

COMBINE WILL INTERNATIONAL HOLDINGS LIMITED

聯志國際控股有限公司

(Incorporated in the Cayman Islands on 8 October 2007)

Company Registration No. MC-196613

ANNUAL GENERAL MEETING TO BE HELD ON 16 JUNE 2020

1. **Background.** The Board of Directors (the “**Board**”) of Combine Will International Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to:
 - (a) its announcement on 14 April 2020 on the grant by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) in relation to, *inter alia*, the extension of time to hold the annual general meeting of the Company (the “**AGM**”);
 - (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 (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
 - (d) the regulatory announcement released by the SGX-ST on 13 April 2020 (and updated on 27 April 2020) entitled “Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period” relating to, *inter alia*, guidelines for listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place.
2. **Date, time and conduct of AGM.** The Company is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means on Tuesday, 16 June 2020, at 10.00 a.m. (Singapore time).
3. **Notice of AGM and proxy form.** The notice of AGM and proxy form will be sent to shareholders of the Company (“**Shareholders**”) solely by electronic means via publication on our corporate website at the URL <http://www.combinewill.com/ar.html> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
4. **No personal attendance at AGM.** Due to the current Covid-19 restriction orders in Singapore, **Shareholders will not be able to attend the AGM in person.**
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 webcast;
 - (b) submitting questions in advance at the AGM; and/or
 - (c) appointing the Chairman of the AGM 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. **Persons who hold shares through relevant intermediaries.** Persons who hold shares of the Company through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), 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 webcast;
 - (b) submitting questions in advance at 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 (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.

7. **2019 Annual Report and Letter to Shareholders.** The 2019 Annual Report and the Letter to Shareholders dated 1 June 2020 (in relation to the proposed renewal of the share purchase mandate) have been published on our corporate website, and may be accessed on our corporate website at the URL <http://www.combinewill.com/ar.html>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
8. **Key dates/deadlines.** In summary, the key dates/deadlines that Shareholders should take note of are set out in the table below:

Key dates	Actions
From 9.00 a.m. on 1 June 2020	Shareholders may begin to pre-register at https://sg.conveneagm.com/combinewill for live audio-visual / audio webcast of the AGM proceedings and for the submission of questions prior to the AGM.
5.00 p.m. on 4 June 2020	Deadline for CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
10.00 a.m. on 14 June 2020	Deadline for Shareholders to: <ul style="list-style-type: none"> • pre-register for live audio-visual / audio webcast of the AGM proceedings; • submit questions in advance; and • submit proxy forms.
By 10.00 a.m. on 15 June 2020	Individuals or corporates whose status as Shareholders cannot be verified will receive an email informing them of this. Such individuals or corporates may contact our Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at agm.teamE@boardroomlimited.com if they have any questions. Individuals or corporates whose status as Shareholders have been verified will receive an email notification and will be able to access the live audio-visual / audio webcast stream of the AGM proceedings by signing in using the account details created during pre-registration (the " Confirmation Email "). Shareholders who do not receive

	the Confirmation Email by 10.00 a.m. on 15 June 2020, but have registered by the 14 June 2020 deadline and have not been informed of an unsuccessful registration, should contact our Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at agm.teamE@boardroomlimited.com .
Date and time of the AGM 10.00 a.m. on 16 June 2020	Sign in to the https://sg.conveneagm.com/combinewill using the account details created during pre-registration to access the live audio-visual / audio webcast of the AGM proceedings

9. **Due to the constantly evolving Covid-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders should check <http://www.combinewill.com/ar.html> and <https://www.sgx.com/securities/company-announcements> 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 us to hold our AGM with the optimum safe distancing measures amidst the current Covid-19 pandemic.

By Order of the Board

Chiu Hau Shun Simon
Executive Director

1 June 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-visual webcast or live audio webcast 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://sg.conveneagm.com/combinewill by following the online instructions, from 9.00 a.m. on 1 June 2020 till 10.00 a.m. on 14 June 2020, to enable the Company to verify their status as Shareholders.</p> <p>Individuals or corporates whose status as Shareholders cannot be verified will receive an email informing them of this. Such individuals or corporates may contact our Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at agm.teamE@boardroomlimited.com if they have any questions.</p> <p>Individuals or corporates whose status as Shareholders have been verified will receive an email notification and will be able to access the live audio-visual / audio webcast stream of the AGM proceedings by signing in using the account details created during pre-registration (the “Confirmation Email”). Shareholders who do not receive the Confirmation Email by 10.00 a.m. on 15 June 2020, but have registered by the 14 June 2020 deadline and have not been informed of an unsuccessful registration, should contact our Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at agm.teamE@boardroomlimited.com.</p>
2.	Submission of 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, in the following manner:</p> <p>(a) Via email. Shareholders may submit their questions via email to agm.teamE@boardroomlimited.com.</p> <p>(b) Via the pre-registration site. Shareholders may submit their questions via the pre-registration site at https://sg.conveneagm.com/combinewill by clicking the tab “Submit Questions” and submitting their questions online via this website.</p> <p>When sending in your questions via email, please also provide us with the following details:</p> <ul style="list-style-type: none"> • your full name; • your address; • number of shares of the Company held; and • the manner in which you hold shares of the Company (e.g. via CDP, CPF or SRS).

		<p>Deadline to submit questions. All questions must reach us by 10.00 a.m. on 14 June 2020.</p> <p>Addressing questions. We will endeavour to address all substantial and relevant questions received from Shareholders during the AGM through live audio-visual webcast and live audio webcast. However, as there may not be sufficient time to address all such questions during the AGM itself, we will publish our responses to those questions which we are unable to address during the AGM, on our corporate website and on SGXNET prior to the AGM. Where there are substantially similar questions the Company will consolidate such questions, and consequently not all questions may be individually addressed.</p> <p>Minutes of AGM. We will publish the minutes of the AGM on our 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.	Submission of proxy forms to vote	Please refer to the notice of AGM dated 1 June 2020 and the accompanying proxy form for more details on the submission of proxy forms to vote.