



FRASER AND NEAVE, LIMITED
(Company Registration No. 189800001R)
(Incorporated in Singapore)

**124th ANNUAL GENERAL MEETING TO BE HELD
AT THE GRAND BALLROOM, LEVEL 2, INTERCONTINENTAL SINGAPORE,
80 MIDDLE ROAD, SINGAPORE 188966
ON 18 JANUARY 2023 AT 9.30 A.M.**

1. **Background.** Fraser and Neave, Limited (the “**Company**” or “**F&N**”) 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 convene, hold or conduct general meetings;
 - (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, 1 October 2020 and 4 February 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.

2. **Date, time and place of Annual General Meeting.** F&N is pleased to announce that pursuant to the Order, its 124th Annual General Meeting (“**AGM**”) will be held, in a wholly physical format, at the Grand Ballroom, Level 2, InterContinental Singapore, 80 Middle Road, Singapore 188966 on **Wednesday, 18 January 2023 at 9.30 a.m.** (Singapore time). **There will be no option for shareholders to participate virtually.**

F&N may implement such COVID-19 safe management measures (including vaccination-differentiated safe management measures) at the AGM as may be required or recommended under any regulations, directives, measures or guidelines that may be issued from time to time by any government or regulatory agency in light of the COVID-19 situation in Singapore. Shareholders should check the Company’s website at the URL <https://www.fraserandneave.com/investor-relations/agm2023> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates.

3. **Notice of AGM and proxy form.** Printed copies of the Notice of AGM and proxy form will be sent by post to shareholders. These documents will also be published on the Company's website and the SGX website¹.
4. **Arrangements for participation in the AGM.** Shareholders (including CPF and SRS investors) may participate in the AGM by:
 - (a) attending the AGM in person;
 - (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or
 - (c) voting at the AGM (i) themselves; or (ii) through duly appointed proxy(ies)².

Details of the steps for registration, 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 particular, CPF and SRS investors who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as their proxy in respect of the F&N shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 6 January 2023**.

5. **Persons who hold shares through relevant intermediaries.** Persons who hold F&N shares through relevant intermediaries (as defined in section 181 of the Companies Act 1967), other than CPF and SRS investors, and who wish to participate in the AGM by:
 - (a) attending the AGM in person;
 - (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or
 - (c) voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the Meeting as proxy in respect of the F&N shares held by such relevant intermediary on their behalf,

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.

6. **Annual Report 2022 and Letter to Shareholders.** The Annual Report 2022 and the Letter to Shareholders dated 27 December 2022 (in relation to the proposed renewal of the mandate for interested person transactions and the proposed renewal of the share purchase mandate) have been published and may be accessed at the Company's

¹ The Notice of AGM and proxy form may be accessed on the Company's website at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

² For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the Meeting) to attend, speak and/or vote at the AGM on their behalf.

website as follows:

- (a) the Annual Report 2022 may be accessed at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> by clicking on the hyperlink for “Full Report 2022”; and
- (b) the Letter to Shareholders dated 27 December 2022 may be accessed at the URL <https://www.fraserandneave.com/investor-relations/annual-reports> by clicking on the hyperlink for “Letter to Shareholders dated 27 Dec 2022” under “Annual Report 2022”.

The above documents may also be accessed at 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 accompanying the printed copies of the Notice of AGM and the proxy form sent by post to shareholders, by **10 January 2023**.

- 7. **Record date and payment date for final dividend.** Subject to the approval of shareholders for the final tax exempt dividend at the AGM, the Transfer Books and Register of Members of the Company will be closed on Friday, 27 January 2023 up to (and including) Monday, 30 January 2023 for the preparation of dividend warrants. Duly completed registrable transfers of ordinary shares of the Company received by the Company’s Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898 up to 5.00 p.m. on Thursday, 26 January 2023 will be registered to determine shareholders’ entitlements to the proposed final dividend. Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 p.m. on Thursday, 26 January 2023 will be entitled to the proposed final dividend. Payment of the final dividend, if approved by shareholders at the AGM, will be made on Friday, 10 February 2023.
- 8. **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
5.00 p.m. on 6 January 2023 (Friday)	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.
10 January 2023 (Tuesday)	Deadline for shareholders who wish to request for a printed copy of the Annual Report 2022 and/or the Letter to Shareholders dated 27 December 2022 to complete and submit the Request Form.

Key dates	Actions
9.30 a.m. on 15 January 2023 (Sunday)	Deadline for shareholders to: <ul style="list-style-type: none"> • submit questions in advance; and • submit instruments appointing a proxy(ies).
Date and time of AGM - 9.30 a.m. on 18 January 2023 (Wednesday) Registration commences at 8.30 a.m.	Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies may attend the AGM in person at the Grand Ballroom, Level 2, InterContinental Singapore, 80 Middle Road, Singapore 188966. <u>There will be no option to participate virtually.</u> Please bring along your NRIC/passport to enable the Company to verify your identity. <u>As voting at the physical meeting will be conducted via an online platform, please also bring along a web-browser enabled device in order to access the voting function at the AGM.</u>
5.00 p.m. on 26 January 2023 (Thursday)	Record date for determining entitlements to final dividend, subject to shareholders' approval at the AGM.
10 February 2023 (Friday)	Payment date for final dividend, subject to shareholders' approval at the AGM.

9. **Further information.** For more information, please email us at ir@fraserandneave.com.
10. **Important reminder.** Shareholders are reminded to check the Company's website at the URL <https://www.fraserandneave.com/investor-relations/agm2023> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

BY ORDER OF THE BOARD

Samuel Lee
Company Secretary

27 December 2022

APPENDIX

Steps for registration, submission of questions and voting at the AGM

Shareholders (including CPF and SRS investors) can attend the AGM in person, submit questions to the Chairman of the Meeting in advance of, or at, the AGM and/or vote at the AGM by themselves or through duly appointed proxy(ies)³.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Register in person to attend the AGM	<p>Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can attend the AGM in person.</p> <p>To do so, they will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Registration will commence at 8.30 a.m. on that day. Please bring along your NRIC/passport to enable the Company to verify your identity.</p> <p><u>As voting at the physical meeting will be conducted via an online platform, please also bring along a web-browser enabled device in order to access the voting function at the AGM.</u></p> <p>Shareholders are advised not to attend the AGM if they are feeling unwell.</p>
2.	Submit questions in advance of, or at, the AGM	<p>Shareholders, including CPF and SRS investors, can submit questions in advance of, or at, the AGM.</p> <p>Submission of substantial and relevant questions in advance of the AGM. Shareholders, including CPF and SRS investors, can submit substantial and relevant 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 to ir@fraserandneave.com.</p> <p>(b) By post to the Company's Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898.</p> <p>When submitting your questions via email or by post, please also provide us with the following details:</p>

³ See footnote 2 above.

		<ul style="list-style-type: none"> • your full name; • your address; and • the manner in which you hold shares in F&N (e.g., via CDP, CPF/SRS and/or scrip). <p>Deadline to submit questions in advance of the AGM. All questions submitted in advance of the AGM via any of the above channels must be received by <u>9.30 a.m. on 15 January 2023</u>.</p> <p>Asking substantial and relevant questions at the AGM. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself</p> <p>Addressing questions. We will address all substantial and relevant questions received from shareholders by the 15 January 2023 submission deadline by publishing our responses to such questions on our corporate website at the URL https://www.fraserandneave.com/investor-relations/agm2023 and the SGX website prior to the AGM. We will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the AGM) received after the 15 January 2023 submission deadline which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM, at the AGM itself. Where substantially similar questions are received, we 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 the Company’s website and the SGX website, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>
3.	<p>Vote, or submit instruments appointing a proxy(ies) to vote, at the AGM</p>	<p>Shareholders can vote at the AGM themselves or through duly appointed proxy(ies)⁴. Shareholders who wish to appoint a proxy(ies) <u>must</u> submit an instrument appointing a proxy(ies).</p> <p>Submission of instruments appointing a proxy(ies). The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:</p>

⁴ See footnote 2 above.

		<p>(a) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), 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.FNLproxy@sg.tricorglobal.com,</p> <p>in each case, by <u>9.30 a.m. on 15 January 2023</u>.</p> <p>A shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email can either use the printed copy of the proxy form which is sent to him/her/it by post or download a copy of the proxy form from the Company's website or the SGX website, and 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>Deemed revocation of proxy appointment if shareholder attends the AGM in person. Completion and submission of the instrument appointing a proxy(ies) by a shareholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the shareholder attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.</p> <p>CPF and SRS investors. CPF and SRS investors:</p> <p>(a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p> <p>(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by <u>5.00 p.m. on 6 January 2023</u>.</p>
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