



Second Chance Properties Ltd
(Company Registration No. 198103193M)

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING:-

- (A) ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD ON 30 DECEMBER 2020 BY ELECTRONIC MEANS**
 - (B) ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING**
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1. INTRODUCTION

The Board of Directors (the “**Board**”) of Second Chance Properties Ltd (the “**Company**”) refer to:-

- a) the Notice of Annual General Meeting issued on 8 December 2020 (the “**AGM Notice**”) to convene the Annual General Meeting for financial year 2020 of the Company (the “**AGM**”) to be held on 30 December 2020 at 11:00 a.m.;
- b) the Notice of Extraordinary General Meeting issued on 8 December 2020 (the “**EGM Notice**”) to convene the Extraordinary General Meeting of the Company (the “**EGM**”) to be held on 30 December 2020 at 12.00 p.m. (or such time immediately following the conclusion or adjournment of the AGM of the Company to be held at 11:00 a.m. on the same day);
- c) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 (“**COVID-19 Act**”) which enables the Minister for Law by order to prescribe alternative arrangements for companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- d) the COVID-19 Act (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (“**COVID-19 Order**”) which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- e) the COVID-19 Act (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 3) Order 2020, which extended the application of alternative arrangements in respect of, *inter alia*, general meetings of companies in the COVID-19 Order up to 30 June 2021.

This announcement is circulated with and forms part of the AGM Notice and EGM Notice in respect of the AGM and EGM. The AGM Notice and the EGM Notice will also be available on the Company’s website at the URL www.secondchance.com.sg.

In light of the above developments and the evolving COVID-19 situation, the Board wishes to inform shareholders of the Company (“**Shareholders**”) that the Company will conduct the AGM and EGM by way of electronic means pursuant to First Schedule of the COVID-19 Order.

2. NO PHYSICAL ATTENDANCE AT THE AGM AND EGM

Alternative arrangements have been put in place to allow Shareholders to participate at the AGM and EGM by watching proceedings through a “live” webcast via his/her/its mobile phones, tablets or computer or listening to the AGM and EGM proceedings via “live” audio feed via telephone. Shareholders who pre-register to watch the “live” webcast or listen to the “live” audio feed may also submit questions related to the resolutions to be tabled for approval at the AGM and EGM, and Shareholders who wish to exercise their voting rights may do so by voting by proxy at the AGM and EGM. Please see paragraphs 3, 4 and, 5 below for the alternative arrangements.

Please note that no physical meeting will be held for this forthcoming AGM and EGM.

3. REGISTRATION TO ATTEND THE AGM AND EGM REMOTELY

A Shareholder who wishes to watch the “live” webcast or listen to the “live” audio feed must pre-register by 11.00 a.m. on 27 December 2020 (“**Registration Cut-Off Date**”) (being 72 hours before the time fixed for the AGM), at the URL <https://agm.conveneagm.com/secondchance>. A Shareholder will be required to provide their full name, NRIC/Passport No./Company Registration No. and address for verification purposes.

Upon successful registration, authenticated Shareholders will receive an email confirmation by 28 December 2020 with their user log-in details, access password and the link to access the “live” webcast and/or telephone number for “live” audio feed of the AGM and EGM proceedings.

A Shareholder who does not receive any email by 5.00 p.m. on 28 December 2020, but who have registered by the Registration Cut-Off Date, should contact the Company at the following email address: contact@secondchance.com.sg.

4. SUBMISSION OF PROXY FORMS

Voting at the AGM and EGM is by proxy ONLY.

A Shareholder will not be able to vote online on the resolutions to be tabled for approval at the AGM and EGM. If a Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM and EGM, he/she/it must each submit an instrument of proxy to appoint the Chairman of the AGM/EGM as their proxy to attend, speak and vote on their respective behalves at the AGM and EGM. A Shareholder (whether individual or corporate) appointing the Chairman of the AGM/EGM as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the instrument of proxy, failing which the appointment for that resolution will be treated as invalid.

The instrument of proxy, together with the letter or power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, must:

- If sent personally or by post, be lodged at the registered office of the Company at 845 Geylang Road, #04-22 Tanjong Katong Complex, Singapore 400845; or
- If by email, be received by the Company at contact@secondchance.com.sg.

In either case, by 11.00 a.m. on 27 December 2020 (being 72 hours before the time fixed for the AGM and EGM), and in default the instrument of proxy shall not be treated as valid.

The Company shall be entitled to reject the instrument appointing the Chairman of the AGM/EGM as proxy if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instruments of the appointor specified in the instrument appointing the Chairman of the AGM/EGM as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM/EGM as proxy lodged if the Shareholder, 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 AGM and EGM, as certified by The Central Depository (Pte) Limited to the Company.

The Company apologises for any inconvenience caused and seek the understanding and cooperation of all Shareholders to minimise the risk of community spread of the COVID-19. The Company, Group, officers and employees shall have no liability whatsoever to Shareholders, their proxies, corporate representatives or any other attendees arising out of or in connection with any of them being infected or suspected of being infected with COVID-19 or suffering any losses arising out of or in connection with attendance at the AGM of the Company and/or the Company taking precautionary measures at the Company's discretion in response to the COVID-19 situation.

Persons, who would have been able to be appointed as proxies by relevant intermediaries under Section 181(1C) of the Companies Act, such as Central Provident Fund Investment Scheme ("CPF Investors") and Supplementary Retirement Scheme ("SRS Investors") (as may be applicable) and wishes to appoint the Chairman of the AGM/EGM as their proxy should approach their respective relevant intermediaries (e.g. CPF/SRS Approved Nominees such as CPF Agent Banks or SRS Operators), to submit their votes at least seven (7) working days before the AGM and EGM (i.e. by 11.00 a.m. on 17 December 2020).

5. PRIOR SUBMISSION OF QUESTIONS

Please note that Shareholders will not be able to ask questions during the Live AGM and EGM Webcast.

A Shareholder who pre-registers to watch the "live" webcast or listen to the "live" audio feed may also submit questions related to the resolutions to be tabled for approval for the AGM and EGM. To do so, all questions must be submitted by 11.00 a.m. on 27 December 2020 (being 72 hours before the time fixed for the AGM and EGM):

- Via the pre-registration website at the URL <https://agm.conveneagm.com/secondchance>;
- In hard copy by sending personally or by post and lodging the same at the registered office of the Company at 845 Geylang Road, #04-22 Tanjong Katong Complex, Singapore 400845; or
- By email to the Company at contact@secondchance.com.sg.

Shareholders will need to identify themselves when posing questions by email or by mail by providing the following details:

- (a) the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS share records;
- (b) the Shareholder's NRIC/Passport/UEN number;
- (c) the Shareholder's contact number and email address; and
- (d) the manner in which the Shareholder holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval for the AGM and EGM either before the AGM and EGM on SGXNet and the Company's website at the URL www.secondchance.com.sg or during the AGM and EGM, in accordance with the COVID-19 Order Guidance.

6. DOCUMENTS FOR THE AGM AND EGM

Documents relating to the business of the AGM and EGM, which comprise the Company's annual report for the financial year ended 31 August 2020 (the "**Annual Report**"), AGM Notice and the accompanying proxy form for the AGM as well as the Circular to Shareholders, EGM Notice and the accompanying proxy form for the EGM will be accessed by electronic means via publication on (i) the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's website at the URL www.secondchance.com.sg.

The AGM Notice together with its proxy form and the EGM Notice together with its proxy form as well as the request form will be sent to Shareholders by post on 8 December 2020.

If you wish to receive a printed copy of the Annual Report and Circular to Shareholders, please complete and return the request form to the Company's Share Registrar office by no later than 16 December 2020.

7. OTHERS

As the COVID-19 pandemic continues to evolve, further measures and/or changes to the AGM and EGM arrangements may be made on short notice in the ensuing days, even up to the day of the AGM and EGM. Please check the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>; or the Company's website at the URL www.secondchance.com.sg for updates.

Should Shareholders have any questions on the alternative arrangements that has not been addressed above, you are advised to forward your questions to contact@secondchance.com.sg. The Company will endeavor to provide the answers in a timely manner but the Company seeks your understanding if there are any delays.

The Company seeks the understanding and cooperation of all shareholders in enabling the Company to hold the AGM and EGM with the optimum safe distancing measures to minimise the risk of community spread of COVID-19.

8. FURTHER INFORMATION

Shareholders who watch/listen to the AGM and EGM proceedings are reminded that the AGM and EGM are private. Invitation to shareholder to attend the AGM and EGM via "live" webcast or "live" audio feed shall not be forwarded to anyone who is not a shareholder of the Company or who is not authorised to attend the AGM and EGM. **RECORDING OF THE AGM AND EGM PROCEEDINGS** in whatever form is also **STRICTLY PROHIBITED**.

The Company seeks shareholders' patience and understanding during the AGM and EGM proceedings in the event of any technical disruptions.

By Order of the Board

Mohamed Salleh s/o Kadir Mohideen Saibu Maricar
Founder & CEO

8 December 2020