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## **EXTRAORDINARY GENERAL MEETING TO BE HELD ON 11 AUGUST 2020**

*Unless otherwise defined, all capitalised terms shall bear the same meanings ascribed to them in the Circular (as defined below).*

**Singapore, 22 July 2020 –**

1. **Background.** Sembcorp Industries Ltd ("**SCI**" or the "**Company**") refers to:
  - 1.1 the Company's announcements dated 8 June 2020 in relation to the Proposed Distribution and the Distribution Resolution;
  - 1.2 the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 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
  - 1.3 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 13 April 2020 and was 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.
2. **Date, time and conduct of SCI EGM.** The Company is pleased to announce that the Company has today issued a circular to shareholders of the Company ("**SCI Shareholders**") dated 22 July 2020 (the "**Circular**") setting out further information on the Proposed Distribution and the Distribution Resolution. The purpose of the Circular

is to provide SCI Shareholders with information pertaining to, and to seek SCI Shareholders' approval at an extraordinary general meeting of the Company (the "**SCI EGM**") for the Proposed Distribution. Pursuant to the Order, the SCI EGM will be convened and held by way of electronic means, on **Tuesday, 11 August 2020 at 11.30 a.m.** (Singapore time).

The Company's Chairman, Mr Ang Kong Hua, and Group President & CEO, Mr Wong Kim Yin, will conduct the proceedings of the SCI EGM. Substantial and relevant questions which SCI Shareholders have submitted in advance will be responded to at the SCI EGM, or prior to the SCI EGM via the Company's website and SGXNET.

3. **Circular, Notice and Proxy Form.** Printed copies of the Circular, the notice of the SCI EGM (the "**Notice**") and the Proxy Form will be sent to SCI Shareholders and may also be accessed at the Company's website and will also be made available on the Singapore Exchange Limited ("**SGX**") website<sup>1</sup>.
4. **No personal attendance at the SCI EGM.** Due to the current COVID-19 situation in Singapore, **SCI Shareholders will not be allowed to attend the SCI EGM in person.**
5. **Alternative arrangements for participation at the SCI EGM.** SCI Shareholders may participate at the SCI EGM by:
  - (i) observing and / or listening to the SCI EGM proceedings via live audio-visual webcast or live audio-only stream;
  - (ii) submitting questions in advance of the SCI EGM; and
  - (iii) appointing the Chairman of the SCI EGM as proxy to attend, speak and vote on their behalf at the SCI EGM, if such SCI Shareholder wishes to exercise his / her / its voting rights at the SCI EGM.

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

6. **Persons who hold SCI Shares through relevant intermediaries.** Persons who hold ordinary shares of the Company ("**SCI Shares**") through relevant intermediaries (as

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<sup>1</sup> The Circular, the Notice and the Proxy Form may be accessed at the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

defined in section 181 of the Companies Act, Chapter 50 of Singapore), including CPFIS Members and SRS Investors, and who wish to participate in the SCI EGM by:

- (i) observing and / or listening to the SCI EGM proceedings via live audio-visual webcast or live audio-only stream;
- (ii) submitting questions in advance of the SCI EGM; and / or
- (iii) appointing the Chairman of the SCI EGM as proxy to attend, speak and vote on their behalf at the SCI EGM, if such SCI Shareholder wishes to exercise his / her / its voting rights at the SCI EGM,

should contact the relevant intermediary (which would include, in the case of CPFIS Members and SRS Investors, their respective CPF agent banks and SRS Approved Banks) through which they hold such SCI Shares as soon as possible in order for the necessary arrangements to be made for their participation in the SCI EGM.

7. **Key dates / deadlines.** In summary, the key dates / deadlines which SCI Shareholders should take note of are set out in the table below:

Key dates	Actions
<b>10.00 a.m. on 23 July 2020 (Thursday)</b>	SCI Shareholders may begin to pre-register at <a href="https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting">https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting</a> for live audio-visual webcast / live audio-only stream of the SCI EGM proceedings.
<b>11.30 a.m. on 5 August 2020 (Wednesday)</b>	Deadline for CPFIS Members or SRS Investors who wish to appoint the Chairman of the SCI EGM as proxy to approach their respective CPF agent banks or SRS Approved Banks to submit their votes.
<b>11.30 a.m. on 8 August 2020 (Saturday)</b>	Deadline for SCI Shareholders to: <ul style="list-style-type: none"> <li>• pre-register for live audio-visual webcast / live audio-only stream of the SCI EGM proceedings;</li> </ul>

Key dates	Actions
	<ul style="list-style-type: none"> <li>• submit questions in advance; and</li> <li>• submit Proxy Forms.</li> </ul>
<p><b>12.00 p.m. on 10 August 2020 (Monday)</b></p>	<p>Authenticated SCI 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 SCI EGM proceedings (the <b>“Confirmation Email”</b>).</p> <p>SCI Shareholders who do not receive the Confirmation Email by 12.00 p.m. on 10 August 2020, but have registered by the 8 August 2020 deadline should contact the Company’s Share Registrar, M &amp; C Services Private Limited, at <b>+65 6228 0506</b> before 5.00 p.m. on 10 August 2020 or between 9.30 a.m. to 10.30 a.m. on 11 August 2020.</p>
<p><b>Date and time of SCI EGM - 11.30 a.m. on 11 August 2020 (Tuesday)</b></p>	<ul style="list-style-type: none"> <li>• Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the SCI EGM proceedings; or</li> <li>• Call the toll-free telephone number and enter the conference code in the Confirmation Email to access the live audio-only stream of the SCI EGM proceedings.</li> </ul>

8. **Further information.** For more information, SCI Shareholders can refer to the FAQs on the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting>, email the Company at [investorrelations@sembcorp.com](mailto:investorrelations@sembcorp.com) or call DBS Bank Ltd.'s hotline number at +65 6878 2150 (during office hours only from 9.00 a.m. to 6.00 p.m., Monday to Friday).
  
9. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the SCI EGM at short notice. SCI Shareholders should check at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting> for the latest updates on the status of the SCI EGM.

The Company would like to thank all SCI Shareholders for their patience and co-operation in enabling the Company to hold the SCI EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

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

Kwong Sook May  
Company Secretary  
22 July 2020  
Singapore

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Neither the content of the Company's website nor any website accessible by hyperlinks on the Company's website is incorporated in, or forms part of, this announcement.

## APPENDIX

### Steps for pre-registration, pre-submission of questions and voting at the SCI EGM

SCI Shareholders will be able to observe and / or listen to the SCI EGM 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 SCI EGM and vote by appointing the Chairman of the SCI EGM as proxy to attend, speak and vote on their behalf at the SCI EGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	<b>Pre-registration</b>	<p><b>SCI Shareholders must pre-register at the pre-registration website at <a href="https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting">https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting</a> from 10.00 a.m. on 23 July 2020 till 11.30 a.m. on 8 August 2020 to enable the Company to verify their status as SCI Shareholders.</b></p> <p>Following the verification, authenticated SCI Shareholders will receive an email by 12.00 p.m. on 10 August 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 SCI EGM proceedings.</p> <p>SCI Shareholders who do not receive an email by 12.00 p.m. on 10 August 2020, but have registered by the 8 August 2020 deadline should contact the Company's Share Registrar, M &amp; C Services Private Limited, at <b>+65 6228 0506</b></p>

No.	Steps	Details
		before 5.00 p.m. on 10 August 2020 or between 9.30 a.m. to 10.30 a.m. on 11 August 2020.
2.	<b>Submit questions in advance</b>	<p><b>SCI Shareholders will not be able to ask questions at the SCI EGM live during the webcast or audio-stream, and therefore it is important for SCI Shareholders to pre-register and submit their questions in advance of the SCI EGM.</b></p> <p><b>Submission of questions.</b> SCI Shareholders can submit questions related to the resolutions to be tabled for approval at the SCI EGM to the Chairman of the SCI EGM, in advance of the SCI EGM, in the following manner:</p> <p><b>(a) Via pre-registration website.</b> SCI Shareholders who pre-register to observe and / or listen to the SCI EGM proceedings may submit their questions via the pre-registration website at <a href="https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting">https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting</a>. Pre-registration commences from 10.00 a.m. on 23 July 2020.</p> <p><b>(b) By post.</b> SCI Shareholders may also submit their questions by post to the Company's Share Registrar, M &amp; C Private Limited, at 112 Robinson Road, #05-01, Singapore 068902. When sending in your questions by post, please also provide the following details:</p>



No.	Steps	Details
		<ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold SCI Shares (e.g., via CDP, CPF or SRS).</li> </ul> <p><b>Deadline to submit questions.</b> All questions must be submitted, and must be received by the Company or the Company's Share Registrar (as the case may be), no later than 11.30 a.m. on 8 August 2020.</p> <p><b>Addressing questions.</b> The Company will endeavour to address substantial and relevant questions received from SCI Shareholders. Substantial and relevant questions which SCI Shareholders have submitted in advance by the stipulated deadline will be responded to at the SCI EGM, or prior to the SCI EGM via the Company's website and SGXNET.</p> <p><b>Minutes of SCI EGM.</b> The Company will publish the minutes of the SCI EGM on the Company's website and on SGXNET within one month after the SCI EGM, and the minutes will include the substantial and relevant questions from SCI Shareholders and the Company's responses.</p>
3.	<b>Submit Proxy Forms to vote</b>	<b>Appointment of Chairman of the SCI EGM as proxy.</b> SCI Shareholders (whether individual or corporate) who pre-register to observe and / or listen to the SCI EGM proceedings and wish to vote on the resolutions to be tabled at the SCI

No.	Steps	Details
		<p>EGM must appoint the Chairman of the SCI EGM as their proxy to attend, speak and vote on their behalf at the SCI EGM, in accordance with the instructions on the Proxy Form.</p> <p><b>Specific voting instructions to be given.</b> Where SCI Shareholders (whether individual or corporate) appoint the Chairman of the SCI EGM 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 SCI EGM as proxy for that resolution will be treated as invalid.</p> <p><b>Submission of Proxy Forms.</b> 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 &amp; C Private Limited, at 112 Robinson Road, #05-01, Singapore 068902; or</p> <p>(b) if submitted electronically, be submitted via email to the Company's Share Registrar at <a href="mailto:gpe@mncsingapore.com">gpe@mncsingapore.com</a>,</p> <p>and in either case, received by the Company's Share Registrar no later than <b>11.30 a.m. on 8 August 2020.</b></p> <p>An SCI Shareholder who wishes to submit a Proxy Form must first download (where necessary) and complete the Proxy Form, before (i) signing the</p>

No.	Steps	Details
		<p>Proxy Form and submitting it by post to the address provided above, (ii) signing and scanning the Proxy Form and sending it by email to the email address provided above, or (iii) attaching his / her / its electronic signature to the Proxy Form and sending it by email to the email address provided above.</p> <p><b>In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for SCI Shareholders to submit completed Proxy Forms by post, SCI Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.</b></p> <p>CPFIS Members or SRS Investors who wish to appoint the Chairman of the SCI EGM as proxy should approach their respective CPF agent banks or SRS Approved Banks to submit their votes by <b>11.30 a.m. on 5 August 2020.</b></p>