



# ONEAPEX

## ONEAPEX LIMITED

(Incorporated in the Republic of Singapore)

Company Registration No.: 201020806C

### ANNOUNCEMENT

#### EXTRAORDINARY GENERAL MEETING IN RELATION TO THE PROPOSED DISPOSAL OF 90% OF CHEW'S FOOD INTERNATIONAL LIMITED

- (1) **NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EXTRAORDINARY GENERAL MEETING AND PROXY FORM**
- (2) **NO ATTENDANCE AT EXTRAORDINARY GENERAL MEETING**
- (3) **ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT EXTRAORDINARY GENERAL MEETING**

*Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Circular (as defined below).*

#### 1. INTRODUCTION

The Directors refer to:

- (a) the Company's announcement dated 22 April 2020 in relation to the proposed disposal of 90% of the entire issued and paid-up share capital of Chew's Food International Limited ("**Proposed Disposal**");
- (b) the circular issued by the Company to shareholders of the Company ("**Shareholders**") dated 5 May 2020 (the "**Circular**");
- (c) 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; and
- (d) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Relevant Order**") which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

#### 2. DATE OF EXTRAORDINARY GENERAL MEETING

The Directors wish to inform Shareholders that the Company has today issued the Circular setting out further information on the Proposed Disposal. The purpose of the Circular is to provide Shareholders with information pertaining to, and to seek Shareholders' approval at the extraordinary general meeting of the Company (the "**EGM**") for the Proposed Disposal.

The EGM will be held by way of electronic means on 5 June 2020 at 11 a.m. Please refer to paragraphs 4 and 5 below for more details.

### **3. NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EGM AND PROXY FORM**

In line with the provisions under the Relevant Order, no printed copies of the Circular, the Notice of EGM and the Proxy Form in respect of the EGM will be despatched to Shareholders.

A copy of the Circular attaching the Notice of EGM and the Proxy Form has been uploaded on SGXNet today and is now also available on the Company's website at <http://oneapex.wixsite.com/home/investor-relations>.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company's website.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the ordinary resolution in relation to the Proposed Disposal to be tabled at the EGM.

### **4. NO ATTENDANCE AT EGM**

Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be allowed to attend the EGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching the EGM proceedings via "live" webcast or listening to the EGM proceedings via "live" audio feed, (b) submitting questions in advance of the EGM, and/or (c) voting by proxy at the EGM. Please refer to paragraph 5 below for the alternative arrangements.

### **5. ALTERNATIVE ARRANGEMENTS**

The following are the alternative arrangements which have been put in place for the EGM:

#### *(a) "Live" webcast and "live" audio feed*

The Company's Chairman, Mr. Zachary Tan Lian Chye and the Company's Chief Financial Officer, Mr. Ron Loi, will conduct the proceedings of the EGM by way of electronic means. Shareholders will be able to watch these proceedings through a "live" webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register no later than 11 a.m. on 2 June 2020, at [https://live.motionmediaworks.com/oneapex\\_reg\\_form](https://live.motionmediaworks.com/oneapex_reg_form).

Following authentication of the Shareholders' status as shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the EGM proceedings by 4 June 2020.

- Shareholders who do not receive an email by 12 p.m. (noon) on 4 June 2020, but who have registered by the 2 June 2020 deadline, should contact the Company at the following email address: [contactus@oneapex.com.sg](mailto:contactus@oneapex.com.sg).

#### *(b) Submission of questions in advance*

Shareholders who pre-register to watch the “live” webcast or listen to the “live” audio feed may also submit questions related to the resolution to be tabled for approval at the EGM in the following manner:

- All questions must be submitted no later than **11 a.m. on 2 June 2020**:
  - in hard copy by sending personally or by post and lodging the same at the Company’s principal place of business at 38 Jalan Pemimpin, #06-06, Singapore 577178, attention to OneApex EGM; or
  - by email to the Company at [contactus@oneapex.com](mailto:contactus@oneapex.com).
- When sending your questions via email or by post, please also provide us with the following details:
  - your full name;
  - your address;
  - number of Shares held; and
  - the manner in which you hold Shares in the Company (e.g. via CDP, CPF or SRS).
- The Company will address substantial and relevant questions relating to the resolution to be tabled for approval at the EGM as received from Shareholders at the EGM or before the EGM via SGXNet and the Company’s website at <http://oneapex.wixsite.com/home/investor-relations>.
- The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNet and the Company’s website, and the minutes will include, among others, the aforementioned questions and the responses from the Board and management of the Company to such questions posted by Shareholders.
- Please note that Shareholders will not be able to ask questions at the EGM “live” during the webcast and the audio feed, and therefore it is important for Shareholders to pre-register their participation in order to be able to submit their questions in advance of the EGM.

(c) *Proxy voting*

Shareholders will not be able to vote through the “live” webcast or “live” audio feed on the resolution to be tabled for approval at the EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit the Proxy Form to appoint the chairman of the EGM to vote on their behalf, as follows:

- Shareholders (whether individual or corporate) appointing the chairman of the EGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the Proxy Form, failing which the appointment will be treated as invalid.
- The Proxy Form can be submitted to the Company in hard copy form or by email:

- if in hard copy and sent personally or by post, the Proxy Form must be lodged at the Company's principal place of business at 38 Jalan Pemimpin, #06-06, Singapore 577178, attention to OneApex EGM; or
- if by email, the Proxy Form must be received by the Company at [contactus@oneapex.com](mailto:contactus@oneapex.com),

in either case, by 11 a.m. on 2 June 2020, and in default the Proxy Form shall not be treated as valid.

- Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPFIS Members or SRS investors) and who wish to exercise their votes by appointing the chairman of the EGM as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks or SRS Approved Banks) to submit their voting instructions no later than **5.00 p.m. on 26 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 EGM to vote on their behalf by 11 a.m. on 2 June 2020.

## 6. FURTHER INFORMATION

For further information on the conduct of the EGM and the alternative arrangements, Shareholders can refer to the Company's website at <http://oneapex.wixsite.com/home/investor-relations>.

**Important reminder: The Company would remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders should check the above URL and SGXNet for updates on the EGM.**

The Company wishes to thank all Shareholders for their patience and co-operation in enabling the Company to hold the EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

**By Order of the Board**

**Tan Pei Hong, Alex (Chen Peifeng)**  
**Executive Director and Chief Executive Officer**

5 May 2020

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*This announcement has been prepared by the Company and reviewed by the Company's Sponsor, Novus Corporate Finance Pte. Ltd. (the "Sponsor"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalyst.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.*

*The contact person for the Sponsor is Mr. Pong Chen Yih, Chief Operating Officer, at 9 Raffles Place, #17-05 Republic Plaza Tower 1, Singapore 048619, telephone (65) 6950 2188.*