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Issuer & Securities

Issuer/ Manager

SP CORPORATION LIMITED

Securities

SP CORPORATION LIMITED - SG1AJ0000007 - AWE

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No

**GENERAL ANNOUNCEMENT::LIVE WEBCAST OF ANNUAL GENERAL MEETING ON 16 APRIL 2020 AND IMPORTANT NOTICE**

Announcement Title

General Announcement

Date & Time of Broadcast

08-Apr-2020 08:27:04

Status

New

Announcement Sub Title

LIVE WEBCAST OF ANNUAL GENERAL MEETING ON 16 APRIL 2020 AND IMPORTANT NOTICE

Announcement Reference

SG200408OTHRVCJ9

Submitted By (Co./ Ind. Name)

Tan Sock Kiang

Designation

Group Company Secretary

Description (Please provide a detailed description of the event in the box below)

PLEASE REFER TO THE ATTACHED ANNOUNCEMENT.

Attachments

[SPCorp Announcement AGM LIVE WEBCAST.pdf](#)

[SPCorp Poll Voting Slip AGM2020.pdf](#)

[SPCorp ProxyForm AGM2020.pdf](#)

Total size = 198K MB



## SP CORPORATION LIMITED

(Company Registration No. 195200115K)

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### LIVE WEBCAST OF ANNUAL GENERAL MEETING ON 16 APRIL 2020

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The Board of Directors of SP Corporation Limited (the “**Company**”) refers to the following:

- (1) the Notice of Annual General Meeting issued on 18 March 2020 (“**AGM Notice**”) to convene the 67th Annual General Meeting (the “**AGM**”) of the Company to be held on 16 April 2020 at 11.30 a.m.;
- (2) the joint statement by the Accounting and Corporate Regulatory Authority (“**ACRA**”), the Monetary Authority of Singapore (“**MAS**”) and the Singapore Exchange Regulations (“**SGX RegCo**”) on 31 March 2020 providing guidance for issuers on safe distancing measures when conducting general meetings (the “**Guidance**”);
- (3) the implementation of the “circuit breaker” measures (elevated safe distancing measures and closure of workplace premises) announced by the Government on 3 April 2020 to curb the increasing local transmissions of Covid-19; and
- (4) the Covid-19 (Temporary Measures) Bill passed by Parliament on 7 April 2020 which provides, among others, legal certainty to enable issuers to hold general meetings where personal attendance is required under written law or legal instruments (e.g. a company’s constitution).

In light of the above developments, the Company will arrange for Live Webcast of the AGM (“**LIVE AGM WEBCAST**”) in place of the original scheduled physical meeting. The LIVE AGM WEBCAST will take place at the registered office of the Company situated at 9 Oxley Rise, #03-02 The Oxley, Singapore 238697 instead of the venue provided in the AGM Notice.

In relation to the latest announcement by SGX RegCo (in consultation with the ACRA and MAS) of 7 April 2020 on the automatic 60-day extension for companies to hold their annual general meeting, the Company has obtained SGX’s confirmation that the Company may proceed with the LIVE AGM WEBCAST.

The Company has also obtained the time-limited exemption from the Ministry of Trade and Industry (via the GoBusiness Portal) for the duration of the LIVE AGM WEBCAST. The Company will ensure that it complies with all regulations on the safe distancing and workplace measures imposed by the Government.



## **SP CORPORATION LIMITED**

(Company Registration No. 195200115K)

### **IMPORTANT NOTICE**

**Shareholders must note the following in relation to the AGM**

#### **I. LIVE WEBCAST**

- (1) Shareholders may watch the AGM proceedings through the LIVE AGM WEBCAST via your mobile phones, tablets or computers. To do so, Shareholders will need to register at [https://spcorp.listedcompany.com/agm2020\\_webcast.html](https://spcorp.listedcompany.com/agm2020_webcast.html) ("AGM Webcast Registration and Q&A Link") by **11.30 a.m. on 13 April 2020** ("Registration Deadline") to enable the Company to verify your status.
- (2) Following the verification, authenticated Shareholders will receive an email by 15 April 2020 containing a unique link, which you can click on to access the webcast of the AGM proceedings.
- (3) Shareholders must not forward the unique link to other persons who are not Shareholders and who are not entitled to attend the AGM proceedings. This is also to avoid any technical disruptions or overload to the LIVE AGM WEBCAST.
- (4) Shareholders who register by the Registration Deadline but do not receive an email response by 15 April 2020 may contact our Share Registrar, B.A.C.S. Private Limited, for assistance at (65) 6593 4848.

**THE COMPANY WILL NOT ACCEPT ANY PHYSICAL ATTENDANCE BY SHAREHOLDERS. ANY SHAREHOLDER SEEKING TO ATTEND THE AGM PHYSICALLY IN PERSON WILL BE TURNED AWAY.**



## **SP CORPORATION LIMITED**

(Company Registration No. 195200115K)

### **II. SUBMISSION OF VOTING SLIPS AND PROXY FORMS TO VOTE**

The Constitution of the Company provides for voting in absentia. As such, Shareholders who wish to vote at the AGM may submit your vote using the attached voting slip to cast your votes. Alternatively, in accordance with the Guidance, Shareholders may submit a proxy form to appoint the Chairman of the AGM to cast votes on your behalf.

The voting slip and proxy form must be submitted by:

(a) mail to the Company's registered office at **9 Oxley Rise #03-02 The Oxley, Singapore 238697**;

or

(b) electronic mail to **proxyform@spcorp.com.sg**,

by no later than the Registration Deadline, being 72 hours before the time fixed for the AGM.

Shareholders who had submitted your proxy form before this announcement are not required to re-submit the proxy form or the voting slip. The votes of such Shareholders as specified in the submitted proxy form will be counted.

Shareholders who did not specify your votes in the submitted proxy forms are advised to re-submit the attached proxy form to appoint Chairman of the AGM as your proxy or to submit the attached voting slip specifying your votes for the respective resolutions.

### **III. SUBMISSION OF QUESTIONS**

Shareholders may also submit questions related to the AGM via the AGM Webcast Registration and Q&A Link. All questions must be submitted by the Registration Deadline.

The Company will address the substantial questions raised during the AGM proceedings and the AGM LIVE WEBCAST. The responses to such questions from Shareholders will be posted on the SGXNet and the Company's website after the AGM.

#### **BY ORDER OF THE BOARD**

Tan Sock Kiang  
Group Company Secretary  
8 April 2020



# SP CORPORATION LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 195200115K)

**67TH ANNUAL GENERAL MEETING  
TO BE HELD BY LIVE WEBCAST  
ON THURSDAY, 16 APRIL 2020 AT 11.30 AM  
AT 9 OXLEY RISE #03-02 THE OXLEY, SINGAPORE 238697**

<b>Name of shareholder:</b>	
<b>No. of shares:</b>	

## POLL VOTING SLIP

Please indicate your vote "For" or "Against" with a "√" within the box provided. Alternatively, please indicate the number of votes as appropriate

<b>Ordinary Business:</b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
Ordinary Resolution 1	Adoption of Directors' Statement, Audited Financial Statements and Independent Auditor's Report			
Ordinary Resolution 2	Approval of Directors' fees			
Ordinary Resolution 3	Re-election of Mr Peter Sung as Director			
Ordinary Resolution 4	Re-election of Mr Cheng Hong Kok as Director			
Ordinary Resolution 5	Re-appointment of Deloitte & Touche LLP as Auditors and authorisation for Directors to fix their remuneration			
<b>Special Business:</b>				
Ordinary Resolution 6	Authority to issue shares			
Ordinary Resolution 7	Renewal of the Shareholders' Mandate for Interested Person Transactions			

Signature of Shareholder: \_\_\_\_\_

<b>For Official Use Only</b>	
Checked by Scrutineer	
Name	Initial

**SP CORPORATION LIMITED**(Registration No.: 195200115K)  
(Incorporated in Singapore)**PROXY FORM**  
**ANNUAL GENERAL MEETING****IMPORTANT**

1. Relevant intermediaries as defined in Section 181 of the Companies Act, Cap. 50 may appoint more than 2 proxies to attend, speak and vote at the Annual General Meeting.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy SP Corporation Limited shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors should contact their respective Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies.

**PERSONAL DATA PRIVACY**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 18 March 2020.

I/We \_\_\_\_\_ (Name), \_\_\_\_\_ (NRIC/Passport/Registration No.)

of \_\_\_\_\_ (Address),

being a member(s) of SP Corporation Limited ("**Company**") hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
Address		No. of Shares	%

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
Address		No. of Shares	%

or failing him/her, the Chairman of 67th Annual General Meeting of the Company ("**Meeting**") as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the Meeting to be held at MND Function Room, Annexe A, 9 Maxwell Road, MND Complex, Singapore 069112 on Thursday, 16 April 2020 at 11.30 a.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the Resolutions to be proposed at the Meeting as indicated below. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/their discretion, as he/they will on any other matter arising at the Meeting.

Ordinary Business		For*	Against*
Ordinary Resolution 1	Adoption of Directors' Statement, Audited Financial Statements and Independent Auditor's Report		
Ordinary Resolution 2	Approval of Directors' fees		
Ordinary Resolution 3	Re-election of Mr Peter Sung as Director		
Ordinary Resolution 4	Re-election of Mr Cheng Hong Kok as Director		
Ordinary Resolution 5	Re-appointment of Deloitte & Touche LLP as Auditors and authorisation for Directors to fix their remuneration		
Special Business			
Ordinary Resolution 6	Authority to issue shares		
Ordinary Resolution 7	Renewal of the Shareholders' Mandate for Interested Person Transactions		

\* **Note:** Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against", please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020.

Shares in:	Total Number of Ordinary Shares held
(a) Depository Register	
(b) Register of Members	

\_\_\_\_\_  
Signature(s) of Member(s)/Common Seal**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Notes:**

1. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you have shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
2. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.  
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.  
"Relevant intermediary" has the same meaning ascribed to it in Section 181 of the Companies Act, Cap. 50.
3. A proxy need not be a member of the Company.
4. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 9 Oxley Rise, #03-02 The Oxley, Singapore 238697 not less than 72 hours before the time appointed for the Meeting.
5. Completion and return of this instrument appointing a proxy or proxies shall not preclude a member from attending and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy, to the Meeting.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor or by his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy or proxies, failing which the instrument may be treated as invalid.
7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act, Cap. 50.
8. The Company shall be entitled to reject an instrument appointing a proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument appointing a proxy or proxies (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument appointing a proxy or proxies if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

*1<sup>st</sup> fold*

*Do not staple. Glue all sides firmly.*

Please  
Affix  
Postage  
Stamp

**The Group Company Secretary  
SP CORPORATION LIMITED  
9 Oxley Rise  
#03-02 The Oxley  
Singapore 238697**

*2<sup>nd</sup> fold*