

**IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL GENERAL MEETING ON 30 NOVEMBER 2020**

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- (1) **ANNUAL GENERAL MEETING TO BE HELD BY ELECTRONIC MEANS**
- (2) **NO DESPATCH OF PRINTED COPIES OF THE ANNUAL REPORT 2020, NOTICE OF ANNUAL GENERAL MEETING, PROXY FORM AND LETTER TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE**
- (3) **ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING**

**1. INTRODUCTION**

The board of directors (the “**Board**”) of T T J Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) 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 “**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; and
- (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 3) Order 2020 which extended the application of alternative arrangements in respect of, *inter alia*, general meetings of companies in the relevant order up to 30 June 2021.

**2. DATE OF ANNUAL GENERAL MEETING**

The Directors wish to inform Shareholders that the Company has today issued the Notice of Annual General Meeting (“**AGM**”) dated 4 November 2020 (“**Notice of AGM**”). The AGM will be held by way of electronic means on 30 November 2020 at 2.30 p.m..

### **3. NO DESPATCH OF PRINTED COPIES OF ANNUAL REPORT 2020, NOTICE OF AGM, PROXY FORM AND LETTER TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE**

In line with the provisions under the Relevant Order, no printed copies of the Annual Report 2020, Notice of AGM, proxy form and Letter to Shareholders in relation to the proposed renewal of share purchase mandate in respect of the AGM will be despatched to Shareholders.

Copies of the Annual Report 2020, Notice of AGM, proxy form and Letter to Shareholders in relation to the proposed renewal of the share purchase mandate have been uploaded on SGXNet and are now also available on the Company's website at the URL [www.ttj.com.sg](http://www.ttj.com.sg).

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 Notice of AGM carefully in order to decide whether they should vote in favour of or against the ordinary resolutions, or to abstain from voting on the ordinary resolutions, to be tabled at the AGM.

### **4. NO ATTENDANCE AT AGM**

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

### **5. ALTERNATIVE ARRANGEMENTS**

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

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

The Chairman of the Meeting, Mr Lim Yian Poh, will conduct the proceedings of the AGM 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 (including CPF or SRS investors) must follow these steps:

- Shareholders (including CPF or SRS investors) who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register by 2.30 p.m. on 27 November 2020, at the URL <https://septusasia.com/ttj-agm-registration>.

Following the authentication of the Shareholders' status as shareholders or CPF or SRS investors, authenticated Shareholders or CPF or SRS investors will receive email instructions on how to access the webcast

and audio feed of the AGM proceedings by 2.30 p.m. on 28 November 2020. Shareholders who have received the email instructions must not forward the email instructions to other persons who are not shareholders or who are not entitled to attend the AGM.

- Shareholders (including CPF or SRS investors) who do not receive an email by 2.30 p.m. on 28 November 2020, but who have registered by 2.30 p.m. on 27 November 2020 deadline, should contact the Company's Share Registrar at [main@zicoholdings.com](mailto:main@zicoholdings.com).

(b) *Submission of questions in advance*

Shareholders (including CPF or SRS investors) may also submit questions related to the resolutions to be tabled for approval at the AGM:

- All questions must be submitted by 2.30 p.m. on 23 November 2020
  - via the pre-registration website at the URL <https://septusiasia.com/ttj-agm-registration>; or
  - by email to [ttjde@ttj.com.sg](mailto:ttjde@ttj.com.sg).
- Shareholders (including CPF or SRS investors) will need to identify themselves when posing questions by email with the following details:
  - the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS share records;
  - the Shareholder's NRIC/Passport/UEN number;
  - the Shareholder's contact number and email address; and
  - the manner in which the Shareholder holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

- The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM as received from Shareholders before the AGM.
- The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet and the Company's website, and the minutes will include the responses to the questions referred to above.
- Please note that Shareholders will not be able to ask questions at the AGM "live" during the webcast and the audio feed, and therefore it is important for Shareholders to submit their questions in advance of the AGM.

(c) *Proxy voting*

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the AGM to vote on their behalf:

- Shareholders (whether individual or corporate) appointing the Chairman of the AGM 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 by post, the proxy form must be deposited with the Company's Share Registrar, B.A.C.S. Private Limited at 8 Robinson Road #03-00, ASO Building, Singapore 048544; or
  - if by email, the proxy form must be submitted to the Company's Share Registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com),

in either case, not less than 72 hours before the time for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy 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. **In view of the current COVID-19 situation, members are strongly encouraged to submit completed proxy forms electronically via email.**

- CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 2.30 p.m. on 19 November 2020 in order to allow sufficient time for their relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf not less than 72 hours before the time for holding the AGM.
- Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore) ("**Relevant Intermediary Participants**"), excluding CPF and SRS investors, and who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings via the "live" webcast or the "live" audio feed; (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, should contact the relevant intermediary through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the AGM.

## 6. RECORD AND PAYMENT DATES FOR THE 2020 DIVIDEND

Subject to the approval of the Shareholders to be obtained for the proposed final tax-exempt one-tier dividend of 0.4 Singapore cent per ordinary share (tax exempt one-tier) for the reporting year ended 31 July 2020 (the “**2020 Dividend**”), the Share Transfer Books and Register of Members of the Company will be closed 5.00 p.m. on 8 December 2020 for the purpose of determining Shareholders’ entitlements to the 2020 Dividend.

Duly completed and registrable transfers received by the Company’s Share Registrar, B.A.C.S. Private Limited, at 8 Robinson Road #03-00, ASO Building, Singapore 048544 up to 5.00 p.m. on Monday 7 December 2020, will be used to determine Shareholders’ entitlements to the 2020 Dividend. Shareholders whose securities accounts with The Central Depository (Pte) Limited (“**CDP**”) are credited with Shares at 5.00 p.m. on Monday 7 December 2020 will be entitled to the 2020 Dividend.

## 7. KEY DATES / DEADLINES

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

Dates	Event
Wednesday, 4 November 2020, 9.00 a.m.	Shareholders may begin to:  (a) Pre-register at the URL <a href="https://septusiasia.com/ttj-agm-registration">https://septusiasia.com/ttj-agm-registration</a> for “live” webcast or “live” audio feed of the AGM proceedings; and  (b) Submit questions (if any) in advance in the following manner: (i) together with the pre-registration form at the URL <a href="https://septusiasia.com/ttj-agm-registration">https://septusiasia.com/ttj-agm-registration</a> ; or (ii) by email to <a href="mailto:ttjde@ttj.com.sg">ttjde@ttj.com.sg</a> .
Thursday, 19 November 2020, 2.30 p.m.	Deadline for CPF/SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks and/or SRS Operators to submit their votes.
Monday, 23 November 2020, 2.30 p.m.	Deadline for Shareholders to submit questions for the AGM.
Friday, 27 November 2020, 2.30 p.m.	Deadline for Shareholders to: (a) pre-register for “live” webcast or “live” audio feed of the AGM proceedings; and

	(b) submit proxy forms.
Friday, 27 November 2020	Publication of answers to questions at SGXNet and the Company's website at the URL <a href="http://www.tti.com.sg">www.tti.com.sg</a> .
Saturday, 28 November 2020, 2.30 p.m.	<p>Authenticated Shareholders will receive an email which will contain login details, as well as the link to access the "live" webcast and a telephone number to access the "live" audio feed of the AGM proceedings (the "<b>Confirmation Email</b>").</p> <p>Shareholders who do not receive the Confirmation Email by 2.30 p.m. on 28 November 2020, but have registered by 2.30 p.m. on 27 November 2020, should email the Company's Share Registrar, B.A.C.S. Private Limited at <a href="mailto:main@zicoholdings.com">main@zicoholdings.com</a>.</p>
Monday, 30 November 2020, 2.30 p.m.	<p>Shareholders can access the "live" webcast of the AGM proceedings by clicking on the URL in the Confirmation Email and enter the login details as indicated.</p> <p>Shareholders can access the "live" audio feed of the AGM proceedings by calling the telephone number in the Confirmation Email.</p>
Monday, 7 December 2020, 5.00 p.m.	Record date for determining entitlements to the 2020 Dividend (subject to Shareholders approval at the AGM).
Monday, 21 December 2020	Payment date for the 2020 Dividend (subject to Shareholders' approval at the AGM).

## 8. FURTHER INFORMATION

For further information on the conduct of the AGM and the alternative arrangements, shareholders can refer to the Company's website at the URL [www.tti.com.sg](http://www.tti.com.sg).

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

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

**BY ORDER OF THE BOARD**  
T T J HOLDINGS LIMITED

**Teo Hock Chwee**  
Chairman and Managing Director  
4 November 2020

## APPENDIX A – STEPS FOR PRE-REGISTRATION, SUBMISSION OF QUESTIONS IN ADVANCE AND VOTING AT THE AGM

### Steps for Electronic Registration and Submission of Questions through the Pre-Registration Website

1. Access the Pre-registration website at the URL <https://septusasia.com/ttj-agm-registration> between Wednesday, 4 November 2020 9.00 a.m. and Friday, 27 November 2020, 2.30 p.m..
2. Provide the following information:
  - a. Your full name as it appears on CDP/CPF/SRS share records;
  - b. Your NRIC/Passport/UEN number;
  - c. Your contact number and email address; and
  - d. the manner in which you hold your Shares in the Company (e.g. via CDP, CPF or SRS).
3. Submit any questions in relation to the resolutions to be tabled at the AGM at the Pre-registration website.
4. Authenticated Shareholders will receive an email which will contain login details, as well as the link to access the “live” webcast and a telephone number to access the “live” audio feed of the AGM proceedings (the “**Confirmation Email**”).

Shareholders who do not receive the Confirmation Email by 2.30 p.m. on 28 November 2020, but have registered by 2.30 p.m. on 27 November 2020, should email the Company’s Share Registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com).

### Steps for Submission of Proxy Form and Questions by Means other than the Pre-Registration Website

1. Shareholders may forward their Proxy Form to the Company before Friday, 27 November 2020, 2.30 p.m.
  - if in hard copy and sent by post, the proxy form must be deposited with the Company’s Share Registrar, B.A.C.S. Private Limited at 8 Robinson Road #03-00, ASO Building, Singapore 048544; or
  - if by email, the proxy form must be submitted to the Company’s Share Registrar, B.A.C.S. Private Limited at [main@zicoholdings.com](mailto:main@zicoholdings.com),
2. Shareholders may forward their Questions to the Company at [ttjde@ttj.com.sg](mailto:ttjde@ttj.com.sg) before Friday, 27 November 2020, 2.30 p.m.
3. Please ensure that your question(s) and proxy form is accompanied by the following information:
  - a. Your full name as it appears on CDP/CPF/SRS share records;
  - b. Your NRIC/Passport/UEN number;
  - c. Your contact number and email address; and
  - d. the manner in which you hold your Shares in the Company (e.g. via CDP, CPF or SRS).