



ENVICTUS INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 200313131Z)

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S EXTRAORDINARY GENERAL MEETING ON 5 AUGUST 2022

- (A) NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EXTRAORDINARY GENERAL MEETING AND PROXY FORM
- (B) NO PHYSICAL ATTENDANCE AT EXTRAORDINARY GENERAL MEETING
- (C) ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Circular (as defined below).

1. INTRODUCTION

The board of directors (the “**Board**”) of the Company (and together with its subsidiaries, the “**Group**”) refers to:

- (a) the Company’s announcements dated 12 February 2022, 6 April 2022 and 24 May 2022 in relation to the proposed ratification of (A) the disposal of the property located at Pulau Indah, Selangor; (B) the disposal of the plant and equipment located at Pulau Indah, Selangor; and (C) the disposal of customer portfolio of De-luxe Food Services Sdn Bhd (the “**Proposed Ratification**”);
- (b) 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;
- (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 “**Relevant Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (d) 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 amid the evolving COVID-19 situation.

2. DATE OF EXTRAORDINARY GENERAL MEETING

The Board wishes to inform Shareholders that the Company has today issued a circular to Shareholders dated 8 July 2022 (the “**Circular**”) setting out further information on the Proposed Ratification. The purpose of the Circular is to provide Shareholders with information pertaining to, and to seek Shareholders’ approval at the Extraordinary General Meeting of the Company (the “**EGM**”) for the Proposed Ratification.

The EGM will be held by way of electronic means on 5 August 2022 at 11.00 a.m.

3. NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EGM AND PROXY FORM

In line with the provisions under the Relevant Order, no printed copies of the Circular, the Notice of EGM and the proxy form in respect of the EGM will be despatched to Shareholders.

A copy of the Circular, the Notice of EGM and the proxy form have been uploaded on SGXNet and are now also available on the Company’s website at the URL <https://www.envictus-intl.com>.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company’s website.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the resolutions, or to abstain from voting on the resolutions, to be tabled at the EGM.

4. NO PHYSICAL ATTENDANCE AT EGM

Alternative arrangements have been put in place to allow Shareholders to participate at the EGM by:

- (a) observing and/or listening to the EGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
- (b) submitting questions to the Chairman of the EGM in advance or “live” at, the EGM; and/or
- (c) voting at the EGM (i) “live” by the shareholders themselves or their duly appointed proxy(ies) (other than the Chairman of the EGM) via electronic means; or (ii) by appointing the Chairman of the EGM as proxy to vote on their behalf at the EGM.

Please see paragraph 5 below for these alternative arrangements.

5. ALTERNATIVE ARRANGEMENTS

The following are the alternative arrangements which have been put in place for the EGM:

- (a) *“Live” audio-visual webcast and “live” audio-only stream*

The Chairman of the Meeting will conduct the proceedings of the EGM by way of electronic means. Shareholders will be able to watch these proceedings through a “live” webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio feed. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the “live” audio-visual webcast or listen to the “live” audio-only stream must pre-register by 11.00 a.m. on 2 August 2022, at the URL <https://conveneagm.sg/envictusEGM2022>.

Following the authentication of the Shareholders' status as shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the EGM proceedings by 4 August 2022. Registrants who have received the email instructions must not forward the email instructions to other persons who are not shareholders or who are not entitled to attend the EGM. This is to avoid any technical disruption or overload to the "live" webcast or "live" audio feed.

(b) *Submission of questions in advance or "live" at the EGM*

Shareholders may also submit questions in advance or "live" at the EGM.

Shareholders, including CPF and SRS investors, can submit substantial and relevant questions related to the resolution to be tabled for approval at the EGM to the Chairman of the EGM, in advance of the EGM, in the following manner:

- All questions must be submitted by 11.00 a.m. on 18 July 2022:

- via the pre-registration website at
URL <https://conveneagm.sg/envictusEGM2022>
- by email to EGMquestions@envictus-intl.com

In view of the COVID-19 situation, Shareholders are strongly encouraged to submit questions electronically via the pre-registration website or email.

- Shareholders will need to identify themselves when posing questions by email by providing the following details:
 - the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS share records;
 - the Shareholder's NRIC/Passport/UEN number;
 - the Shareholder's contact number and email address; and
 - the manner in which the Shareholder holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

- Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who wish to ask questions "live" at the EGM must first pre-register at the pre-registration website at the URL <https://conveneagm.sg/envictusEGM2022>
- Shareholders and proxyholders who pre-registered and are verified to attend the EGM will be able to ask questions relating to the agenda of the EGM by clicking the "Ask a Question" feature and then clicking the "Queue for Video call" via the Live Webcast. The relevant Shareholder will be informed once it is appropriate for him/her to speak and can thereafter raise his/her question via audiovisual or audio means during the EGM within a certain prescribed time limit.

- The Company will address all substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM as received from Shareholders by publishing our responses to such questions on SGXNet and the Company's website at <https://www.envictus-intl.com> at least 72 hours prior to the closing date and time for the lodgement of the proxy forms i.e. by 11.00 a.m. on 30 July 2022. We will address those substantial and relevant questions which have been received "live" at the EGM itself, during the EGM through the "live" audio-visual webcast and "live" audio-only stream of the EGM proceedings. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.
- We will publish the minutes of the EGM on the Company's website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the EGM.

(c) *Submitting instruments appointing a proxy(ies) to vote, or vote "live", at the EGM*

Shareholders who wish to exercise their voting rights at the EGM may:

- (where such shareholders are individuals) vote "live" via electronic means at the EGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the EGM on their behalf; or
- (where such shareholders are individuals or corporates) appoint the Chairman of the EGM as their proxy to vote on their behalf at the EGM.
 - Shareholders (including CPF and SRS investors) and, where applicable, appointed proxy(ies), who wish to vote "live" at the AGM must first pre-register at the pre-registration website via the URL <https://conveneagm.sg/envictusEGM2022>
 - Shareholders (whether individual or corporate) appointing a proxy(ies) of the EGM must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
 - The proxy form can be submitted in the following manner to the Company by 11.00 a.m. on 2 August 2022 :
 - if the physical Proxy Form is sent personal or by post, the Proxy Form must be deposited at, or to be posted to and received at, the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 1 Harbourfront Avenue, Keppel Bay Tower #14-03/07, Singapore 098632; or
 - if by email, the proxy form must be received by the Company at proxyform@envictus-intl.com

In view of the COVID-19 situation, Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

- Persons who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPF and/or SRS investors) and who wish to participate in the EGM ("**Relevant Intermediary Participants**") by (a) observing and/or listening to the EGM proceedings via the "live" webcast or the "live" audio feed in the manner provided in paragraph 5(a) above; (b)

submitting questions in advance of, or “live” at, the EGM in the manner provided in paragraph 5(b) above; and/or (c) voting at the EGM (i) “live” by the shareholders themselves if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (ii) by appointing the Chairman of the EGM as proxy to vote on their behalf at the EGM, should contact the relevant intermediary (which would include, in the case of CPF and/or SRS investors, their respective CPF Agent Banks and/or SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the EGM. CPF and/or SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes by 11.00 a.m. on 22 July 2022 in order to allow sufficient time for their relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf not less than 72 hours before the time for holding the EGM.

Important reminder: The Company would like to remind Shareholders that, with the constantly evolving COVID-19 situation, the situation is fluid and the Company may be required to change its EGM arrangements at short notice. Shareholders should check SGXNet and/or the Company’s website at <https://www.envictus-intl.com> for updates on the EGM.

The Company would like to thank all Shareholders for their patience and co-operation in enabling the Company to hold its EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD
ENVICTUS INTERNATIONAL HOLDINGS LIMITED

DATO’ JAYA J B TAN
Executive Chairman

8 July 2022