



## CITY DEVELOPMENTS LIMITED

(Co. Reg. No. 196300316Z)  
(Incorporated in the Republic of Singapore)

### ARRANGEMENTS FOR THE 57TH ANNUAL GENERAL MEETING (“AGM”) TO BE HELD ON 24 JUNE 2020 (IN FAQ FORMAT)

#### A THE AGM

A1 Why is the Company convening the AGM during the COVID-19 pandemic?

The Company has to continue to observe its statutory and regulatory obligations. It has however availed itself of recent rules and measures that allowed for a delayed AGM in view of the pandemic. The AGM will now be convened and held by way of electronic means on Wednesday, 24 June 2020 at 3.00 p.m. (Singapore time). Please click on the hyperlink “Notice of AGM” at <https://www.cdl.com.sg/agm> for full details.

A2 Will there be a financial presentation scheduled for this AGM?

Yes, the financial presentation will be given, followed by a presentation of responses to substantial and relevant questions received from ordinary shareholders before the motion to adopt the 2019 financial statements is tabled.

#### B ATTENDANCE AT THE AGM

B1 Are shareholders able to attend the AGM in person?

No, shareholders are not allowed to attend the AGM in person, following the strict social distancing measures imposed by the Government.

B2 How can I participate in the AGM if I am not allowed to attend in person?

Ordinary shareholders, who have pre-registered to observe and/or listen to the AGM proceedings and have been authenticated following the Company’s verification process, will be provided with a unique password to access a live audio-visual webcast or a toll-free telephone number for an audio only stream of the AGM proceedings. Please refer to the FAQ on “**Accessing the live AGM proceedings**” below at paragraph E.

**B3** How can I ask questions about the Annual Report 2019 if I am not allowed to attend the AGM in person?

Ordinary shareholders can submit questions relating to the Annual Report 2019 to a dedicated email or mailing address in advance of the AGM. Please refer to the FAQ on “Questions from ordinary shareholders” below at paragraph C for more details.

**B4** What if the COVID-19 situation improves before the day of the AGM? Will shareholders be allowed to attend the AGM in person at that point?

Unfortunately, the Company needs to prepare for the AGM logistics based on circumstances prevailing as at the latest practicable time before the issue of its Notice of AGM. Hence, shareholders will not be able to attend in person even if the situation improves by the AGM date.

## **C QUESTIONS FROM ORDINARY SHAREHOLDERS**

**C1** I have questions on the Annual Report 2019. How can I communicate my questions?

You can submit your question(s) relating to the Annual Report 2019 and resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:

- (a) By email to [agm2020@cdl.com.sg](mailto:agm2020@cdl.com.sg); or
- (b) By post to City Developments Limited, Corporate Secretariat, 9 Raffles Place #12-01 Republic Plaza, Singapore 048619.

All questions must be submitted and reach us by 3.00 p.m. on 21 June 2020.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit questions by mail, shareholders are strongly encouraged to submit your questions via email. We wish to highlight that the Company will address only substantial and relevant questions, primarily relating to the Annual Report 2019 and the other AGM agenda items set out in the Notice of AGM.

**C2** Do I need to identify myself when posing questions (email or by mail) to the Company?

Yes, please provide:

- your full name as it appears on your CDP/CPF/SRS/Scrip share records;
- your address;
- number of ordinary shares held; and
- the manner in which you hold the ordinary shares in the Company (e.g., via CDP, CPF or SRS, or scrip based).

We regret that we will not be able to answer your questions if we are unable to verify your shareholder status.

C3 Is there a cut-off date for sending in questions (via email or mail)?

Yes, all questions must reach us by 3.00 p.m. on 21 June 2020. We regret that we are unable to address questions received after the cut-off time and date.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit questions by mail, shareholders are strongly encouraged to submit your questions via email to [agm2020@cdl.com.sg](mailto:agm2020@cdl.com.sg).

C4 How do I know if my questions are answered?

Responses to these substantial and relevant questions will be published on the Company's website at <https://www.cdl.com.sg/agm> and will also be made available on SGX website at the URL <https://www.sgx.com/securities/company-announcements> by 24 June 2020. If time permits, the Company will address some of the key questions during the AGM. The minutes of the AGM will be posted on the Company's website and announced through the SGXNET within one month from the date of the AGM.

## **D PRE-REGISTRATION FOR THE LIVE AUDIO-VISUAL WEBCAST OR AUDIO ONLY LIVE STREAM OF AGM PROCEEDINGS**

D1 When can I start to pre-register for the live AGM proceedings?

You can start your pre-registration from 9.00 a.m. on 2 June 2020.

D2 Is there a closing date for pre-registration?

Yes, please complete your pre-registration before 3.00 p.m. on 21 June 2020. We regret that only shareholders who have pre-registered before the closing date and whose shareholding status have been verified, will be allowed access to the live AGM proceedings.

D3 Who can pre-register for the live audio-visual webcast or audio-only streaming of the AGM proceedings?

Only shareholders, whose names appear on the Company's Ordinary Register of Members/CDP Depository Register/CPF and SRS agent bank's lists as at 21 June 2020, can pre-register for the live AGM proceedings. Registrations that do not meet this requirement will be rejected during the verification stage.

D4 Can I pre-register my representative for the live AGM proceedings?

No. Only shareholders whose names appear on the Company's Ordinary Register of Members/CDP Depository Register/CPF and SRS agent bank's lists as at 21 June 2020 can pre-register for the live AGM proceedings. Registrations that do not meet this requirement will be rejected during the verification stage.

D5 How do I pre-register for the live AGM proceedings?

**How To Register?**

You will need to take the following steps:

- Step 1 : Go to the pre-registration website at <https://www.cdl.com.sg/agm2020>
- Step 2 : Click on the “Register for Audio-Visual” button if you wish to watch and listen to a live video feed of the AGM proceedings; OR  
Click on the “Register for Audio Only” button if you wish to phone in and only listen to the AGM proceedings.
- Step 3 : Complete the information required on registration page and click “Preview”.
- Step 4 : Review your input and ensure it is accurate before clicking “Submit”.
- Step 5 : After you click “Submit”, an acknowledgement of your registration will appear on the registration page, followed by an acknowledgement sent to your email address.
- Step 6(a) : Following verification that you are an ordinary shareholder of City Developments Limited, an email will be sent to you by 12.00 noon on 22 June 2020 with your login credentials and the link to access the audio-visual or audio-only stream.
- Step 6(b) : If we are unable to verify that you are an ordinary shareholder on our records, you will receive an email by 12.00 noon on 22 June 2020 to notify you that we are unable to verify your shareholder status.
- Step 7 : On the day of the AGM (24 June 2020), you will need to log in to the audio-visual or dial in to the toll-free telephone number to listen to the audio-only stream.

**Notes:**

1. If you do not receive an email acknowledgement after your registration, please check your spam/junk email folder. If the email acknowledgment cannot be found in your inbox as well as your spam/junk email folder, it means your pre-registration is not successful. Please try again.
2. Shareholders who hold ordinary shares through a relevant intermediary as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (e.g. nominee companies) are not able to pre-register online. Please contact your respective relevant intermediaries for assistance.
3. The login credentials and the link to access the audio-visual or audio only stream will be sent upon verification of your shareholder status 72 hours before the AGM.
4. Once you have been verified as a shareholder, an email (Confirmation Email) will be sent to you by 12.00 p.m. on 22 June 2020 with your login password and the link to access the live audio visual webcast or toll-free telephone number and conference code to call for the audio-only stream. Shareholders who do not

receive the Confirmation Email by 12.00 noon on 22 June 2020, but have registered by the 21 June 2020 deadline should contact our Share Registrar, M & C Services Private Limited, at +65 6228 0508 or +65 6228 0518 between 12.00 noon and 7.00 p.m. on 22 June 2020 or between 9.00 a.m. and 12.00 noon on 23 June 2020.

**D6** What information do I need to provide for the pre-registration?

You will need to provide the following mandatory information:

- Name as per CDP/CPF/SRS/Scrip-based records
- Email Address
- Shareholding type (How your CDL shares are held)
- NRIC or Passport Number

For Joint account holders, please register both names. However, only one NRIC/Passport number and email address is required.

**D7** When will I receive the login credentials for the live audio-visual webcast or audio-only live stream?

Authenticated shareholders will receive a Confirmation Email by 12.00 noon on 22 June 2020. The email will contain:

- Log-in password and a URL link to view the live webcast (for those who opted for audio-visual at pre-registration)
- A toll-free telephone number and conference code to access the audio-only stream (for those who opted for live audio-only stream at pre-registration)

Shareholders who do not receive the Confirmation Email by 12.00 noon on 22 June 2020, but have registered by the 21 June 2020 deadline should contact our Share Registrar, M & C Services Private Limited, at +65 6228 0508 or +65 6228 0518 between 12.00 noon and 7.00 p.m. on 22 June 2020 or between 9.00 a.m. and 12.00 noon on 23 June 2020.

**D8** If I hold shares via a securities sub-account in a depository agent (e.g. a nominee company), can I register for the live AGM proceedings?

We regret that you will not be able to register for the AGM's live audio-visual webcast or audio-only stream.

Please contact the relevant intermediary through which you hold such shares as soon as possible in order to make the necessary arrangements for access to the live AGM proceedings.

D9 I am a relevant intermediary as defined in Section 181 of the Companies Act, Chapter 50 of Singapore. How do I register my beneficial shareholders for the live AGM proceedings?

Please email [GPD@mncsingapore.com](mailto:GPD@mncsingapore.com) immediately for a copy of the Excel template for completion. Upon receipt of this Excel template, please input your list of beneficial shareholders' details into the respective fields and return the completed template to [GPD@mncsingapore.com](mailto:GPD@mncsingapore.com) latest by 3.00 p.m. on 21 June 2020.

A confirmation email containing the log-in password and URL link to view the live audio-visual webcast or toll-free telephone number and conference code to call for the audio-only stream (depending on the preferred option) will be emailed to each beneficial shareholder by 12.00 p.m. on 22 June 2020.

## E ACCESSING THE LIVE AGM PROCEEDINGS

E1 I have received the confirmation email. What should I do next?

The AGM commences at 3.00 p.m. sharp on 24 June 2020.

### Audio-visual option

- For ordinary shareholders who have opted for the audio-visual live webcast, you may access the URL link indicated in your confirmation letter from 2.50 p.m. onwards.
- Key in your unique password when prompted.
- The AGM will commence at 3.00 p.m.

### Audio-only option

- Call the toll-free telephone number indicated on your confirmation email and the conference code when prompted to do so.
- Specify your name clearly when prompted.
- The telephone line will be open from 2.50 p.m. onwards. You will be put on hold until the AGM commences at 3.00 p.m. sharp.

E2 Can I watch the live audio-visual webcast from my mobile phone?

Yes, you can watch the live audio-visual webcast from any device as long as

- Your browser is HTML5-compatible (e.g. Microsoft Edge, Chrome, Firefox, Safari)
- You have a stable WIFI connection or LAN connection
- You have a connection speed of at least 1.8mbps to watch the webcast in 480p or a connection speed of at least 2.5mbps to watch the webcast in 720p

E3 Can I ask questions during the live audio-visual webcast or through the audio- only stream?

Both the live audio-visual webcast and audio-only stream allow you to view/listen to the AGM proceedings respectively. There is no online interaction which will allow shareholders to ask questions during the AGM proceedings.

All questions must be submitted to the dedicated email address at [agm2020@cdl.com.sg](mailto:agm2020@cdl.com.sg) by 21 June 2020. Please refer to the FAQ on “**Questions from ordinary shareholders**” above at paragraph C.

## F VOTING ON THE RESOLUTIONS TABLED FOR APPROVAL AT THE AGM

F1 Since I am not able to attend the AGM, how can I exercise my votes?

Ordinary shareholders who watch/listen to the live AGM proceedings will not be able to vote online. Ordinary shareholders (whether an individual or a corporate) who wish to vote on the resolutions to be tabled for approval at the AGM must complete the proxy form to appoint the Chairman of the Meeting as their proxy to vote on their behalf.

Where ordinary shareholders (whether an individual or a corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of each resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for any resolution without specific instructions will be treated as invalid.

F2 Where can I find the proxy form?

Please access the Company’s website at <https://www.cdl.com.sg/agm> and click on the hyperlink “Proxy Form” under the caption “57th Annual General Meeting” to download the proxy form.

F3 Can I email or post my completed proxy form?

You may do so either way.

For ordinary shareholders who wish to post the proxy form, please print the proxy form and post the completed proxy form using the self-addressed envelope attached to the proxy form.

Alternatively, please email the completed scanned or downloaded copy to our Share Registrar, M & C Services Private Limited at [GPD@mncsingapore.com](mailto:GPD@mncsingapore.com).

Completed proxy forms sent by post or email must reach our Share Registrar by 3.00 p.m. on 21 June 2020. We regret that incomplete or incorrectly completed proxy forms will be rejected.

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 by email.

F4 In view of the COVID-19 situation, is there flexibility in accepting proxy forms that are submitted late?

We regret that proxy forms received after 3.00 p.m. on 21 June 2020 will be rejected.

F5 My shares are held through a relevant intermediary as defined in Section 181 of the Companies Act, Chapter 50 of Singapore. How do I exercise my votes?

Please approach your relevant intermediary as soon as possible to inform them of your voting instructions.

F6 My shares are held through a CPF/SRS agent bank. How can I exercise my votes?

Please approach your agent bank before **5.00 p.m. on 12 June 2020** and liaise with them regarding the exercise of your votes.

F7 I am a CPF/SRS agent bank and I have been approached by CPF/SRS investors who wish to exercise their votes on their shares. What do I need to do?

Please collate all the votes from your CPF/SRS investors and complete the proxy form appointing the Chairman of the Meeting as proxy to vote in accordance with the CPF/SRS investors' instructions.

Ensure you complete the proxy form indicating your CPF/SRS investors' **specific instructions as to voting, or abstentions from voting**, in respect of each resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for any resolution without specific instructions will be treated as invalid.

Please print the proxy form and post the completed proxy form using the self-addressed envelope attached to the proxy form.

Alternatively, please email the completed scanned or downloaded copy to our Share Registrar, M & C Services Private Limited at [GPD@mncsingapore.com](mailto:GPD@mncsingapore.com).

Completed proxy forms sent by post or email must reach our Share Registrar by 3.00 p.m. on 21 June 2020. We regret that incomplete or incorrectly completed proxy forms will be rejected.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult to submit completed proxy forms by post, you are strongly encouraged to submit completed proxy forms by email