
NOTICE OF EXTRAORDINARY GENERAL MEETING



COMFORTDELGRO CORPORATION LIMITED

(Company Registration Number: 200300002K)

(Incorporated in the Republic of Singapore)

All capitalised terms used in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular dated 18 August 2022 to the shareholders of the Company.

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of ComfortDelGro Corporation Limited (the "**Company**") will be held on Friday, 2 September 2022 at 10.00 a.m. by physical and electronic means at:

**AUDITORIUM
COMFORTDELGRO HEADQUARTERS
205 BRADDELL ROAD
SINGAPORE 579701**

The EGM is for the purpose of considering and, if thought fit, passing with or without modifications the following resolution, which will be proposed as an ordinary resolution:

ORDINARY RESOLUTION – THE PROPOSED APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE COMPANY

THAT:

- (1) approval be and is hereby given for the appointment of Ernst & Young LLP as auditors of the Company with effect from the date of Shareholders' approval of this ordinary resolution and to hold office until the conclusion of the next AGM (the "**Appointment**");
- (2) the Directors be and are hereby authorised to fix the terms of the engagement and remuneration of Ernst & Young LLP; and
- (3) the Directors and/or any of them be and are further authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the Appointment authorised by this ordinary resolution.

**BY ORDER OF THE BOARD
COMFORTDELGRO CORPORATION LIMITED**

Angeline Joyce Lee Siang Pohr
Company Secretary
Singapore

18 August 2022

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NOTES

1. A proxy need not be a member of the Company. The Chairman of the Meeting, as proxy, need not be a member of the Company.
2. Where a member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding to be represented by each proxy, failing which the nomination shall be deemed to be alternative.
3. A member who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than two (2) proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different share or shares held by each member. Where such member appoints two (2) proxies or more, the appointments shall be invalid unless the member specifies the number of shares in relation to which each proxy has been appointed.

"Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore, and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
4. Investors holding shares under the Central Provident Fund Investment Schemes ("**CPF Investors**") and/or Supplementary Retirement Scheme ("**SRS Investors**") who wish to vote at the EGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the EGM (i.e., by 10.00 a.m. on Wednesday, 24 August 2022). CPF/SRS Investors should contact their respective agent banks for any queries they may have with regard to the appointment of proxy for the EGM.
 5. The instrument appointing a proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, must be submitted in the following manner:
 - (a) If submitted by post, be deposited at the Company's registered office at 205 Braddell Road, Singapore 579701; or
 - (b) If submitted by electronic mail, be sent to **egm2022@comfortdelgro.com**; or
 - (c) If submitted electronically, be lodged at the Company's EGM pre-registration website, **www.conveneagm.sg/CDG_EGM2022**,

in each case, by 10.00 a.m. on Tuesday, 30 August 2022 being not less than seventy-two (72) hours before the time appointed for the holding of the EGM.

6. In the case of shares entered in the Depository Register, the Company may reject any instrument appointing proxy lodged if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM (i.e., by 10.00 a.m. on Tuesday, 30 August 2022), as certified by The Central Depository (Pte) Limited to the Company.
7. A corporation which is a member of the Company may authorise by resolutions of its directors or other governing body, such person as it thinks fit to act as its representative at the meeting.

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8. The instrument appointing a proxy must be signed by the appointor or his/her attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.

IMPORTANT INFORMATION

The EGM is being convened and will be held physically pursuant to the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 ("**Physical Meeting**") and by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 ("**Virtual Meeting**").

Shareholders of the Company ("**Shareholders**") shall take note of the following arrangements for the conduct of the EGM on Friday, 2 September 2022 at 10.00 a.m.:

1. **Attendance**

Due to the COVID-19 situation, the Company may restrict the number of attendees at the Physical Meeting to such number as the Directors may determine in compliance with the prevailing Ministry of Health ("**MOH**") advisory.

The pre-registration procedures are set out below.

Virtual Meeting

Proceedings of the EGM will be broadcasted through live audio visual and audio-only feeds ("**Live Webcast**").

All Shareholders who wish to follow the proceedings of the EGM must pre-register online at the URL: www.conveneagm.sg/CDG_EGM2022 for verification purposes by 10.00 a.m. on Tuesday, 30 August 2022 being not less than seventy-two (72) hours before the time appointed for the holding of the EGM.

Shareholders who are appointing proxy(ies) ("**Proxy(ies)**") to attend the Virtual Meeting should inform his/her Proxy(ies) to pre-register at the URL: www.conveneagm.sg/CDG_EGM2022 not less than seventy-two (72) hours before the time appointed for the holding of the EGM (i.e., by 10.00 a.m. on Tuesday, 30 August 2022), failing which the appointment shall be invalid.

Following verification, the Company will provide verified Shareholders and Proxy(ies) with a confirmation email by Wednesday, 31 August 2022 ("**Confirmation Email for Virtual Meeting**") via the email address provided during the pre-registration or as indicated in the Proxy Form to access the Live Webcast to watch the live feed of the EGM proceedings via the log-in credentials created during the pre-registration or log-in with their SingPass account.

Please use the registered identification credentials to access the Live Webcast. Shareholders must not forward the above-mentioned link to other persons who are not Shareholders and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the Live Webcast.

Shareholders who have registered by 10.00 a.m. on Tuesday, 30 August 2022 but have not received the Confirmation Email for Virtual Meeting by Wednesday, 31 August 2022, please email to IR@comfortdelgro.com.

If you have any queries on the Live Webcast, please email to IR@comfortdelgro.com or support@conveneagm.com or call the telephone number +65 6856 7330.

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Physical Meeting

Please pre-register for verification purposes by 10.00 a.m. on Tuesday, 30 August 2022 at the URL: www.conveneagm.sg/CDG_EGM2022 and indicate your interest to attend the EGM physically at the EGM Venue.

Due to the restriction on the number of attendees at the EGM Venue, the Company reserves the right to select verified Shareholders who have indicated their interest to attend the EGM physically during pre-registration.

Shareholders who are appointing Proxy(ies) to attend the Physical Meeting on his/her behalf should inform his/her Proxy(ies) to pre-register and specify his/her/their intention to attend the Physical Meeting at the URL: www.conveneagm.sg/CDG_EGM2022 not less than seventy-two (72) hours before the time appointed for the holding of the EGM (i.e. by 10.00 a.m. on Tuesday, 30 August 2022), failing which the appointment shall be invalid.

Verified Shareholders and Proxy(ies) who are successful in the pre-registration to attend the Physical Meeting will receive an email by Wednesday, 31 August 2022 ("**Confirmation Email for Physical Meeting**") via the email address provided during the pre-registration or as indicated in the Proxy Form.

Verified Shareholders who are unsuccessful in the pre-registration to attend the Physical Meeting will receive a Confirmation Email for Virtual Meeting by Wednesday, 31 August 2022 to attend the Virtual Meeting by accessing the Live Webcast to watch the live feed of the EGM proceedings via the log-in credentials created during the pre-registration or via their SingPass accounts.

Shareholders who have registered by 10.00 a.m. on Tuesday, 30 August 2022 but have not received the Confirmation Email for Physical Meeting or Confirmation Email for Virtual Meeting, as the case may, be by Wednesday, 31 August 2022, please email to IR@comfortdelgro.com.

If you have any queries on the attendance at the EGM Venue, please email to IR@comfortdelgro.com.

2. Submission of Questions

- (a) **Submission of questions in advance of the EGM:** Shareholders can submit questions in advance relating to the businesses of the EGM either via:
- (i) electronic mail, to IR@comfortdelgro.com; or
 - (ii) the Company's EGM pre-registration website, www.conveneagm.sg/CDG_EGM2022.

All questions by the Shareholders must be submitted by 10.00 a.m. on Thursday, 25 August 2022, being seven (7) calendar days from the date of this Notice of the EGM.

The Company will endeavour to address questions which are substantial and relevant by 10.00 a.m. on Sunday, 28 August 2022, which is forty-eight (48) hours prior to the closing date and time for the lodgement of the proxy forms i.e. 10.00 a.m. on Tuesday, 30 August 2022.

The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNET and the Company's website and the minutes will include the responses to the questions referred to above.

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(b) **Submission of questions during the EGM:**

Virtual Meeting

Shareholders and Proxy(ies) who have pre-registered and been verified to attend the EGM proceedings via the Live Webcast will be able to ask questions relating to the agenda of the EGM during the EGM by:

- (i) Submitting text-based questions via the Live Webcast by clicking the "Ask a Question" feature and then clicking "Type Your Question" to input their queries in the questions text box.
- (ii) Clicking the "Ask a Question" feature and then clicking the "Queue for Video Call" via the Live Webcast. The relevant Shareholder or Proxy will be informed once it is appropriate for him/her to speak and can thereafter raise his/her question via audio-visual means during the EGM within a certain prescribed time limit.

Physical Meeting

Verified Shareholders and Proxy(ies) attending the Physical Meeting will be able to ask questions in person at the EGM Venue.

- (c) Where there are substantially similar questions for the Virtual Meeting and Physical Meeting, the Company will consolidate such questions. As a result, the questions received may not be addressed individually.

3. Voting

Live voting will be conducted during the EGM for Shareholders and Proxy(ies) attending the Physical Meeting or Virtual Meeting. It is important for Shareholders and Proxy(ies) to bring their own web-browser enabled devices for voting at the Physical Meeting or have their own web-browser enabled devices ready for voting during the Virtual Meeting.

Shareholders and Proxy(ies) will be required to log-in via the email address provided during the pre-registration or as indicated in the Proxy Form.

The Proxy Form for the EGM may be accessed at the Company's website at **www.comfortdelgro.com/egm2022proxyform**, or on SGXNET. The electronic proxy form is also available on the Company's EGM pre-registration site, **www.conveneagm.sg/CDG_EGM2022**.

(a) **Live Voting**

Shareholders and Proxy(ies) may cast their votes in real time for each resolution to be tabled during the EGM via the log-in credentials created during the pre-registration or via their SingPass accounts.

Shareholders and Proxy(ies) will have the opportunity to cast their votes via the live voting feature. Shareholders and Proxy(ies) must bring a web-browser enabled device in order to cast their votes.

CPF/SRS Investors who have used their CPF/SRS monies to buy the Company's shares should instead approach their respective relevant intermediary as soon as possible to specify voting instructions.

(b) **Voting via appointing the Chairman of the Meeting as proxy:**

As an alternative to the above, Shareholders may also vote at the EGM by appointing the Chairman of the Meeting as proxy to vote on their behalf. Duly completed Proxy Forms must be:

- (i) deposited at the Company's registered office at 205 Braddell Road, Singapore 579701; or
- (ii) sent via electronic mail to **egm2022@comfortdelgro.com**; or

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(iii) lodged at the Company's EGM pre-registration website, www.conveneagm.sg/CDG_EGM2022,

and submitted by 10.00 a.m. on Tuesday, 30 August 2022, being not less than seventy-two (72) hours before the time appointed for the holding of the EGM.

(c) **CPF/SRS Investors:**

CPF/SRS Investors who have used their CPF/SRS monies to buy the Company's shares should not make use of the Proxy Form and should instead approach their respective intermediary as soon as possible to specify voting instructions. CPF/SRS Investors who wish to vote should approach their respective CPF Agent Bank/SRS Operator at least seven (7) working days before the EGM (i.e., by Wednesday, 24 August 2022), to ensure that their votes are submitted.

4. Access to documents or information relating to the EGM

Copies of the following documents have been uploaded on SGXNET on Thursday, 18 August 2022 and may be accessed on SGXNET and also on the Company's website at www.comfortdelgro.com.

- (a) the Constitution of the Company;
- (b) Deloitte's Professional Clearance Letter to Ernst & Young LLP dated 21 July 2022; and
- (c) Ernst & Young LLP letter to the Company dated 21 July 2022 in respect of its consent to act as auditors of the Company.

5. Precautionary measures to minimise the risk of COVID-19

The following steps will be taken for the Shareholders and others attending the EGM to help to minimise the risk of community spread of the virus:

- (a) All attendees must comply with the prevailing guidelines on safe distancing and wearing of face masks at the EGM Venue.
- (b) Shareholders and Proxy(ies) who received the Confirmation Email for Physical Meeting but are feeling unwell on the date of the EGM are advised not to attend the Physical Meeting.
- (c) Shareholders and Proxy(ies) who received the Confirmation Email for Physical Meeting are advised to arrive at the Physical Meeting earlier, as the measures mentioned above may cause delay in the registration process.

The Company seeks the understanding and co-operation of all Shareholders to safeguard public health and safety and minimise the risk of community spread of COVID-19.

6. Filming and Photography

When a Shareholder or Proxy attends, speaks and votes at the EGM via electronic means or physically, he/she consents to his/her video and/or photographs being taken for the purpose of publication on the Company's website and publicity materials without further notification.

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FURTHER UPDATES

Shareholders should note that the manner of conducting the EGM may be subject to further changes based on the evolving COVID-19 situation, any legislative amendments and any directives or guidelines from government agencies or regulatory authorities. Any changes to the manner of conducting the EGM will be announced by the Company on SGXNET. Shareholders are advised to check SGXNET and the Company's website regularly for any further updates.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Shareholder of the Company (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the Shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Shareholder will indemnify the Company in respect of any actions, proceedings, penalties, liabilities, claims, demands, costs, expenses, losses and damages suffered or incurred by the Company as a result of the Shareholder's breach of warranty.