



PENGUIN

**PENGUIN INTERNATIONAL LIMITED**

(Company Registration Number: 197600165Z)

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**2021 ANNUAL GENERAL MEETING TO BE HELD ON 29 April 2021 (“AGM”)**

*Singapore, 14 April 2021*

1. **Background.** Penguin International Limited (“Penguin” or the “Company”) refers to:
  - (a) 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;
  - (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 the Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides guidance on the conduct of general meetings amid evolving Covid-19 situation during the period from 27 March 2020 to 30 June 2021.
2. **Date, time and conduct of AGM.** Penguin is pleased to announce that pursuant to the Order, the AGM will be convened and held by way of electronic means, on Thursday, **29 April 2021 at 10.30 a.m. (Singapore time)**

Our Executive Chairman, Mr Jeffrey Hing Yih Peir, and our Managing Director, Mr James Tham Tuck Choong, will conduct the proceedings of the AGM and address substantial and relevant questions which shareholders have submitted in advance.
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on our corporate website and on the SGX website<sup>1</sup>. There will **not** be printed copies of these documents sent to shareholders.

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<sup>1</sup> The Notice of AGM and proxy form may be accessed on our corporate website at <http://www.penguin.com.sg/about-us/investor-relations/> and 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-only stream;
  - (b) submitting questions in advance of the AGM; and
  - (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-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 addition, CPF and 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 19 April 2021. There will be no “live” voting at the AGM.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold Penguin shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50), other than 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 vote on their behalf at the AGM,

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.

7. **Annual Report 2020 and Letter to Shareholders.** The Annual Report 2020 and the Letter to Shareholders dated 14 April 2021 (in relation to the proposed renewal of mandate for interested person transactions and share buy-back mandate) can be accessed at <http://www.penguin.com.sg/about-us/investor-relations/> as follows and printed copies will **not** be sent to shareholders:
  - (a) the Annual Report 2020 can be accessed by clicking on the hyperlink for “**Annual Report 2020**”; and
  - (b) the Letter to Shareholders dated 14 April 2021 can be accessed by clicking on the hyperlink for “**Letter to Shareholders**”.



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
<b>14 April 2021 (Wednesday)</b>	Shareholders may begin to pre-register at <a href="https://conveneagm.com/sg/penguin/">https://conveneagm.com/sg/penguin/</a> for live audio-visual webcast or live audio-only stream of the AGM proceedings, as well as submit questions in advance.
<b>5.00 p.m. on 19 April 2021 (Monday)</b>	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.
<b>10.30 a.m. on 26 April 2021 (Monday)</b>	Deadline for shareholders to: <ul style="list-style-type: none"> <li>• pre-register for the AGM proceedings;</li> <li>• submit questions in advance; and</li> <li>• submit proxy forms appointing the Chairman of the Meeting as proxy</li> </ul>
<b>10.30 a.m. on 28 April 2021 (Wednesday)</b>	Authenticated shareholders will receive an email verifying that they are a valid shareholder and which will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings on the day of the AGM (the “ <b>Confirmation Email</b> ”).  Shareholders who do not receive the Confirmation Email by <b>10.30 a.m. on 28 April 2021</b> , but have registered by the 26 April 2021 deadline should immediately contact <b>Convene at <a href="mailto:support@conveneagm.com">support@conveneagm.com</a></b>
<b>Date and time of AGM - 10.30 a.m. on 29 April 2021 (Thursday)</b>	Follow the instructions in the Confirmation Email to access the live audio-visual webcast or live audio-only stream of the AGM proceedings.  To ensure orderly proceedings and timely commencement of the AGM, Shareholders are encouraged to access the live webcast or live audio-only stream at least 15 minutes prior to the commencement of the AGM.



9. **Important reminder.** 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.penguin.com.sg/about-us/investor-relations/> for the latest updates on the status of the AGM.

Penguin 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**

Heng Michelle Fiona/Lo Swee Oi  
Company Secretaries  
14 April 2021



## 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-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 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><b>Shareholders must pre-register at the pre-registration website at <a href="https://conveneagm.com/sg/penguin">https://conveneagm.com/sg/penguin</a> from 14 April 2021 till 10.30 a.m. on 26 April 2021 to enable Penguin to verify their status as shareholders.</b></p> <p>Following the verification, authenticated shareholders will receive an email by <b>10.30 a.m. on 28 April 2021</b>. The email will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings.</p> <p>Shareholders who do not receive an email by 10.30 a.m. on 28 April 2021, but have registered by the 26 April 2021 deadline should immediately contact Convene at <a href="mailto:support@conveneagm.com">support@conveneagm.com</a></p> <p>Persons who hold Penguin shares through relevant intermediaries (other than CPF/SRS Investors) will not be able to pre-register at <a href="https://conveneagm.com/sg/penguin">https://conveneagm.com/sg/penguin</a> for the live broadcast of the AGM. If they wish to participate in the live broadcast of the AGM, they should instead approach their relevant intermediary as soon as possible in order to make the necessary arrangements to participate in the live broadcast of the AGM.</p>
2.	Submit questions in advance	<p><b>Shareholders will not be able to ask questions at the AGM live during the live webcast or live audio-only stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</b></p> <p><b>Submission of questions.</b> 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 one of the following ways:</p> <p>(a) <b>Via pre-registration website.</b> Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website <a href="https://conveneagm.com/sg/penguin">https://conveneagm.com/sg/penguin</a>. Pre-registration commences from 14 April 2021;</p>



No.	Steps	Details
		<p>(b) <b>Via Email to <a href="mailto:agm@penguin.com.sg">agm@penguin.com.sg</a>.</b> When sending in your questions via this email, please also provide the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold shares in Penguin (e.g., via CDP, CPF/SRS, scrip-based etc).</li> </ul> <p>(c) <b>By post.</b> Shareholders may also submit their questions by post to the Company's Share Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623. When sending in your questions by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold shares in Penguin (e.g., via CDP, CPF or SRS, script-based etc).</li> </ul> <p><b>Deadline to submit questions.</b> All questions must be submitted by <b>10.30 a.m. on 26 April 2021.</b></p> <p><b>Addressing questions.</b> We will endeavour to address substantial and relevant questions received from shareholders prior to the AGM by publishing our responses to questions on our corporate website and on SGXNet prior to the AGM.</p> <p><b>Minutes of AGM.</b> 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.	<b>Submit proxy forms to vote</b>	<p><b>Appointment of Chairman of the Meeting as proxy.</b> 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 <u>must appoint</u> the Chairman of the Meeting as their proxy to vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p><b>Specific voting instructions to be given.</b> Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must <u>give specific instructions</u> as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p>



No.	Steps	Details
		<p><b>Submission of proxy forms.</b> Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> <li>(a) if submitted by post, to be lodged with the Company's Share Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or</li> <li>(b) if submitted electronically, to be submitted via email to the Company at <a href="mailto:agm@penguin.com.sg">agm@penguin.com.sg</a>,</li> </ul> <p>in either case, by 10.30 a.m. on 26 April 2021.</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><b>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.</b></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 <b>5.00 p.m. on 19 April 2021</b>. Persons who hold Penguin shares through relevant intermediaries (other than CPF/SRS Investors) who wish to vote should approach their relevant intermediary as soon as possible to specify voting instructions.</p>