



INSTRUCTIONS TO SHAREHOLDERS FOR ANNUAL GENERAL MEETING (“AGM”)

1. INTRODUCTION

The Board of Directors (the “**Board**”) of BBR Holdings (S) 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 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 24 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies;
- c. the Joint Statement of the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (as updated on 27 April 2020) which included a checklist to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place, and which applies to meetings held during the period commencing from 27 March 2020 to 30 September 2020;
- e. the Company’s announcement dated 15 April 2020 giving notice of the Company’s intention to convene the annual general meeting for its financial year ended 31 December 2019 (“**AGM**”) on 19 May 2020 (the “**Original AGM Notice**”); and
- f. the Company’s announcement dated 5 May 2020 in relation to the withdrawal of the Original AGM Notice as mentioned in paragraph 1(e) above.

2. DATE OF ANNUAL GENERAL MEETING

The Board wishes to inform shareholders that the AGM will be held by way of electronic means on **23 June 2020 at 4.00 p.m. (Singapore time)**.

The Company has today uploaded the following documents in connection with the AGM on SGXNET and the Company’s corporate website at <http://bbr.listedcompany.com/newsroom.html>:

- (a) the notice of the AGM dated 3 June 2020 (the “**Notice of AGM**”); and
- (b) the proxy form (the “**Proxy Form**”).

The 2019 Annual Report and the Appendix to the Notice of AGM dated 15 April 2020 in relation to the proposed renewal of the share purchase mandate (the “**Appendix**”) have been published and can be accessed on the SGX website and the Company’s website at:

- (i) <https://www.sgx.com/securities/annual-reports-related-documents>; and
- (ii) <http://bbr.listedcompany.com/news.html/id/772958>.

respectively.

3. NO DESPATCH OF PRINTED COPIES OF DOCUMENTS

In line with the provisions under the Order, no printed copies of the Notice of AGM and the Proxy Form will be despatched to shareholders. As stated above, they will be made available on the SGX website at <https://www.sgx.com/securities/company-announcements> and the Company's website at <http://bbr.listedcompany.com/newsroom.html> on Wednesday, 3 June 2020.

4. ALTERNATIVE ARRANGEMENTS FOR AGM

(a) No physical attendance

Pursuant to the Order, shareholders will **NOT** be allowed to attend the AGM in person. Shareholders will also not be able to vote online on the resolutions to be tabled for approval at the AGM. Alternative arrangements have instead been put in place to allow shareholders to participate in the AGM by:

- (i) observing or listening to the AGM proceedings contemporaneously through a "live" audio-visual webcast of the AGM (the "**Live Webcast**") via their mobile phones, tablets or computers or a "live" audio-only feed of the AGM (the "**Live Audio Stream**") via telephone. Shareholders who wish to participate as such will have to pre-register in the manner outlined in paragraph 4(b) below;
- (ii) submitting questions, if any, in advance of the AGM. Please refer to paragraph 4(c) below for further details; and
- (iii) appointing the chairman of the AGM (the "**Chairman of the Meeting**") as proxy to attend, speak and vote on their behalf at the AGM. Please refer to paragraph 4(d) for further details.

(b) Pre-registration

To attend the Live Webcast or the Live Audio Stream, shareholders and investors holding shares in the Company through the Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS investors**") will have to follow these steps:

- (i) Shareholders and CPF/SRS investors must pre-register via the link <https://bbragm.listedcompany.com/2020agm> ("**Pre-registration Website**"), from **3 June 2020 at 5.30 p.m. till 20 June 2020 at 4.00 p.m.** (the "**Registration Deadline**") to enable the Company to verify their status as shareholders and CPF/SRS investors.

Following the verification, authenticated shareholders and CPF/SRS investors will receive an email confirmation with unique link, ID and password details to access the Live Webcast of the AGM proceedings, or a telephone number to access the Live Audio Stream of the AGM proceedings ("**Confirmation Email**") according to the option selected.

- (ii) Shareholders and CPS/SRS investors who have pre-registered by the Registration Deadline but do not receive the Confirmation Email by **4.00 p.m. on 22 June 2020** should contact the Company by email at agm2020@bbr.com.sg.

Shareholders **MUST NOT** forward the unique link and telephone number to other persons who are not Shareholders and who are not entitled to attend the AGM.

Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (“**Investors**”) (other than CPF/SRS investors) will not be able to pre-register at Pre-registration Website for the “live” broadcast of the AGM. Such Investors who wish to participate in the “live” broadcast of the AGM should instead approach his/her relevant intermediary as soon as possible in order for the relevant intermediary to make the necessary arrangements for them to participate in 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 via email to agm2020@bbr.com.sg no later than **4.00 p.m. on 20 June 2020**.

(c) Submission of questions

Shareholders and investors will not be able to ask questions “live” during the broadcast of the AGM.

Shareholders and CPF/SRS investors who pre-register to watch the Live Webcast or to listen to the Live Audio Stream of the AGM proceedings may submit questions related to the resolutions to be tabled for approval at the AGM no later than **12.00 noon on 16 June 2020** (the “**Submission Deadline**”) via the Pre-registration Website at <https://bbragm.listedcompany.com/2020agm>.

The Company will endeavour to address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM received, prior to, or at, the AGM.

Investors holding shares through relevant intermediaries (other than CPF/SRS investors) will not be able to submit questions relating to the resolutions to be tabled for approval at the AGM via the above means. Instead, they should approach their relevant intermediaries as soon as possible in order for the relevant intermediaries to make the necessary arrangements for them to submit questions in advance of the AGM.

(d) Voting by proxy

Shareholders will not be able to vote online at the AGM. Instead, if shareholders (whether individuals or corporates) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf in accordance with the instructions on the proxy form.

Shareholders (whether individuals or corporates) appointing the Chairman of the Meeting as proxy 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 Meeting as proxy for that resolution will be treated as invalid.

The proxy form, duly completed and signed, must be submitted to the Company no later than **4.00 p.m. on 20 June 2020** in the following manner:

- (i) If submitted by post, be deposited at the registered office of the Company at 50 Changi South Street 1, BBR Building, Singapore 486126; or
- (ii) If submitted electronically, be sent by email to agm2020@bbr.com.sg.

A shareholder who wishes to submit an instrument of proxy must first download, complete with specific voting instructions 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.

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.

Proxy forms previously submitted pursuant to the Original AGM Notice will not be valid for the AGM. Shareholders are requested to submit a fresh proxy form in the manner set out above.

The proxy form is not valid for use by Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify his/her voting instructions. CPF/SRS Investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions by **5.00 p.m. on 11 June 2020**, being seven (7) working days before the date of the AGM.

5. KEY DATES/DEADLINES

In summary, the key dates/deadlines which shareholders should take notes of are set out in the table below:

Key Dates	Actions
From 6.00 p.m. on 3 June 2020 (Wednesday)	Shareholders and CPF/SRS investors may begin to pre-register for the Live Webcast or Live Audio Stream of the AGM proceedings and submit their questions (if any) at the Pre-registration Website https://bbragm.listedcompany.com/2020agm . Shareholders may begin to submit their proxy form either by mail to 50 Changi South Street 1, BBR Building, Singapore 486126 or by email to agm2020@bbr.com.sg .
5.00 p.m. on 11 June 2020 (Thursday)	Deadline for CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions.
12.00 noon on 16 June 2020 (Tuesday)	Deadline for submission of questions in advance via the Pre-Registration Website at https://bbragm.listedcompany.com/2020agm
4.00 p.m. 20 June 2020 (Saturday)	Deadline for shareholders and CPF/SRS investors to pre-register for the Live Webcast and Live Audio Stream of the AGM proceedings via the Pre-registration Website at https://bbragm.listedcompany.com/2020agm . Deadline for shareholders to submit proxy forms either by mail to 50 Changi South Street 1, BBR Building, Singapore 486126 or by email to agm2020@bbr.com.sg .
4.00 p.m. 22 June 2020 (Monday)	Authenticated shareholders and CPF/SRS investors will receive a Confirmation Email containing a unique link to access the Live Webcast or a telephone number to access the Live Audio Stream of the AGM proceedings according to the option selected. Shareholders and CPF/SRS investors who have pre-registered by 4.00 p.m. on 20 June 2020 but do not receive the Confirmation Email by 4.00 p.m. on 22 June 2020 deadline should contact the Company by email at agm2020@bbr.com.sg .
Date and time of AGM – 23 June 2020 at 4.00 p.m. (Singapore time) (Tuesday)	Click on the unique link in the Confirmation Email to access the Live Webcast via mobile phones, tablets or computers, or call the toll-free telephone number in the Confirmation Email to listen to the Live Audio Stream of the AGM proceedings.

As the COVID-19 situation is still evolving, the Company has to implement measures to take into account the requirements, guidelines and recommendations of regulatory bodies and government agencies from time to time. Accordingly, the Company may be required to change its AGM arrangements at short notice. Shareholders are advised to closely monitor announcements made by the Company on SGXNET.

The Company would like to thank all shareholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

By Order of the Board
Tan Kheng Hwee Andrew
Chief Executive Officer
3 June 2020