**SOUTHERN PACKAGING GROUP LIMITED**
(Company Registration No.: 200313312N)
(Incorporated in Singapore on 30 December 2003)

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**ALTERNATIVE ARRANGEMENTS FOR THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 29 JUNE 2020**

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## 1. INTRODUCTION

The Board of Directors (the "**Board**") of Southern Packaging Group Limited (the "**Company**") refers to:

(a) the Company's announcement dated 16 March 2020 on the approval for extension of time to hold the Company's annual general meeting ("**AGM**") for financial year ended 31 December 2019;

(b) Part 4 of the COVID-19 (Temporary Measures) Act 2020 (Act) published on 7 April 2020 ("**Covid-19 Act**") and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 published on 13 April 2020 ("**Covid-19 Order**") in the Government Gazette which provides, among others, legal certainty for alternative arrangements to enable issuers to hold general meetings where personal attendance is provided for in written law or certain legal instruments; and

(c) the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (as updated on 27 April 2020) which included a checklist to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place.

## 2. DATE, TIME AND CONDUCT OF AGM

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 its AGM on **29 June 2020 at 12.00 p.m.** (Singapore time) by way of electronic means pursuant to the First Schedule of the Covid-19 Order.

## 3. DOCUMENTS

In line with the provisions under the Covid-19 Order, no printed copies of the Notice of AGM, Proxy Form and Annual Report will be despatched to Shareholders.

The Notice of AGM, Proxy Form and Annual Report have been uploaded today on the SGX website at the URL https://www.sgx.com/securities/company-announcements are also available on the Company's website at http://www.southern-packaging.com/en/about.aspx.

## 4. NO PERSONAL ATTENDANCE AT THE AGM

Due to the current Covid-19 restriction orders in Singapore, Shareholders will **NOT** be able to attend the AGM in person. Shareholders will also not be able to vote online on the resolutions to be tabled for approval at the AGM.

## 5. ALTERNATIVE ARRANGEMENTS FOR PARTICIPATION AT THE AGM

The Company has made the following alternative arrangements for Shareholders to participate at the AGM:

(a) observing or listening to the proceedings of the AGM contemporaneously via a "live" webcast of the AGM ("**Live Webcast**") where Shareholders may choose to stream both audio and visual or audio-only;

(b) submitting questions, if any, in advance of the AGM; and/or

(c) voting on their behalf at the AGM, by appointing the Chairman of the AGM as proxy.

**Details of the steps for pre-registration, pre-submission of questions and submission of proxy forms are set out in paragraphs 8 to 10 below.**

## 6. PERSONS WHO HOLD SHARES THROUGH RELEVANT INTERMEDIARIES

(a) Persons holding shares in the Company through the Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS investors**") who wish to participate in the AGM by (i) observing or listening to the AGM proceedings contemporaneously via Live Webcast; and (ii) submitting questions in advance of the AGM, should follow the steps for pre-registration and pre-submission of questions set out in paragraph 8 and 10 below. However, CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions **by 12.00 p.m. on 17 June 2020**, being seven (7) working days before the date of the AGM.

(b) Investors holding shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (other than CPF/SRS investors) who wish to participate in the AGM by (i) observing or listening to the AGM proceedings contemporaneously via Live Webcast; (ii) submitting questions in advance of the AGM; and/or (iii) appointing the Chairman as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

## 7. RECORD AND PAYMENT DATES FOR FIRST AND FINAL DIVIDEND

Subject to the approval of Shareholders of the Company at the forthcoming AGM, a first and final tax exempt (one-tier) dividend ("**First and Final Dividend**") of 0.25 Singapore cents per ordinary share in the capital of the Company for the financial year ended 31 December 2019 will be paid. The Share Transfer Books and Register of Members of the Company will be closed on 13 July 2020 for the purpose of determining the entitlement of Shareholders to the First and Final Dividend. Duly completed registrable transfers of ordinary shares of the Company received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, up to 5.00 p.m. on 10 July 2020 will be registered to determine Shareholders' entitlements to the First and Final Dividend. Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company at 5.00 p.m. on 10 July 2020 will be entitled to the proposed First and Final Dividend. Payment of the First and Final Dividend, if approved by Shareholders, will be made on 24 July 2020.

Please see below details of the aforesaid alternative arrangements for Shareholders' participation at the AGM.

## 8. LIVE WEBCAST

(a) Shareholders and CPF/SRS investors who wish to watch or listen to the proceedings of the AGM via Live Webcast will need to register online **by 12 p.m., 27 June 2020** at https://agm.conveneagm.com/southernpackaginggroupagm2020 by submitting their full name, NRIC/FIN/Passport Number, contact number, email address and shareholding type to enable the Company to verify the Shareholder's status.

(b) Following the verification, authenticated Shareholders and CPF/SRS investors will receive an email on their authentication status and will be able to access the Live Webcast of the proceedings of the AGM.

(c) Shareholders and CPF/SRS investors who register **by 12.00 p.m., 27 June 2020** but do not receive an email response by **12.00 p.m., 28 June 2020** should contact our share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at srs.teamd@boardroomlimited.com for assistance with the details such as their full name, NRIC/FIN/Passport Number, contact number, email address and shareholding type. Please note that only Shareholders and CPF/SRS Investors who can be authenticated by Company's Share Registrar will be allowed for the Live Webcast.

(d) Investors holding shares through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register at https://agm.conveneagm.com/southernpackaginggroupagm2020 for the Live Webcast. If they wish to watch or listen to the proceedings of the AGM via Live Webcast, they should approach their respective relevant intermediaries through which they hold shares as soon as possible in order for the necessary arrangements to be made for their participation in the Live Webcast of the AGM.

(e) Shareholders are reminded that the AGM proceedings are private. Instructions on access to the Live Webcast of the AGM proceedings should therefore not be shared with anyone who is not a shareholder of the Company or otherwise not authorised to attend the AGM. Recording of the Live Webcast in whatever form is also strictly prohibited. This is also to avoid any technical disruptions or overload to the Live Webcast.

## 9. SUBMISSION OF PROXY FORMS

(a) **Voting at the AGM is by proxy ONLY. Please note that Shareholders (whether individual or corporate) will not be able to vote through the Live Webcast and can only vote with their proxy forms which are required to be submitted in accordance with the following paragraphs.**

(b) Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the AGM as their proxy to vote on their behalf by completing the proxy form in accordance with the instructions on the proxy form. Shareholders must specifically indicate how they wish to vote for or vote against (or abstain from voting on) in respect of a resolution set out in the proxy form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

(c) The proxy form, must be submitted in the following manner:

(i) if submitted by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623; or

(ii) if submitted electronically, be submitted via email to the Company's Share Registrar at srs.teamd@boardroomlimited.com,

in either case, by **12.00 p.m. on 27 June 2020**.

(d) A member who wishes to submit an instrument of proxy 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.

(e) **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.**

(f) CPF/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 **12.00 p.m. on 17 June 2020**. All other Investors holding shares through relevant intermediaries (other than CPF/SRS investors) who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.

**10. SUBMISSION OF QUESTIONS**

(a) **Shareholders will NOT be able to ask questions during the AGM via Live Webcast, and therefore it is important for Shareholders to submit their questions in advance of the AGM.**

(b) Shareholders or CPF/SRS Investors may submit questions related to the resolutions to be tabled for approval at the AGM by **5.30 p.m. on 22 June 2020** via the following means:

(i) via the pre-registration website at https://agm.conveneagm.com/southernpackaginggroupagm2020; or

(ii) by email to the Company's share registrar's email at srs.teamd@boardroomlimited.com.

(c) When submitting any questions via email, Shareholders must also provide the Company with their full name, NRIC/FIN/Passport Number, contact number and email address. Contact numbers provided will help the Company to reach out more easily if clarification is required.

(d) Investors holding shares through relevant intermediaries (other than CPF/SRS investors) will not be able to submit questions related to the resolutions to be tabled for approval at the AGM directly and should approach their respective relevant intermediaries through which they hold shares as soon as possible in order for the necessary arrangements to be made for them to submit questions in advance of the AGM.

(e) The Company will endeavour to address the substantial and relevant questions from Shareholders relating to the agenda of the AGM prior to, or during the AGM through Live Webcast. Answers to substantial and relevant questions will be published on SGX website.

(f) The Company will publish the minutes of the AGM on the SGX website, and the minutes will include the responses to substantial and relevant questions from Shareholders.

In view of the evolving Covid-19 situation, the Company reserves the right to take such further precautionary measures and/or changes to the Company's AGM alternative arrangement as may be appropriate up to the date of the AGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of Covid-19. Shareholders should continually check for announcements by the Company for updates (if any) on the AGM via the SGX website at the URL https://www.sgx.com/securities/company-announcements.

The Company 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 situation.

**BY ORDER OF THE BOARD**

**PAN SHUN MING**
Executive Chairman and Chief Executive Officer
5 June 2020