
ANNUAL GENERAL MEETING TO BE HELD ON 23 APRIL 2021

1. BACKGROUND

UOL Group Limited (“**UOL**” or the “**Company**”) refers to:

- (a) 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;
- (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 sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021.

2. DATE, TIME AND CONDUCT OF ANNUAL GENERAL MEETING

UOL wishes to announce that pursuant to the Order, its 58th Annual General Meeting (“**AGM**”) will be convened and held by way of electronic means, on **Friday, 23 April 2021 at 3.00 p.m.** (Singapore time).

3. NOTICE OF AGM AND PROXY FORM

The Notice of AGM and proxy form will be sent to shareholders by electronic means via publication on the Company’s website at the URL <https://www.uol.com.sg/investors-and-media/announcements/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements/>. For convenience, printed copies of these documents, and this announcement (together, the “**AGM Documents**”), will also be sent by post to shareholders.

4. NO PERSONAL ATTENDANCE AT AGM

Due to the current COVID-19 situation in Singapore, **shareholders will not be able to attend the AGM in person.**

5. ALTERNATIVE ARRANGEMENTS FOR PARTICIPATION IN THE AGM

Shareholders may participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings 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 Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM by shareholders, including CPF and SRS investors, are set out in the **Appendix** to this announcement. In addition, CPF and SRS investors who wish to appoint the Chairman of the Meeting as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 13 April 2021**.

6. PERSONS WHO HOLD SHARES THROUGH RELEVANT INTERMEDIARIES

Persons who hold UOL shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than CPF and SRS investors, and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings 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 Meeting 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 for the necessary arrangements to be made for their participation in the AGM.

7. 2020 ANNUAL REPORT AND LETTER TO SHAREHOLDERS

The 2020 Annual Report and the Letter to Shareholders dated 1 April 2021 (in relation to the proposed renewal of the share buyback mandate) have been published on the Company's website, and may be accessed as follows:

- (a) the 2020 Annual Report may be accessed at the URL <http://www.uol.com.sg> by clicking on the hyperlink under "Annual Report"; and
- (b) the Letter to Shareholders dated 1 April 2021 may be accessed at the URL <http://www.uol.com.sg/investors-and-media/overview/> by clicking on the hyperlink under "Letters to Shareholders".

The above documents may also be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements/>. Shareholders may request for printed copies of these documents by completing and submitting the Request Form sent by post to shareholders together with printed copies of the AGM Documents.

8. RECORD DATE AND PAYMENT DATE FOR FIRST AND FINAL DIVIDEND

The Share Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 3 May 2021 for the preparation of dividend warrants and the purpose of determining shareholders' entitlements to the first and final one-tier tax exempt dividend for the financial year ended 31 December 2020 of 15.0 cents for every ordinary share held (the "**FY2020 Final Dividend**"), subject to the approval of shareholders at the AGM.

Duly completed transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623, up to 5.00 p.m. on 3 May 2021 will be registered to determine shareholders' entitlements to the proposed dividend. In respect of ordinary shares in securities accounts with The Central Depository (Pte) Ltd ("**CDP**"), the dividend will be paid by the Company to CDP which will, in turn, distribute the dividend entitlements to shareholders in accordance with its practice.

The FY2020 Final Dividend, if approved at the AGM, will be paid on 14 May 2021.

9. KEY DATES/DEADLINES

The key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
From 5.00 p.m. on 1 April 2021 (Thursday)	Shareholders may begin to pre-register at the URL https://online.meetings.vision/uol-agm-registration for live audio-visual webcast/live audio-only stream of the AGM proceedings.
5.00 p.m. on 13 April 2021 (Tuesday)	Deadline for CPF and 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 votes.
12.00 noon on 14 April 2021 (Wednesday)	Deadline for shareholders to submit questions in advance.
3.00 p.m. on 20 April 2021 (Tuesday)	Deadline for shareholders to: <ul style="list-style-type: none"> • pre-register for live audio-visual webcast/live audio-only stream of the AGM proceedings; and • submit proxy forms.
By 12.00 noon on 22 April 2021 (Thursday)	Individuals or corporates whose status as shareholders have been verified will receive an email which will contain a password and a link to access the live audio-visual webcast or a toll-free telephone number and a conference code to access the live audio-only stream of the AGM proceedings (the " Confirmation Email "). Shareholders who do not receive the Confirmation Email by 12.00 noon on 22 April 2021 , but have registered by the 20 April 2021 deadline and have not been informed of an unsuccessful registration, should contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6536 5355 during Monday to Friday, from 8.30 a.m. to 5.30 p.m.
Date and time of AGM 3.00 p.m. on 23 April 2021 (Friday)	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the login credentials and follow the instructions to access the live audio-visual webcast of the AGM proceedings; or • Call the toll-free telephone number in the Confirmation Email and enter the conference code to access the live audio-only stream of the AGM proceedings.

Key dates	Actions
5.00 p.m. on 3 May 2021 (Monday)	Record date for determining entitlements to FY2020 Final Dividend, subject to shareholders' approval at the AGM.
14 May 2021 (Friday)	Payment date for FY2020 Final Dividend, subject to shareholders' approval at the AGM.

Note: All references above to a time of day are made by reference to Singapore time.

10. FURTHER INFORMATION

For more information, shareholders can refer to the Frequently Asked Questions on the pre-registration website at the URL <https://online.meetings.vision/uol-agm-registration>.

11. IMPORTANT REMINDER

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the AGM at short notice. Shareholders are encouraged to check the Company's website or SGX's website for the latest updates on the status of the AGM.

UOL would like to thank all shareholders for their co-operation in enabling us to hold the AGM via electronic means amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Yeong Sien Seu
Company Secretary

1 April 2021
Singapore

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 proceedings through live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting 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, including CPF and SRS investors, must pre-register at the pre-registration website at https://online.meetings.vision/uol-agm-registration from 5.00 p.m. on 1 April 2021 till 3.00 p.m. on 20 April 2021, to enable UOL to verify their status as shareholders.</p> <p>Individuals or corporates whose status as shareholders <u>have been verified</u> will receive an email by 12.00 noon on 22 April 2021, which will contain a password and a link to access the live audio-visual webcast or a toll-free telephone number and a conference code to access the live audio-only stream of the AGM proceedings.</p> <p>Shareholders who do not receive an email by 12.00 noon on 22 April 2021, but have registered by the 20 April 2021 deadline and have not been informed of an unsuccessful registration, should contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6536 5355 during Monday to Friday, from 8.30 a.m. to 5.30 p.m.</p>
2.	Submit questions in advance	<p>Shareholders will not be able to ask questions during the live audio-visual webcast and live audio-only stream of the AGM proceedings. Therefore, it is important for shareholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. Shareholders, including CPF and SRS investors, can submit questions related to the resolutions to be tabled at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p>(a) Via email. Shareholders may submit their questions via email to UOL.AGM.2021@uol.com.sg.</p> <p>(b) By post. Shareholders may also submit their questions by post to UOL Group Limited, Legal and Secretariat, 101 Thomson Road, #33-00 United Square, 307591.</p> <p>When sending in your questions via email or by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> • your full name (as per CDP/CPF/SRS/Scrip-based records);

No.	Steps	Details
2.	Submit questions in advance (cont'd)	<ul style="list-style-type: none"> • your NRIC/Passport Number/Company Registration Number; • your address; and • the manner in which you hold shares in UOL (e.g., CDP/CPF/SRS and/or Scrip-based). <p>To ensure that questions are received by the Company by the stipulated deadline, shareholders are strongly encouraged to submit questions via email.</p> <p>Deadline to submit questions. All questions must reach us by 12.00 noon on 14 April 2021.</p> <p>Addressing questions. We will address substantial and relevant questions received from shareholders prior to, or at, the AGM.</p> <p>Minutes of AGM. We will publish the minutes of the AGM on the Company's website and on the SGX website. The minutes will include responses to substantial and relevant questions from shareholders that are addressed during the AGM.</p>
3.	Submit proxy forms to vote	<p>Appointment of Chairman of the Meeting as proxy. Shareholders will not be able to vote at the AGM live during the audio-visual webcast or audio-only stream of the AGM proceedings. Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p>Specific voting instructions to be given. Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstention 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.</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 Trusted Services Pte. Ltd., 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962; or (b) if submitted electronically: <ul style="list-style-type: none"> (i) be submitted via email to proxyform@trustedservices.com.sg; or (ii) be submitted via the pre-registration website at the URL https://online.meetings.vision/uol-agm-registration, <p>in either case, by 3.00 p.m. on 20 April 2021.</p>

No.	Steps	Details
3.	Submit proxy forms to vote (cont'd)	<p>A shareholder who wishes to submit a proxy form must 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 or via the pre-registration website at the URL provided above.</p> <p>Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit completed proxy forms electronically via email or through the pre-registration website at the URL https://online.meetings.vision/uol-agm-registration.</p> <p>CPF and 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 votes by 5.00 p.m. on 13 April 2021.</p>