

ANNUAL GENERAL MEETING TO BE HELD ON MAY 21, 2020

Singapore, April 29, 2020 –

1. **Background.** Sembcorp Industries Ltd (“**Sembcorp**” or the “**Company**”) refers to:
 - (a) its announcement of April 3, 2020 stating that the Annual General Meeting (“**AGM**”) originally scheduled for April 22, 2020 would be deferred as a result of a series of announcements by the Ministry of Health and SGX RegCo (together with ACRA and MAS) on the COVID-19 situation and related safe distancing measures;
 - (b) its announcement of April 14, 2020 on the automatic time extension of 60 days provided by SGX RegCo and ACRA to issuers with financial year-ends on or before 31 March 2020 to hold their annual general meetings;
 - (c) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on April 7, 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; and
 - (d) 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 was gazetted on April 13, 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
2. **Date, time and conduct of AGM.** Sembcorp is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Thursday, May 21, 2020 at 10.00 a.m.** (Singapore time).

Our Chairman, Mr Ang Kong Hua, and our Group President & CEO, Mr Neil McGregor, 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 will also be made available on the SGX website¹. There will not be printed copies of these documents sent to shareholders.
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 attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the Appendix to this announcement.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold Sembcorp shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including 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;

¹ The Notice of AGM and proxy form may be accessed on our corporate website at the URL <https://www.sembcorp.com/en/investor-relations/annual-general-meeting/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

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

(c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM,

should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) 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 2019 and Letter to Shareholders.** The Annual Report 2019 and the Letter to Shareholders dated April 29, 2020 (in relation to the proposed renewal of the mandate for interested person transactions, the proposed renewal of the share purchase mandate and the proposed adoption of the Sembcorp Industries Performance Share Plan 2020 and the Sembcorp Industries Restricted Share Plan 2020) have been published on our corporate website, and may be accessed at the URL

<https://www.sembcorp.com/en/investor-relations/annual-general-meeting/> as follows:

(a) the Annual Report 2019 may be accessed by clicking on the hyperlink for “Annual Report 2019” under “Downloads & Links”; and

(b) the Letter to Shareholders dated April 29, 2020 may be accessed by clicking on the hyperlink for “Letter to Shareholders” under “Downloads & Links”.

8. **Record and payment dates for final dividend.** The Register of Members and Share Transfer Books of the Company will be closed on May 28, 2020 to determine members’ entitlements to the proposed dividend. Duly completed transfers of shares received by the Company’s Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01 Singapore 068902, up to 5.00 p.m. on May 27, 2020 (the “**Record Date**”) will be registered to determine members’ entitlements to the proposed dividend. Subject as aforesaid, members whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 p.m. on the Record Date will be entitled to the proposed dividend. The proposed dividend, if approved by members at the AGM, will be paid on June 3, 2020.

9. **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
3.00 p.m. on April 30, 2020 (Thursday)	Shareholders may begin to pre-register at https://www.sembcorp.com/en/investor-relations/annual-general-meeting/ for live audio-visual webcast / live audio-only stream of the AGM proceedings
5.00 p.m. on May 11, 2020 (Monday)	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.
10.00 a.m. on May 18, 2020 (Monday)	Deadline for shareholders to: <ul style="list-style-type: none"> • pre-register for live audio-visual webcast / live audio-only stream of the AGM proceedings; • submit questions in advance; and • submit proxy forms
12.00 p.m. on May 20, 2020 (Wednesday)	Authenticated shareholders will receive an email which will contain user ID and password details, as well as the link to access the live audio-visual webcast and a toll-free telephone number and conference code to access the live audio-only stream of the AGM proceedings (the “ Confirmation Email ”). Shareholders who do not receive the Confirmation Email by 12.00 p.m. on May 20, 2020 , but have registered by the May 18, 2020 deadline should contact our Share Registrar, M & C Services Private Limited, at +65 6228 0506 before 7.00 pm on May 20, 2020 or between 8.00 am to 9.00 am on May 21, 2020.

Date and time of AGM - 10.00 a.m. on May 21, 2020 (Thursday)	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the AGM proceedings; or • Call the toll-free telephone number and enter the conference code in the Confirmation Email to access the live audio-only stream of the AGM proceedings
5.00 p.m. on May 27, 2020 (Wednesday)	Record date for determining entitlements to final dividend, subject to shareholders' approval at the AGM
June 3, 2020 (Wednesday)	Payment date for final dividend, subject to shareholders' approval at the AGM

10. **Further information.** For more information, shareholders can refer to the FAQs on our corporate website at the URL <https://www.sembcorp.com/en/investor-relations/faq>, or email us at <mailto:investorrelations@sembcorp.com>.

11. **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 at the URL <https://www.sembcorp.com/en/investor-relations/annual-general-meeting/> for the latest updates on the status of the AGM.

Sembcorp 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

Kwong Sook May
Company Secretary
April 29, 2020

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 attend, speak and 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>Shareholders must pre-register at the pre-registration website at https://www.sembcorp.com/en/investor-relations/annual-general-meeting/ from 3.00 p.m. on April 30, 2020 till 10.00 a.m. on May 18, 2020 to enable Sembcorp to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders will receive an email by 12.00 p.m. on May 20, 2020. The email will contain user ID and password details as well as the link to access the live audio-visual webcast and a toll-free telephone number and conference code to access the live audio-only stream of the AGM proceedings.</p> <p>Shareholders who do not receive an email by 12.00 p.m. on May 20, 2020, but have registered by the May 18, 2020 deadline should contact our Share Registrar, M & C Services Private Limited, at +65 6228 0506 before 7.00 p.m. on May 20, 2020 or between 8.00 a.m. to 9.00 a.m. on May 21, 2020.</p>
2.	Submit questions in advance	<p>Shareholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and</p>

No.	Steps	Details
		<p>therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. 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 the following manner:</p> <p>(a)Via pre-registration website. Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website at the URL https://www.sembcorp.com/en/investor-relations/annual-general-meeting/. Pre-registration commences from 3.00 p.m. on April 30, 2020.</p> <p>(b)By post. Shareholders may also submit their questions by post to the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902. When sending in your questions by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> • your full name; • your address; and • the manner in which you hold shares in Sembcorp (e.g., via CDP, CPF or SRS). <p>Deadline to submit questions. All questions must be submitted by 10.00 a.m. on May 18, 2020.</p> <p>Addressing questions. We will endeavour to address substantial and relevant questions received from shareholders during the AGM through live audio-visual</p>

No.	Steps	Details
		<p>webcast and live audio-only stream. If we are unable to address all substantial and relevant questions at the AGM, we may choose to publish our responses to questions on our corporate website and on SGXNet prior to the AGM.</p> <p>Minutes of AGM. 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.	<p>Submit proxy forms to vote</p>	<p>Appointment of Chairman of the Meeting as proxy. 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 must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p>Specific voting instructions to be given. Where shareholders (whether individual or 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 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> <p>Submission of proxy forms. Proxy forms must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or</p>

No.	Steps	Details
		<p>(b) if submitted electronically, be submitted via email to the Company's Share Registrar at mailto:gpe@mncsingapore.com,</p> <p>in either case, by 10.00 a.m. on May 18, 2020.</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>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.</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 5.00 p.m. on May 11, 2020.</p>