for the extension of time to hold the Company’s AGM;
 - (b) the implementation of the circuit breaker measures (enhanced safe distancing measures and closure of non-essential workplace premises) announced by the Singapore Government on 3 April 2020 to curb the further spread of COVID-19;
 - (c) the COVID-19 (Temporary Measures) Act 2020 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 (the “**Order**”) issued by the Minister for Law on 13 April 2020 which provide, 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 (such as a company’s constitution); and
 - (d) the joint statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, providing guidance for listed and non-listed entities on the manner in which general meetings are to be conducted during the period when elevated safe distancing measures are in place.
2. **Date, time and conduct of AGM.** The Company is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Thursday, 21 May 2020 at 3.00 p.m.**
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on the Company’s website at the link: <https://www.ifscapital.com.sg/investor-relations/#ifsagm> and will also be made available on the SGX website at the link: <https://www.sgx.com/securities/company-announcements>. Printed copies of these documents will not be sent to shareholders.



4. **No personal attendance at AGM.** Due to the current COVID-19 restriction orders in Singapore, shareholders will not be able to attend the AGM in person.

5. **Alternative arrangements for participation at the AGM.** Shareholders may participate at the AGM by:

- (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM; and/or
- (c) submitting questions in advance of the AGM.

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

6. **Persons who hold shares through relevant intermediaries.** Persons who hold the Company's shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including 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) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM; and/or
- (c) submitting questions in advance of the AGM,

should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) 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. **2019 Annual Report.** The 2019 Annual Report has been published on the Company's website, and can be accessed at <https://www.ifscapital.com.sg/investor-relations/#annualreports>.



8. **Record and payment dates for first and final dividend.** The Share Transfer Books and Register of Members of the Company will be closed on 29 May 2020 for the purpose of determining members' entitlements to the proposed first and final one-tier tax exempt ordinary cash dividend for the financial year ended 31 December 2019 (the "**FY19 Final Dividend**") of 0.78 cents for every ordinary share held, subject to the approval of shareholders at the AGM to be held and convened on 21 May 2020. Duly completed registrable transfers of ordinary shares received by the Company's Share Registrar, M & C Services Private Limited, 112 Robinson Road #05-01, Singapore 068902 up to close of business at 5.00 p.m. on 28 May 2020 will be registered before entitlements to the FY19 Final Dividend are determined. 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 28 May 2020 will be entitled to the FY19 Final Dividend. The FY19 Final Dividend, if so approved by shareholders, will be paid on 8 June 2020.
9. ***Important Reminder. Due to the constantly evolving COVID-19 situation, the Company may be required to change its AGM arrangements at short notice. Shareholders are advised to regularly check the Company's website or announcements released on SGXNET for updates on the AGM.***

By Order of the Board
Chionh Yi Chian / Angeline Ng
Company Secretary / Assistant Company Secretary
29 April 2020
Singapore



APPENDIX

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

Shareholders will be able to participate in the AGM proceedings as set out below.

No.	Steps	Details
1.	Pre-Registration of the live webcast of the AGM proceedings (the “<u>Live AGM Webcast</u>”)	<ol style="list-style-type: none">Shareholders may observe and/or listen to the AGM proceedings through the Live AGM Webcast. To do so, shareholders will need to register at https://meetings.vision/ifscapital-agm-registration (the “Registration Link”) from 9 a.m. on 4 May 2020 till 3.00 p.m. on 18 May 2020 (the “Registration Deadline”) to enable the Company to verify their status.Following verification, authenticated shareholders will receive an email by 3.00 p.m. on 20 May 2020 containing a link to access the live audio-visual webcast of the AGM proceedings or a toll-free telephone number to access the live audio only stream of the AGM proceedings.Shareholders must not forward the abovementioned link to other persons who are not shareholders of the Company and who are not entitled to attend the AGM.Shareholders who register by the Registration Deadline but do not receive an email response by 3.00 p.m. on 20 May 2020 may contact the Company’s share registrar, M & C Services Private Limited, by email at gpe@mncsingapore.com.
2.	Submission of Proxy Forms	<ol style="list-style-type: none">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.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



No.	Steps	Details
		<p>appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p>3. The proxy form (which can be assessed at the SGX website at the link: https://www.sgx.com/securities/company-announcements or the Company's website at the link: https://www.ifscapital.com.sg/investor-relations/#ifsagm), duly completed and signed, must be submitted in the following manner:</p> <p>a. if submitted by post, be deposited at the office of the Company's share registrar, M & C Services Private Limited, 112 Robinson Road #05-01, Singapore 068902; or</p> <p>b. if submitted electronically, be submitted via email to gpe@mncsingapore.com,</p> <p>in either case, by no later than 3.00 p.m. on 18 May 2020, being 72 hours before the time fixed for the holding of the AGM.</p> <p>Shareholders who wish to submit a proxy form 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.</p> <p>In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.</p> <p>4. CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 3.00 p.m. on 11 May 2020) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.</p>



No.	Steps	Details
		<p>5. Please note that shareholders will not be able to vote through the live webcast and can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.</p>
3.	Submission of Questions	<p>1. Shareholders may submit questions relating to the items on the agenda of the AGM via the Registration Link. All questions must be submitted by 3.00 p.m. on 18 May 2020.</p> <p>Shareholders may also submit their questions by post to IFS Capital Limited, Group Secretariat, 10 Eunos Road 8 #09-04 Singapore Post Centre Singapore 408600.</p> <p>2. The Company will endeavour to address the substantial and relevant questions at the AGM. The Company will publish the minutes of the AGM on the SGXNet and the Company's website within one month after the date of the AGM.</p>