



# CITY DEVELOPMENTS LIMITED

(Co. Reg. No. 196300316Z)  
(Incorporated in the Republic of Singapore)

## 60TH ANNUAL GENERAL MEETING TO BE HELD ON 26 APRIL 2023

1. **Background.** City Developments Limited (“**CDL**” or the “**Company**”) refers to:
  - (a) the Notice of Annual General Meeting dated 28 March 2023, which is published on the Company’s website at [www.cdl.com.sg/agm](http://www.cdl.com.sg/agm) and on SGXNet (“**Notice of 60th AGM**”);
  - (b) the COVID-19 (Temporary Measures) Act 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;
  - (c) 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**”) <sup>1</sup>, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
  - (d) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 4 February 2022, read together with FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. **Date, time and conduct of Annual General Meeting.** CDL is pleased to announce that its 60th Annual General Meeting (“**60th AGM**” or “**Meeting**”) will be convened and held at Ballroom 1, Orchard Hotel Singapore, 442 Orchard Road, Singapore 238879 (“**Physical Meeting**”) and by way of electronic means (“**Virtual Meeting**”) on **Wednesday, 26 April 2023 at 11.00 a.m.**
3. **Notice of 60th AGM and proxy form.** The Notice of 60th AGM and proxy form will be made available to shareholders solely by electronic means via publication (i) on the Company’s corporate website at [www.cdl.com.sg/agm](http://www.cdl.com.sg/agm) and (ii) on the SGX website at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements). Printed copies of these documents **will not** be sent by post to shareholders.
4. **Arrangements for participation at the 60th AGM.** Shareholders may participate in the 60th AGM by:
  - (a) attending the Physical Meeting; or
  - (b) attending the Virtual Meeting by observing and/or listening to the 60th AGM proceedings via “live” audio-visual webcast;

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<sup>1</sup> As announced by the Ministry of Law on 15 December 2022, the Order will cease with effect from 1 July 2023.

- (c) submitting questions to the Chairman of the Meeting in advance of, or “live” at, the 60th AGM; and/or
- (d) voting “live” at the Physical Meeting or the Virtual Meeting, (i) by the shareholders themselves or their duly appointed proxy/proxies (other than the Chairman of the Meeting)<sup>2</sup>; or (ii) by appointing the Chairman of the Meeting as proxy to vote on their behalf.

Details of the steps for pre-registration, submission of questions and voting at the 60th AGM by shareholders, including CPFIS members and SRS investors, are set out in the **Appendix** to this announcement.

In particular, CPFIS members and SRS investors should note that they (i) may vote “live” at the Physical Meeting or Virtual Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Approved Banks, and should contact their respective CPF Agent Banks or SRS Approved Banks if they have any queries regarding their appointment as proxies; or (ii) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the 60th AGM, in which case they should approach their respective CPF Agent Banks or SRS Approved Banks to submit their votes by 5.00 p.m. on 14 April 2023.

5. **Physical Meeting.** Shareholders (including where applicable their appointed proxy/proxies and CPFIS members and SRS investors) who wish to attend the Physical Meeting are encouraged to pre-register for the 60th AGM at the pre-registration website at [www.cdl.com.sg/agm2023](http://www.cdl.com.sg/agm2023) (the “**Pre-Registration Page**”). They are also required to register in person at the registration counters outside the 60th AGM venue on the day of the 60th AGM. Registration for attendance at the Physical Meeting will commence at **10.00 a.m. Singapore time** on that day. Original NRIC/Passport is required for verification and registration on the day of the 60th AGM and all health and safety measures and requirements put in place by the venue management and at the Physical Meeting must be complied with. Failing which, shareholders may not be admitted into or may be asked to leave the Physical Meeting. Those who feel unwell are advised not to attend the Physical Meeting. Shareholders who pre-registered for the Physical Meeting will be able to participate in the Virtual Meeting should they be unable to attend in-person.
6. **Virtual Meeting.** Shareholders (including where applicable their appointed proxy/proxies and CPFIS members and SRS investors) who wish to attend the Virtual Meeting must pre-register at the Pre-Registration Page from 9.00 a.m. on 28 March 2023 up to 11.00 a.m. on 23 April 2023 to enable the Company to verify their status as shareholders. Authenticated shareholders should use the login credentials created during pre-registration to access the “live” audio-visual webcast of the 60th AGM proceedings via the Pre-Registration Page.
7. **Persons who hold shares through relevant intermediaries.** Persons who hold ordinary shares in CDL through relevant intermediaries (as defined in section 181 of the Companies Act 1967), other than CPFIS members and SRS investors, and who wish to participate in the 60th AGM, should (if the relevant intermediary has not already contacted them) contact the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the 60th AGM.

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<sup>2</sup> For the avoidance of doubt, CPFIS members and SRS investors will not be able to appoint third party proxy/proxies (i.e., persons other than the Chairman of the Meeting) to vote “live” at the 60th AGM on their behalf.

8. **Annual Report 2022 and Letter to Shareholders.** The Annual Report 2022 and the Letter to Shareholders dated 28 March 2023 (in relation to the proposed (a) renewal of the share purchase mandate and (b) renewal of the IPT mandate for interested person transactions) have been published and may be accessed at the Company’s corporate website as follows:

- (a) the Annual Report 2022 may be accessed at [www.cdl.com.sg/annualreports](http://www.cdl.com.sg/annualreports) by clicking on the hyperlink for “Annual Report 2022”; and
- (b) the Letter to Shareholders dated 28 March 2023 may be accessed at [www.cdl.com.sg/agm](http://www.cdl.com.sg/agm) by clicking on the hyperlink for “Letter to Shareholders dated 28 March 2023”.

The above documents may also be accessed on the SGX website at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements). Shareholders may request for printed copies of these documents by completing and submitting their request(s) through the online Request Form at [www.cdl.com.sg/annualreports](http://www.cdl.com.sg/annualreports) no later than **11 April 2023**.

9. **Key dates/deadlines.** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

<b>Key dates</b>	<b>Actions</b>
<b>From 9.00 a.m. on 28 March 2023 (Tuesday)</b>	Ordinary Shareholders and, where applicable, their appointed proxy/proxies, may begin to pre-register for attendance at the 60th AGM at <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a> .
<b>5.00 p.m. on 14 April 2023 (Friday)</b>	Deadline for: <ul style="list-style-type: none"> <li>• CPFIS members or SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the 60th AGM to approach their respective CPFIS Agent Banks or SRS Approved Banks to submit their votes; and</li> <li>• Ordinary Shareholders to submit questions in advance of the 60th AGM.</li> </ul>
<b>11.00 a.m. on 23 April 2023 (Sunday)</b>	Deadline for Ordinary Shareholders to: <ul style="list-style-type: none"> <li>• pre-register for attendance at the 60th AGM; and</li> <li>• submit proxy forms.</li> </ul> <p><b>Shareholders who wish to appoint third party proxy/proxies (other than the Chairman of the Meeting) are encouraged to submit their proxy forms early, and should inform their proxy/proxies to pre-register for the 60th AGM by this deadline.</b></p>
<b>By 5.00 p.m. on 24 April 2023 (Monday)</b>	Authenticated shareholders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who have pre-registered via the pre-registration website will receive, via the email address provided on pre-registration, either an email confirming physical attendance for the Physical Meeting or an email confirming virtual attendance for the Virtual Meeting (the “ <b>Confirmation Email</b> ”).

	<p>Shareholders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who do not receive the Confirmation Email by <b>5.00 p.m. on 24 April 2023</b>, but have registered by the 11.00 a.m. on 23 April 2023 deadline, should contact the Company's Share Registrar, M &amp; C Services Private Limited, via email at <a href="mailto:GPD@mncsingapore.com">GPD@mncsingapore.com</a> or alternatively at +65 6228 0508 or +65 6228 0518 between 9.00 a.m. and 6.00 p.m. on 25 April 2023 or between 8.00 a.m. and 10.00 a.m. on 26 April 2023.</p>
<p><b>11.00 a.m. on 26 April 2023 (Wednesday)</b></p>	<p><b>60th Annual General Meeting</b></p> <p><b>Physical Meeting.</b> Venue of Physical Meeting is at Ballroom 1, Orchard Hotel Singapore, 442 Orchard Road, Singapore 2388879.</p> <p>Please bring along: (a) the original NRIC/Passport used for pre-registration; and (b) a web-browser enabled device in order to access the live voting function on the online platform for the 60th AGM.</p> <p><b>Please arrive early to facilitate the registration process.</b></p> <p><b>Virtual Meeting.</b> Use the login credentials created during pre-registration to access the "live" audio-visual webcast of the 60th AGM proceedings via the Pre-Registration Page.</p>

10. **Further information.** For more information, Shareholders can email us at [agm2023@cdl.com.sg](mailto:agm2023@cdl.com.sg).

By Order of the Board

Yeo Swee Gim, Joanne  
Enid Ling Peek Fong  
Company Secretaries  
28 March 2023

## APPENDIX

### Steps for pre-registration, submission of questions and voting at the 60th AGM

Ordinary Shareholders will be able to attend the Physical Meeting in person or the Virtual Meeting through electronic means by observing and/or listening to the 60th AGM proceedings through a “live” audio-visual webcast via their mobile phones, tablets or computers, submit questions in advance of, or “live” at, the 60th AGM and vote at the 60th AGM (i) “live” by the shareholders themselves or their duly appointed proxy/proxies (other than the Chairman of the Meeting)<sup>3</sup>; or (ii) by appointing the Chairman of the Meeting as proxy to vote on their behalf.

To do so, Ordinary Shareholders will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p><b>Ordinary Shareholders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, must pre-register at the pre-registration website <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a> from 9.00 a.m. on 28 March 2023 to 11.00 a.m. on 23 April 2023 to enable the Company to verify their status as Ordinary Shareholders or appointed proxy/proxies.</b></p> <p><i>Note: Ordinary Shareholders or their appointed proxy/proxies who wish to attend the Physical Meeting are encouraged to pre-register their attendance as well.</i></p> <p>Following the verification, authenticated shareholders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who have pre-registered via the pre-registration website will receive, via the email address provided on pre-registration, either an email confirming physical attendance for the Physical Meeting or an email confirming virtual attendance for the Virtual Meeting (“Confirmation Email”).</p> <p>Ordinary Shareholders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who do not receive the Confirmation Email by <b>5.00 p.m. on 24 April 2023</b>, but have registered by the 11.00 a.m. on 23 April 2023 deadline, should contact the Company’s Share Registrar, M &amp; C Services Private Limited, via email at <a href="mailto:GPD@mncsingapore.com">GPD@mncsingapore.com</a> or alternatively at +65 6228 0508 or +65 6228 0518 between 9.00 a.m. and 6.00 p.m. on 25 April 2023 or between 8.00 a.m. and 10.00 a.m. on 26 April 2023.</p> <p>Persons who hold ordinary shares in CDL through relevant intermediaries (other than CPFIS members and SRS investors) will not be able to pre-register for the Physical Meeting and Virtual Meeting. If they wish to participate in the 60th AGM, they should approach the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the 60th AGM.</p>

<sup>3</sup> See footnote 1 above

2.	<p><b>Submit questions in advance of, or “live” at the 60th AGM</b></p>	<p><b>Submission of substantial and relevant questions in advance.</b> Ordinary Shareholders (including CPFIS members and SRS investors) can submit substantial and relevant questions related to the resolutions to be tabled for approval at the 60th AGM to the Chairman of the Meeting, in advance of the 60th AGM, in the following manner:</p> <p>(a) <b>via pre-registration website.</b> Ordinary Shareholders who pre-register for the 60th AGM may submit their questions via the pre-registration website which is accessible at <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a>;</p> <p>(b) <b>via email.</b> Ordinary Shareholders may submit their questions via email to the Company at <a href="mailto:agm2023@cdl.com.sg">agm2023@cdl.com.sg</a>; or</p> <p>(c) <b>by post.</b> Ordinary Shareholders may submit their questions by post to City Developments Limited, Corporate Secretariat, 9 Raffles Place #12-01 Republic Plaza, Singapore 048619.</p> <p>When sending in questions via email or by post, Ordinary Shareholders should also provide the following details:</p> <ul style="list-style-type: none"> <li>• their full name;</li> <li>• their NRIC/Passport No.;</li> <li>• their address; and</li> <li>• the number of ordinary shares in the Company and the manner in which the shares are held (e.g. via CDP, CPF or SRS, and/or scrip based).</li> </ul> <p><b>Deadline to submit questions in advance of the 60th AGM.</b> All questions must be submitted by <b>14 April 2023</b>.</p> <p><b>Ask substantial and relevant questions live at the 60th AGM.</b> Ordinary Shareholders (including CPFIS members and SRS investors) and, where applicable, appointed proxy/proxies, can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the 60th AGM, “live” in-person at the 60th AGM. Attendees at the Virtual Meeting can also do so by submitting text-based questions through the “Ask a question” function via the audio-visual webcast platform for the 60th AGM. The “live” chat function will also be available for use by attendees at the Physical Meeting.</p> <p><b>Addressing questions in advance of the 60th AGM.</b> The Company will endeavour to address substantial and relevant questions (which are related to the resolutions to be tabled for approval at the 60th AGM) received from shareholders in advance of the 60th AGM by publishing the Company’s responses to such questions on the Company’s corporate website at <a href="http://www.cdl.com.sg/agm">www.cdl.com.sg/agm</a> and on SGX website at <a href="http://www.sgx.com/securities/company-announcements">www.sgx.com/securities/company-announcements</a> prior to the 60th AGM.</p> <p><b>Addressing questions during the 60th AGM.</b> The Company will, during the 60th AGM, also endeavour to address as many substantial and relevant questions (which are related to the resolutions to be tabled for approval at the 60th AGM) which have</p>
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		<p>not already been addressed prior to the 60th AGM, as well as those received “live” at the 60th AGM, as possible. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.</p> <p><b>Minutes of 60th AGM.</b> The Company will publish the minutes of the 60th AGM on the Company’s corporate website and on SGXNET, and the minutes will include the responses to substantial and relevant questions from Ordinary Shareholders which are addressed during the 60th AGM.</p>
3.	<p><b>Voting at the 60th AGM</b></p>	<p><b>Exercise of voting rights at 60th AGM. Ordinary Shareholders who wish to exercise their voting rights at the 60th AGM may:</b></p> <ul style="list-style-type: none"> <li>(a) (where the member is an individual) attend and vote “live” at the Physical Meeting or the Virtual Meeting; or</li> <li>(b) (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting)<sup>4</sup> to attend and vote “live” at the Physical Meeting or the Virtual Meeting on his/her/its behalf; or</li> <li>(c) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the 60th AGM.</li> </ul> <p>Ordinary Shareholders who wish to appoint a proxy/proxies <u>must</u> submit a proxy form(s) in accordance with the instructions on the proxy form.</p> <p><b>Pre-register to vote “live” at the 60th AGM.</b> Ordinary Shareholders (including CPFIS members and SRS investors) or, where applicable, appointed proxy/proxies, who wish to attend and vote “live” at the 60th AGM must first pre-register at the pre-registration website at <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a>.</p> <p><b>Specific voting instructions should be given.</b> Where Ordinary Shareholders (whether an individual or a corporate) appoint a proxy/proxies, they should give specific instructions as to voting, or abstentions from voting, in respect of each resolution in the proxy form. If no specific direction as to voting is given, their appointed proxy/proxies will vote or abstain from voting at his/her/their discretion.</p> <p><b>Submission of proxy forms.</b> Ordinary Shareholders who wish to submit a proxy form(s) must first do so in the following manner:</p> <ul style="list-style-type: none"> <li>(a) if submitted by post, the proxy form must be lodged with the Company’s Share Registrar, M &amp; C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or</li> <li>(b) if submitted electronically, the proxy form must be submitted: <ul style="list-style-type: none"> <li>(i) via email to the Company’s Share Registrar, M &amp; C Services Private Limited, at <a href="mailto:GPD@mncsingapore.com">GPD@mncsingapore.com</a>; or</li> <li>(ii) via the pre-registration website at <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a>.</li> </ul> </li> </ul>

<sup>4</sup> See footnote 1 above.

	<p>in each case, by <b>11.00 a.m. on 23 April 2023.</b></p> <p>An Ordinary Shareholder who wishes to submit a proxy form by post or via email must download the proxy form at <a href="http://www.cdl.com.sg/agm">www.cdl.com.sg/agm</a> and click on the hyperlink “Proxy Form” under the caption “60th Annual General Meeting”, and thereafter 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><b>Shareholders are strongly encouraged to submit completed proxy forms electronically via email or via the pre-registration website.</b></p> <p>Appointed proxy/proxies (other than the Chairman of the Meeting) will be prompted via email (within 2 business days after the Company’s receipt of a validly completed and submitted proxy form) to pre-register at the pre-registration website at <a href="http://www.cdl.com.sg/agm2023">www.cdl.com.sg/agm2023</a> in order to attend the Physical Meeting or attend the Virtual Meeting. <b>Shareholders who wish to appoint third party proxy/proxies are encouraged to submit their proxy forms early, and should inform their proxy/proxies to pre-register by 11.00 a.m. on 23 April 2023.</b></p> <p><b>CPFIS members and SRS investors.</b> CPFIS members and SRS investors may:</p> <ul style="list-style-type: none"> <li>(a) vote “live” at the 60th AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Approved Banks, and should contact their respective CPF Agent Banks or SRS Approved Banks if they have any queries regarding their appointment as proxies; or</li> <li>(b) appoint the Chairman of the Meeting as proxy to vote on their behalf at the 60th AGM, in which case they should approach their respective CPF Agent Banks or SRS Approved Banks to submit their votes by 5.00 p.m. on 14 April 2023.</li> </ul>
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