

DLF HOLDINGS LIMITED

(Company Registration No: 201726076W)
(Incorporated in the Republic of Singapore)

INFORMATION RELATING TO ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING TO BE HELD ON 26 JUNE 2020

1. INTRODUCTION

The Board of Directors (the “**Board**”) of DLF Holdings Limited (the “**Company**”) refers to:

- (a) the announcements dated 18 March 2020, 20 March 2020 and 26 March 2020 on the extension of time granted by Singapore Exchange Regulation Pte. Ltd. and the Accounting Corporate and Regulatory Authority for the Company to hold its annual general meeting (“**AGM**”) for the financial year ended 31 December 2019 by 29 June 2020;
- (b) 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;
- (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, as amended from time to time (the “Alternative Arrangements Order”) which sets out the alternative arrangements in respect of, amongst others, general meetings of listed companies in Singapore;
- (d) the annual report for the financial year ended 31 December 2019 and the accompanying letter to shareholders (“**Letter**”) released by the Company on 15 April 2020; and
- (e) the announcements dated 26 May 2020 on the Company’s intention to convene an extra ordinary general meeting (“**EGM**”) to seek approval from its Shareholders in respect of the various corporate exercises.

2. DATE, TIME AND CONDUCT OF ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

The Board wishes to inform shareholders that the AGM and EGM will be held by way of electronic means on **Friday, 26 June 2020 at 1.00 p.m. and 2.00 p.m.** Singapore time (or such time immediately following the conclusion or adjournment of the AGM), respectively to transact the business set out in the Letter and the notices of AGM and EGM dated 4 June 2020 (“**Notice of AGM and EGM**”) as well as Circular to Shareholders dated 4 June 2020 (“**Circular**”).

The Notices of AGM and EGM, the respective proxy forms and Circular will be sent to shareholders solely by electronic means via publication on the SGXNet and the Company’s corporate website at <https://dlfholdings.sg/announcements/>.

3. NO DESPATCH OF PRINTED COPIES OF DOCUMENTS

In line with the provisions under the Alternative Arrangements Order, no printed copies of the Notices of AGM and EGM, the respective proxy forms and Circular will be dispatched to shareholders.

An electronic copy of each of the Notices of AGM and EGM, the respective proxy forms and Circular has been made available on:-

- (i) the Company's corporate website (<https://dlfholdings.sg/announcements/>) (the "Website") on 4 June 2020; and
- (ii) the SGXNet.

4. ALTERNATIVE ARRANGEMENTS FOR AGM AND EGM

(a) No physical attendance and participation at the AGM and EGM electronically

Shareholders will not be allowed to attend the AGM and EGM in person.

Alternative arrangements are instead put in place to allow shareholders to participate in the AGM and EGM by:

- (i) observing and/or listening to the AGM and EGM proceedings via "live" audio-visual webcast or "live" audio-only stream through mobile phones, tablets, computers or telephone (where applicable);
- (ii) submitting questions in advance of the AGM and EGM; and
- (iii) appointing the Chairman of the AGM and EGM as proxy to attend, speak and vote on their behalf at the AGM and EGM.

(b) Participation at the AGM and EGM through "live" audio-visual webcast or audio-only stream

The AGM and EGM proceedings will be conducted via electronic means. Shareholders will be able to watch or listen to the proceedings via a "live" audio-visual webcast on their mobile phones, tablets or computers or listen to these proceedings through a "live" audio-only stream via telephone.

In order to do the above, shareholders will have to follow these steps:

- (i) Shareholders who wish to watch or listen to the "live" webcast must **pre-register by 1:00 p.m. on 23 June 2020**, at the URL <http://DLFHoldings.availeasemgdwebinar.com>

Following authentication of the registrant's status as Shareholders, authenticated shareholders will receive email instructions on how to access the webcast and audio feed of the proceedings of the AGM and EGM by 3:00 p.m. on 25 June 2020.

- (ii) Shareholders who have pre-registered by the Registration Deadline but do not receive the aforementioned email by 3:00 p.m. on 25 June 2020 should contact the Company at the following email address: investor.relations@dlfholdings.sg, with the following details included: (1) the full name of the shareholder; and (2) his/her/its identification/registration number.

(c) Submission of questions in advance of the AGM and EGM

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM and EGM.

All questions must be submitted no later than 5.00 p.m. on 19 June 2020 via any of the following means:

- (a) via submitting at the URL <http://DLFHoldings.availeasemgdwebinar.com> when pre-registering;
- (b) via the following email address at investor.relations@dlfholdings.sg, with your full name, number of shares held and manner in which you hold shares (via CDP or SRS); and

- (c) in hard copy by sending personally or by post and lodging the same at the office of the Company's principal place of business at 140, Paya Lebar Road, #08-07, AZ @ Paya Lebar, Singapore 409015.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit questions by post, members are strongly encouraged to submit questions electronically via email.

Shareholders will not be able to ask questions during the live audio-visual webcast of the AGM and EGM proceedings. Therefore, it is important for shareholders to pre-register and submit their questions in advance of the AGM and EGM. All questions must be submitted by no later than 5.00 p.m. on 19 June 2020 as the Company will not be able to address questions received after the cut-off time and date. The Company will endeavour to address all substantial and relevant questions received from shareholders before the deadline to submit the proxy forms for the AGM and EGM.

Queries received shall be addressed via our corporate website, through "live" audio-visual webcast or audio-only stream. We will also publish minutes of the AGM and EGM including responses from management and Board of Directors on our corporate website (<https://dlfholdings.sg/announcements/>) and on SGXNet within one month after the end of the AGM and EGM.

(d) Voting by proxy

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

Shareholders (whether individuals or corporates) appointing the Chairman as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment and votes will be treated as invalid.

The instrument appointing the Chairman of the AGM and EGM as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:

- (a) if sent personally or by post, be lodged at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #11-02, Singapore 068898; or
- (b) if submitted by email, be received by the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@sg.tricorglobal.com,

in either case, at least 72 hours before the time appointed for the AGM and EGM. Any incomplete or unsigned proxy forms will not be treated as valid.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit proxy forms by post, members are strongly encouraged to submit proxy forms electronically via email.

All shareholders who hold shares through SRS investment account/ a securities sub-account in Depository Agents ("DAs") must inform their respective SRS Operators/ DAs that they have registered for the Live AGM and/or EGM Webcast and provide their SRS Operators/ DAs with their registration details.

Shareholders who hold their shares through relevant intermediaries (including SRS investors) and who wish to exercise their votes by appointing the Chairman as proxy should approach their respective relevant intermediaries* (including their respective SRS Approved Banks) to submit their voting instructions at least seven (7) working days prior to the date of the AGM and EGM.

*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act, Chapter 289 and who holds shares in that capacity.

As the COVID-19 situation is constantly 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 and EGM arrangements at short notice. Shareholders are advised to closely monitor announcements made by the Company on SGXNET.

The Company seeks the understanding and cooperation of all shareholders in enabling the Company to hold and conduct the AGM and EGM in compliance with the circuit breaker measures to stem the spread of COVID-19 infections.

BY ORDER OF THE BOARD

Fan Chee Seng
Executive Chairman
4 June 2020

DLF was listed on Catalist of the Singapore Exchange Securities Trading Limited (the "SGX-ST") on 25 July 2018. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor").

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor in accordance with Rules 226(2)(b) and 753(2) of the SGX-ST Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. 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 Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, and E-mail: sponsorship@ppcf.com.sg).