



## **HOTEL PROPERTIES LIMITED (Reg No: 198000348Z)**

### **ADDITIONAL INFORMATION ON ANNUAL GENERAL MEETING (“AGM”) TO BE HELD ON FRIDAY APRIL 28, 2023 at 4.00 P.M. BY ELECTRONIC MEANS**

1. **Background.** Hotel Properties Limited (“HPL” or the “Company”) refers to:
  - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to convene, hold or conduct general meetings;
  - (b) 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 sets out the alternative arrangements in respect of, inter alia, general meetings of companies; and
  - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. **Date, time and conduct of AGM.** HPL is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Friday, April 28, 2023 at 4.00 p.m.** (Singapore time).
3. **Annual Report 2022, Letter to Shareholders, Notice of AGM and Proxy Form.** The Annual Report 2022, Letter to Shareholders, Notice of AGM and Proxy Form will be published on our corporate website at <https://www.hotelprop.com.sg> and on the SGX website at <https://www.sgx.com/securities/company-announcements>. Printed copies of these documents will NOT be despatched to shareholders.
4. **No physical attendance at AGM.** Pursuant to the Order, the AGM of the Company will be held by electronic means as part of the Company’s efforts to minimize physical interactions and COVID-19 transmission risk. Shareholders will not be allowed to attend the AGM in person and no Shareholders or their corporate representatives will be admitted.
5. **Alternative arrangements for participation at the AGM.** To keep physical interactions and COVID-19 transmission risk to a minimum, alternative arrangements have been put in place to allow Shareholders to participate at the AGM by:
  - (A) attending the AGM via electronic only means (including arrangements by which the AGM can be accessed via “live” webcast or “live” audio feed);
  - (B) submitting questions in advance of, or live at, the AGM, and addressing of substantial and relevant questions in advance of, or live at, the AGM; and
  - (C) voting at the AGM (i) live by the Shareholders themselves or their duly appointed proxy(ies) (other than the Chairman of the AGM) via electronic means; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.



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### 6. Pre-Registration to Observe and/or Listen to the AGM Proceedings

Shareholders must pre-register themselves, or, where applicable, their appointed proxy(ies) (other than the Chairman of the AGM), at the pre-registration website at <https://go.lumiengage.com/HPL2023> from now till April 26, 2023 at 4.00 p.m. (“**Registration Deadline**”) to enable the Company to verify their status as Shareholders.

Following the verification, authenticated Shareholders will receive an email by 4.00 p.m. on April 27, 2023 (**the “Confirmation Email”**) containing login credentials and instructions to access the live audio-visual webcast or audio-only of the AGM proceedings. Shareholders who do not receive an email by 4.00 p.m. on 27 April 2023, but have registered by 4.00 p.m. on April 26, 2023, should contact our webcast service provider at [bcasmeetings@boardroomlimited.com](mailto:bcasmeetings@boardroomlimited.com) or +65 6536 5355 for assistance.

Persons who hold shares through relevant intermediaries, including CPF and SRS investors, and who wish to participate in the AGM should approach their respective relevant intermediaries at least seven (7) working days before the AGM (by 4.00 p.m. on April 18, 2023) in order for necessary arrangements to be made for their participation in the AGM.

### 7. Submitting Questions in Advance of, or Live at, the AGM

#### (i) Submission of questions in advance of the AGM

Shareholders may submit substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM in advance of the AGM. Such questions must be received by the Company no later than **4.00 p.m. on April 14, 2023**, and can be submitted in either of the following manner:

- Via the pre-registration website at <https://go.lumiengage.com/HPL2023>
- Via email to [AGM2023@hotelprop.com.sg](mailto:AGM2023@hotelprop.com.sg)
- By post to reach the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., of 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

To ensure that Shareholders’ substantial and relevant questions are received by the company by the stipulated deadline, Shareholders are strongly encouraged to submit their questions via the pre-registration website and/or via email.

For verification purpose, when submitting any questions via email or by post, Shareholders **MUST** provide the Company with the following particulars for verification purposes:-

- full name (for individuals) / company name (for corporations),
- email address, contact number,
- number of shares held
- the manner in which you hold shares in the Company (e.g. via CDP, CPF/SRS or scrip).

The Company will endeavour to address substantial and relevant questions received from shareholders in the above manner, if any, by publishing our responses on our corporate website and on SGXNet prior to the AGM.

#### (ii) Submission of questions “live” at the AGM

All Shareholders, or where applicable, their appointed proxy(ies), who have pre-registered for the AGM may also ask the Chairman of the AGM substantial and relevant questions relating to the Resolutions to be tabled at the AGM for approval, “live” at the AGM, by typing in and submitting their questions through the "Messaging" Tab via the audio-visual platform. Shareholders will not be able to ask questions live at the AGM via the audio-only stream of the AGM proceedings.

The Company will endeavour to address the substantial and relevant questions, if any, during the AGM.



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### 8. Vote Live, or Appoint Proxy(ies) to Vote, at the AGM

Shareholders who wish to exercise their voting rights at the AGM may:

- (i) (where such Shareholders are individuals) vote live via electronic means at the AGM;
- (ii) (where such Shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the AGM) to vote live via electronic means at the AGM on their behalf; or
- (iii) (where such Shareholders are individuals or corporates) appoint the Chairman of the AGM as their proxy to vote on their behalf at the AGM.

#### Vote Live at the AGM

Shareholders, who wish to vote live via electronic means at the AGM must first pre-register themselves at the pre-registration website at <https://go.lumiengage.com/HPL2023> "Live" voting will be conducted during the AGM. It is important for Shareholders and proxies to have their own web-browser enabled devices ready for voting during the AGM. Examples of web-browser enabled devices include mobile smartphones, laptops, tablets or desktop computers with internet capabilities.

Shareholders, or where applicable, their appointed proxy(ies) must access the AGM proceedings via the "live" webcast in order to vote live at the AGM and will not be able to do so via the "live" audio feed of the AGM proceedings. Instructions will be provided at the start of the AGM on how to vote.

#### Appointment of Proxy(ies)

- (i) Shareholders who wish to appoint proxies (other than the Chairman of the AGM) to attend the AGM and vote "live" at the AGM on their behalf must do both of the following:
  - (A) complete and submit the Proxy Form in accordance with the instructions below; and
  - (B) pre-register the proxy(ies) at the pre-registration website by the Registration Deadline at <https://go.lumiengage.com/HPL2023> by April 26, 2023 at 4.00 p.m.
- (ii) As an alternative to "live" voting, Shareholders may also vote at the AGM by appointing the Chairman as proxy to vote on their behalf in respect of all the Shares held by them.

If a Shareholder wishes to appoint a proxy or proxies (including the Chairman) to vote at the AGM on their behalf, duly completed Proxy Forms must be submitted to the Company in the following manner:

- a. if submitted by post, be deposited at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- b. if submitted electronically, be submitted via email to [AGM2023@hotelprop.com.sg](mailto:AGM2023@hotelprop.com.sg)

in either case, by **4.00 p.m. on April 26, 2023** (being 48 hours before the time fixed for holding of the AGM). Shareholders may download the Proxy Form from SGXNET at the URL <http://www.sgx.com/securities/company-announcements>

A Shareholder who wishes to submit the Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and submitting it by email to the email address provided above. **Shareholders are strongly encouraged to submit completed proxy forms electronically via email.**



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In the Proxy Form, the Shareholder should specifically direct the proxy on how he/she is to vote for or vote against (or abstain from voting on) the Resolutions to be tabled at the AGM. If no specific direction as to voting is given, the proxy (including the Chairman of the AGM if he/she is appointed as proxy) will vote or abstain from voting at his/her discretion.

In view of section 81SJ(4) of the Securities and Futures Act 2001, a depositor shall not be regarded as a Shareholder entitled to attend the AGM and to speak and vote thereat unless his/her name appears in the depository register maintained by the CDP at least seventy-two (72) hours before the AGM. Any Shareholder who is holding his/her shares via the CDP but whose name is not registered with the CDP seventy-two (72) hours before the AGM will not be entitled to attend and vote at the AGM. Accordingly, even if such Shareholder deposits his/her proxy form seventy-two (72) hours before the AGM, the proxy(ies) (including the Chairman of the AGM) will not be entitled to vote on his/her behalf at the AGM, and the Company may reject any such instrument appointing the proxy.

A Shareholder (who is not a Relevant Intermediary) entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote on his/her/its behalf. A proxy need not be a Shareholder. Where a Shareholder appoints two proxies, the appointments shall be invalid unless he/she/it specifies the number of Shares or proportion of his/her/its shareholding to be represented by each proxy.

A Shareholder, who is a Relevant Intermediary is entitled to appoint more than two proxies to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints two or more proxies, the appointments shall be invalid unless such Shareholder specifies the number of Shares to be represented by each proxy.

### **Voting by Investors Holding Shares through Relevant Intermediaries (including CPF/SRS Investors)**

Investors holding Shares through Relevant Intermediaries (including CPF/SRS investors) may exercise their votes in the following manner:

- (i) vote "live" at the AGM, if they are appointed as proxies by their respective Relevant Intermediaries (including CPF agent banks and SRS operators); or
- (ii) specify their voting instructions to/arrange for their votes to be submitted by their respective Relevant Intermediaries (including CPF agent banks and SRS operators).

Investors holding Shares through Relevant Intermediaries should not make use of the Proxy Form. Only investors holding Shares through Relevant Intermediaries that have been duly appointed as proxies by their respective Relevant Intermediary may vote "live" at the AGM.

CPF/SRS investors who wish to exercise their votes should approach their respective CPF agent bank/SRS operator at least seven working days before the AGM.



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### **9. Voting Results**

An independent scrutineer will be appointed by the Company to direct and supervise the counting and validation of all valid votes cast through “live” voting and through Proxy Forms received as of the above-mentioned deadline. The voting results will be announced during the AGM (and displayed onscreen for the “live” webcast) in respect of the resolutions put to the vote at the AGM. The Company will also issue an announcement on SGXNET on the results of all the resolutions put to vote at the AGM.

The Company would like to thank all shareholders for their patience and co-operation in enabling the Company to continue to hold its AGM by way of electronic means to keep physical interactions and COVID-19 transmission risk to a minimum.

For and on behalf of  
Hotel Properties Limited

April 6, 2023