

NERA TELECOMMUNICATIONS LTD

(the “**Company**”)

Company Registration No.: 197802690R
(Incorporated in the Republic of Singapore)

LETTER TO SHAREHOLDERS

ANNUAL GENERAL MEETING TO BE HELD ON 29 April 2022

1. Background

Nera Telecommunications Ltd (the “**Company**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 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 was gazetted on 13 April 2020 and subsequently amended on 14 April 2020 and 24 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies;
- (c) the joint statement released by Accounting and Corporate Regulatory Authority (“**ACRA**”), the Monetary Authority of Singapore (“**MAS**”) and Singapore Exchange Regulation (“**SGX RegCo**”) on 13 April 2020, providing additional guidance on the conduct of general meetings during the elevated safe distancing period; and
- (d) the joint statement released by ACRA, MAS and SGX RegCo on 1 October 2020, providing updated checklist to guide listed and non-listed entities on the conduct of general meetings arising from the latest updates from the Multi-Ministry Taskforce to ease safe management measures to facilitate business operations (the “**Checklist**”).
- (e) the announcement by SGX RegCo on 4 February 2022, providing the Regulator’s Column issued on 16 December 2021 in relation to the expectation of SGX RegCo for the conduct of general meetings be formed part of the Checklist.

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 Friday, 29 April 2022 at 12.00 pm.

The Company’s Board Chairman, Ms Wong Su-Yen, will preside as Chairman of the AGM, and together with its Chief Executive Officer, Mr Chong Hoi Ming, and Chief Financial Officer, Ms Jacqueline Tan, will conduct the proceeding of the AGM and address substantial, and relevant questions which shareholders have submitted in advance.

3. Notice of AGM and proxy form.

The Notice of AGM and accompanying proxy form will be sent to shareholders solely by electronic means via publication on SGXNet at the URL <https://www2.sgx.com/securities/company-announcements> and the Company’s Investor Relations (“**IR**”) website at the URL <https://www.nera.net/publications.html>. 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 proceeding via live audio-visual webcast or live audio-only stream;

- (b) submitting questions in advance of the AGM; and/or
- (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, respectively.

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

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 1967 of Singapore) who are not CPF and SRS investors, who wish to participate in the AGM by:

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

should approach their relevant intermediary as soon as possible in order to make the necessary arrangements, as they will not be able to pre-register online for the "live" broadcast of the AGM. The relevant intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/ passport number) to the Company's Poling Agent, Boardroom Corporate & Advisory Services Pte. Ltd., via email to NeratelAGM2022@boardroomlimited.com.

7. **Annual Report 2021.**

The Annual Report 2021 has been published on the Company's IR website, and may be accessed at the URL <https://www.nera.net/publications.html>. If Shareholders wish to receive printed copies of the Annual Report 2021, please complete the Request Form and return it to Company's registered office at 109 Defu Lane 10, Singapore 539225, by post, no later than 19 April 2022. The printed copies will be mailed to Shareholders within 7 working days upon receiving Shareholder's request.

8. **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
14 April 2022 (Thursday)	Shareholders may begin to pre-register at https://bit.ly/NeraTel2022AGM for live audio-visual webcast/live audio-only stream of the AGM proceeding.
5.00 pm on 19 April 2022 (Tuesday)	Deadline for CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
12.00 pm on 21 April 2022 (Thursday)	Deadline for shareholders to submit questions in advance of the AGM.
By 12.00 pm on 24 April 2022 (Sunday)	Announce the responses to questions received from shareholders to SGXNet and Company's website.
12.00 pm on 26 April 2022 (Tuesday)	Deadline for shareholders to: <ul style="list-style-type: none"> 1. pre-register for live audio-visual webcast/live audio-only stream of the AGM proceeding; 2. submit proxy forms appointing the Chairman of the AGM as proxy in respect of the resolutions tabled for approval at the AGM.

12.00 pm on 28 April 2022 (Thursday)	<p>Authenticated shareholders will receive an email which will contain: (a) user ID and password details as well as the link to access the live audio-visual webcast; and (b) a PIN code and the toll-free telephone number to access the live audio-only stream of the AGM proceeding (the “Confirmation Email”).</p> <p>Shareholders who do not receive the Confirmation Email by 12.00 pm on 28 April 2022, but have registered by the 26 April 2022 deadline should contact the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd, at +65 6536 5355 (between 12.00 pm to 6.00 pm on 28 April 2022 and between 8.30 am to 10.00 am on 29 April 2022) or via email at NeratelAGM2022@boardroomlimited.com</p>
Date and time of AGM - 12.00 pm on 29 April 2022 (Friday)	<ul style="list-style-type: none"> Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the AGM proceeding; or Call the toll-free telephone number in the Confirmation Email and key in the PIN code to access the live audio-only stream of the AGM proceeding.

9. **Further information.** For more information, shareholders can contact Investor Relations at the URL <https://nera.net/ir-contact.html>.

Shareholders who observe the AGM proceedings are reminded that the AGM is private. Invitation to Shareholders to attend the AGM via audio-visual webcast and audio-only stream, shall not be forwarded to anyone who is not a Shareholder of Company or who is not authorised to attend the AGM.

Recording of the AGM proceedings in whatever form is also strictly prohibited. The Company seeks Shareholders' patience and understanding during the AGM proceedings in the event of any technical disruptions.

As the COVID-19 situation continues to evolve, further measures and/or changes to the AGM arrangements may be made on short notice. **Shareholders are advised to check the Company's IR website at the URL <https://nera.net/latest-news.html> for the latest updates on the status of the AGM.**

The Company would like to thank all shareholders for their patience, understanding and cooperation.

ON BEHALF OF THE BOARD

Chong Hoi Ming
Executive Director and Chief Executive Officer
Singapore, 14 April 2022

APPENDIX

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

Shareholders will be able to observe and/or listen to the AGM proceeding through a live audio-video webcast using their mobile phones, tablets or computers, or live audio-only stream by calling a toll free telephone number, submit questions in advance of the AGM and/or vote by appointing the Chairman of the AGM as proxy to attend, speak and 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 must pre-register at the pre-registration website at https://bit.ly/NeraTel2022AGM from 14 April 2022 up to 12.00 pm on 26 April 2022 to enable the Company to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders will receive an email by 12.00 pm on 28 April 2022. The email will contain: (a) user ID and password details as well as the link to access the live audio-visual webcast; and (b) a PIN code and the toll-free telephone number to access the live audio-only stream of the AGM proceeding (the “Confirmation Email”).</p> <p>Shareholders who do not receive the Confirmation Email by 12.00 pm on 28 April 2022, but have registered by the 26 April 2022 deadline should contact the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd, at +65 6536 5355 (between 12.00 pm to 6.00 pm on 28 April 2022 and between 8.30 am to 10.00 am on 29 April 2022) or via email at NeratelAGM2022@boardroomlimited.com</p>
2.	Submit questions in advance	<p>Shareholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM, in the following manner:</p> <p>(a) Via the pre-registration website at https://bit.ly/NeraTel2022AGM;</p> <p>(b) By post to the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(c) By email to the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd, at NeratelAGM2022@boardroomlimited.com.</p> <p>When sending in their questions by post or email, shareholders are required to provide the Company with the following details to enable the Company to verify the shareholders' status:</p> <ul style="list-style-type: none"> • their full name; • their address; and • the manner in which they hold shares in the Company (e.g., via CDP, CPF or SRS). <p>Deadline to submit questions. All questions must be submitted by 12.00 pm on 21 April 2022.</p>

No.	Steps	Details
		<p>Addressing questions. The Company will endeavour to address all substantial and relevant questions which the shareholders have submitted in advance. The Company will publish its responses to the substantial and relevant questions on its IR website and on SGXNet by 12.00 pm on 24 April 2022.</p> <p>Minutes of AGM. The Company will publish the minutes of the AGM on its IR website, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM respectively.</p>
3.	Submit proxy forms to vote	<p>Appointment of Chairman of the AGM as proxy. Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceeding and wish to vote on the resolutions to be tabled for approval at the AGM must appoint the Chairman of the AGM as their proxy to attend, speak and vote on their behalf at the AGM, respectively, in accordance with the instructions on the relevant proxy forms.</p> <p>Specific voting instructions to be given. Where shareholders (whether individual or corporate) appoint the Chairman of the AGM 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 AGM as proxy for that resolution will be treated as invalid.</p> <p>Submission of proxy forms. Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> (a) if submitted by post, be deposited at the office of the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or (b) if submitted electronically, be submitted via email to the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd, at NeratelAGM2022@boardroomlimited.com, <p>in either case, by 12.00 pm on 26 April 2022, being 72 hours before the time appointed for the AGM.</p> <p>A shareholder who wishes 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 in Singapore, shareholders are strongly encouraged to submit completed proxy forms electronically via email.</p> <p>CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective Agent Banks or SRS Operators to submit their votes by 5.00 pm on 19 April 2022.</p>