



UNI-ASIA GROUP LIMITED

Company Registration No: 201701284Z
Incorporated in the Republic of Singapore

**ANNUAL GENERAL MEETING ON 4 JUNE 2020
TO BE HELD BY WAY OF ELECTRONIC MEANS**

1. **Background.** The Board of Directors (the “**Board**”) of Uni-Asia Group Limited (the “**Company**”) refers to:
- (a) the Company’s Notice of Annual General Meeting (“**AGM**”) dated 15 April 2020 (the “**Notice of AGM**”) convening the AGM to be held on 4 June 2020;
 - (b) the Company’s announcement dated 15 April 2020 in relation to the issue of the Annual Report and the Notice of AGM;
 - (c) 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;
 - (d) 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 which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
 - (e) the further extension of the COVID-19 restriction orders in Singapore until 1 June 2020 to further reduce transmission of COVID-19 as announced by the Multi-Ministry Taskforce on 21 April 2020.

As highlighted in the Notice of AGM and the Company’s announcement dated 15 April 2020, the Company has been closely monitoring the constantly evolving COVID-19 situation, with a view to changing its AGM arrangements at short notice if necessary. Given the current state of the COVID-19 situation and in view that there is no assurance that the COVID-19 restriction orders will not be further extended beyond 1 June 2020, the Company has determined that it would be in the interests of Shareholders to now make changes to the AGM arrangements.

2. **Date, time and conduct of AGM.** The Company therefore wishes to announce that

pursuant to the Order, the AGM will be convened and held on Thursday, 4 June 2020 at 2.00 p.m. by way of electronic means (instead of by way of a physical meeting at the venue provided in the Notice of AGM) to transact the business set out in the AGM Notice. For the avoidance of doubt, there is no change to the date and time of the AGM as set out in the Notice of AGM.

The Company's Lead Independent Director, Mr. Lee Gee Aik, will conduct the proceedings of the AGM. Substantial and relevant questions that are submitted by shareholders in advance will be addressed at the AGM or through an SGXNet announcement to be released before the AGM.

3. **Amended AGM arrangements.** Printed copies of the Notice of AGM and proxy form were sent to shareholders on 22 April 2020. The Notice of AGM and proxy form should be read in the context of the alternative arrangements for the AGM as described in this announcement.

In particular, the AGM will be held by way of electronic means (and not by way of a physical meeting at the venue originally stated in the Notice of AGM). Shareholders may participate at the AGM by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM (and cannot appoint persons other than the Chairman of the Meeting as proxy). In this regard, the Company shall be entitled to, and will, treat all proxy forms received from Shareholders, as proxy forms appointing the Chairman of the Meeting as the Shareholders' proxy to attend, speak and vote at the AGM in accordance with their specified instructions. Shareholders should not physically attend the AGM at the original physical venue, and should note the amended AGM arrangements as explained in this announcement. A copy of the Notice of AGM, proxy form (modified to facilitate the alternative arrangements) and this announcement will be made available on the Company's corporate website and will also be made available on the SGX website¹.

4. **No personal attendance at AGM.** As the AGM will be held by way of electronic means, **shareholders will not be able to attend the AGM in person.** In particular, shareholders should refrain from going to the venue provided in the Notice of AGM.
5. **Alternative arrangements for participation at the AGM.** Shareholders may participate at 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

¹ The Notice of AGM and proxy form may be accessed on the Company's corporate website at the URL <http://uniasia.listedcompany.com/home.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

- (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 are set out in the Appendix to this announcement.

- 6. **Proxy forms.** The Company shall be entitled to, and will, treat all proxy forms received from Shareholders, as proxy forms appointing the Chairman of the Meeting as the Shareholders' proxy to attend, speak and vote at the AGM in accordance with their specified instructions.

Shareholders who had already submitted valid proxy forms for the AGM previously do not have to submit proxy forms again provided that (a) they had indicated in their proxy forms how they wished to vote for or vote against or abstain from voting on each resolution; and (b) they do not withdraw the proxy form.

Submission by a shareholder of a valid proxy form appointing the Chairman of the Meeting as proxy by 2.00 pm on 1 June 2020 will supersede any previous instrument appointing a proxy(ies) submitted by that shareholder.

- 7. **Withdrawal of proxy form.** A shareholder may withdraw a proxy form which had previously been submitted by sending an email to the Company's Share Registrar, Tricor Barbinder Share Registration Service, at sg.is.proxy@sg.tricorglobal.com to notify the Company of the withdrawal, by 2.00 pm on 1 June 2020.

- 8. **Persons who hold shares through relevant intermediaries.** Persons who hold the Company's shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50 of Singapore), including 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 (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) 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.

- 9. **Annual Report.** Printed copies of the Annual Report (which includes the Appendix to the Notice of AGM in relation to the proposed renewal of the share purchase mandate

and the proposed renewal of the shareholders' mandate for interested person transactions) were previously despatched to shareholders on 22 April 2020 and is also made available on the Company's corporate website at the URL <http://uniasia.listedcompany.com/ar.html>.

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

Key dates	Actions
14 May 2020 (Thursday)	Shareholders may begin to pre-register at https://uniasiaagm.listedcompany.com/uni-asia-group-limited-2020-agm/registration for live audio-visual webcast/live audio-only stream of the AGM proceedings
5.00 p.m. on 26 May 2020 (Tuesday)	Deadline for CPF or 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.
2.00 p.m. on 1 June 2020 (Monday)	Deadline for shareholders to: <ul style="list-style-type: none"> • submit questions in advance • pre-register for live audio-visual webcast/live audio-only stream of the AGM proceedings; and • submit proxy forms
2.00 p.m. on 3 June 2020 (Wednesday)	Authenticated shareholders will receive an email which will contain user ID and password details, as well as the link to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the AGM proceedings (the " Confirmation Email "). Shareholders who do not receive the Confirmation Email by 2.00 p.m. on 3 June 2020 , but have registered by the 1 June 2020 deadline should contact the Company's Share Registrar, Tricor Barbinder Share Registration Service, at SG.IS.Enquiry@sg.tricorglobal.com .
Date and time of AGM - 2.00 p.m. on 4 June 2020 (Thursday)	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the AGM proceedings; or • Call the toll-free telephone number in the Confirmation Email to access the live audio-only stream of the AGM proceedings
5 p.m. on 18 June 2020 (Thursday)	Record date for determining entitlements to final dividend, subject to shareholders' approval at the AGM

Key dates	Actions
30 June 2020 (Tuesday)	Payment date for final dividend, subject to shareholders' approval at the AGM

11. **Important reminder.** Due to the constantly evolving Covid-19 situation in Singapore, the Company may be required to make further changes to its arrangements for the AGM at short notice. Shareholders should check SGXNet for the latest updates on the status of 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.

For and on behalf of
Uni-Asia Group Limited
14 May 2020

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 a live audio-video 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 must pre-register at the pre-registration website at https://uniasiaagm.listedcompany.com/uni-asia-group-limited-2020-agm/registration from now till 2.00 p.m. on 1 June 2020 to enable the Company to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders will receive an email by 2.00 p.m. on 3 June 2020. The email will contain user ID and password details.</p> <p>Shareholders who do not receive an email by 2.00 p.m. on 3 June 2020, but have registered by the 1 June 2020 deadline should email the Company's Share Registrar, Tricor Barbinder Share Registration Service, at SG.IS.Enquiry@sg.tricorglobal.com.</p>
2.	Submit questions in advance	<p>Shareholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, via pre-registration website. Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website at https://uniasiaagm.listedcompany.com/uni-asia-group-limited-2020-agm/registration.</p> <p>Deadline to submit questions. All questions must be submitted by 2.00 p.m. on 1 June 2020.</p> <p>Addressing questions. The Company will endeavour to address all substantial and relevant questions received from shareholders either during the AGM through live audio-visual webcast and live audio-only stream, or through an SGXNet announcement to be released prior to the AGM.</p>

No.	Steps	Details
		<p>Minutes of AGM. The Company will publish the minutes of the AGM on the Company's corporate website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>
3.	<p>Submit proxy forms to vote</p>	<p>Appointment of Chairman of the Meeting as proxy. 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. Shareholders must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the 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> <p>(a) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Service, at 80 Robinson Road #11-02, Singapore 068898; or</p> <p>(b) if submitted electronically, be submitted via email to the Company's Share Registrar at sg.is.proxy@sg.tricorglobal.com,</p> <p>in either case, by 2.00 p.m. on 1 June 2020.</p> <p>A shareholder who wishes to submit a proxy form 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.</p> <p>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.</p> <p>CPF or 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 26 May 2020.</p>