

## EXTRAORDINARY/ SPECIAL GENERAL MEETING::VOLUNTARY

### Issuer & Securities

#### Issuer/ Manager

COMFORTDELGRO CORPORATION LIMITED

#### Security

COMFORTDELGRO CORPORATION LTD - SG1N31909426 - C52

### Announcement Details

#### Announcement Title

Extraordinary/ Special General Meeting

#### Date & Time of Broadcast

18-Aug-2022 07:33:45

#### Status

New

#### Announcement Reference

SG220818XMET2JWM

#### Submitted By (Co./ Ind. Name)

Angeline Joyce Lee Siang Pohr

#### Designation

Company Secretary

#### Financial Year End

31/12/2022

### Event Narrative

Narrative Type	Narrative Text
Additional Text	An Extraordinary General Meeting ("EGM") of the Company for the appointment of Ernst & Young LLP as auditors of the Company and authorising the Directors to fix the terms of engagement and remuneration of Ernst & Young LLP.
Additional Text	EGM Documents attached: (1) Notice of EGM; (2) Circular to Shareholders dated 18 August 2022 (the "Circular"); (3) Proxy Form; and (4) Consent to Electronic Communications.
Additional Text	Documents referred to in the Circular are available at the following link: <a href="https://www.comfordelgro.com/egm2022documents">https://www.comfordelgro.com/egm2022documents</a>

---

## Event Dates

### Meeting Date and Time

02/09/2022 10:00:00

### Response Deadline Date

30/08/2022 10:00:00

---

## Event Venue(s)

### Place

Venue(s)	Venue details
Meeting Venue	Auditorium ComfortDelGro Corporation Limited 205 Braddell Road Singapore 579701

---

## Attachments

[ComfortDelGro - Notice of EGM.pdf](#)

[ComfortDelGro - Circular to Shareholders dated 18 August 2022.SGXNET..pdf](#)

[ComfortDelGro - 2022 EGM Proxy Form.pdf](#)

[ComfortDelGro - Consent to electronics communications.pdf](#)

Total size =286K MB

---

---

# 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

---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

## 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.

---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

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](http://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](http://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](mailto:IR@comfortdelgro.com).

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

---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

## **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](http://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](http://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](mailto:IR@comfortdelgro.com)**.

If you have any queries on the attendance at the EGM Venue, please email to **[IR@comfortdelgro.com](mailto: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](mailto:IR@comfortdelgro.com)**; or
  - (ii) the Company's EGM pre-registration website, **[www.conveneagm.sg/CDG\\_EGM2022](http://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.

---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

(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](http://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](http://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](mailto:egm2022@comfortdelgro.com)**; or

---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

(iii) lodged at the Company's EGM pre-registration website, [www.conveneagm.sg/CDG\\_EGM2022](http://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](http://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.



---

# NOTICE OF EXTRAORDINARY GENERAL MEETING

---

## **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.

---

# CIRCULAR TO SHAREHOLDERS

---

## CIRCULAR TO SHAREHOLDERS DATED 18 AUGUST 2022

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.**

**IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

If you have sold or transferred all your ordinary shares in the capital of ComfortDelGro Corporation Limited (the "**Company**"), you should immediately forward this booklet, consisting of this Circular, Notice of Extraordinary General Meeting, accompanying proxy form and consent form to the purchaser or the transferee, or to the bank, stockbroker or agent through whom the sale or the transfer was effected for onward transmission to the purchaser or the transferee.

The Singapore Exchange Securities Trading Limited (the "**SGX-ST**") assumes no responsibility for the accuracy of any of the statements made, reports contained, or opinions expressed in this Circular.



### COMFORTDELGRO CORPORATION LIMITED

(Company Registration Number: 200300002K)

(Incorporated in the Republic of Singapore)

## CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED APPOINTMENT OF NEW AUDITORS

### IMPORTANT DATES AND TIMES:

Last date and time for lodgement of Proxy Form	:	30 August 2022 at 10.00 a.m.
Date and time of Extraordinary General Meeting	:	2 September 2022 at 10.00 a.m.
Place of Extraordinary General Meeting	:	Auditorium ComfortDelGro Headquarters 205 Braddell Road Singapore 579701

---

# CIRCULAR TO SHAREHOLDERS

---

## TABLE OF CONTENTS

1. DEFINITIONS .....	3
2. INTRODUCTION .....	5
3. THE PROPOSED APPOINTMENT OF NEW AUDITORS.....	5
4. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS .....	7
5. AUDIT AND RISK COMMITTEE'S RECOMMENDATION .....	8
6. DIRECTORS' RECOMMENDATIONS .....	8
7. DIRECTORS' RESPONSIBILITY STATEMENT .....	8
8. EXTRAORDINARY GENERAL MEETING.....	8
9. ACTION TO BE TAKEN BY SHAREHOLDERS .....	9
10. ACCESS TO DOCUMENTS OR INFORMATION RELATING TO THE EGM.....	11

PROXY FORM

---

# CIRCULAR TO SHAREHOLDERS

---

## DEFINITIONS

In this Circular, the following definitions apply throughout unless the context otherwise requires or is otherwise stated:

" <b>2022 AGM</b> "	:	The AGM that was held on 29 April 2022
" <b>ACRA</b> "	:	Accounting Corporate and Regulatory Authority of Singapore
" <b>AGM</b> "	:	The annual general meeting of the Company
" <b>Ameriprise Financial Group</b> "	:	Ameriprise Financial, Inc. (together with such direct and indirect subsidiaries and intermediaries that include Pyrford International Limited, BMO Asset Management Limited and Columbia Threadneedle Investments UK International Limited)
" <b>Audit and Risk Committee</b> "	:	The Audit and Risk Committee of the Company for the time being
" <b>Board</b> "	:	The Board of Directors of the Company as at the date of this Circular or from time to time, as the case may be
" <b>CDP</b> "	:	The Central Depository (Pte) Limited
" <b>CPF Board</b> "	:	The Central Provident Fund Board
" <b>CPF Investors</b> "	:	Investors holding shares under the Central Provident Fund Investment Schemes
" <b>Circular</b> "	:	This circular to Shareholders dated 18 August 2022 in respect of the Proposed Appointment of New Auditors
" <b>Companies Act</b> "	:	The Companies Act 1967 of Singapore, as may be amended, supplemented or modified from time to time
" <b>Company</b> "	:	ComfortDelGro Corporation Limited
" <b>Confirmation Email for Virtual Meeting</b> "	:	The confirmation email provided by the Company, confirming the Shareholders' and Proxy(ies)' attendance of the EGM by virtual means
" <b>Confirmation Email for Physical Meeting</b> "	:	The confirmation email provided by the Company, confirming the Shareholders' and Proxy(ies)' attendance of the Physical Meeting
" <b>Constitution</b> "	:	The Constitution of the Company, as amended, modified or supplemented from time to time
" <b>Deloitte</b> "	:	Deloitte & Touche LLP
" <b>Director</b> "	:	A director of the Company as at the date of this Circular or from time to time, as the case may be
" <b>EGM</b> "	:	The extraordinary general meeting of the Company to be convened for the purposes of considering and, if thought fit, passing the ordinary resolution set out in the Notice of EGM
" <b>EGM Venue</b> "	:	Auditorium, ComfortDelGro Headquarters, 205 Braddell Road, Singapore 579701
" <b>Financial Year</b> "	:	The Financial Year shall be the calendar year ending on 31 December of each year.
" <b>Group</b> "	:	The Company and its subsidiaries
" <b>Latest Practicable Date</b> "	:	5 August 2022, being the latest practicable date prior to the printing of this Circular
" <b>Listing Manual</b> "	:	The Listing Manual of the SGX-ST
" <b>Live Webcast</b> "	:	The broadcast of the EGM through live audio-visual and audio-only feeds
" <b>MOH</b> "	:	Ministry of Health
" <b>Mr Toong</b> "	:	Toong Weng Sum Vincent

---

# CIRCULAR TO SHAREHOLDERS

---

## DEFINITIONS

" <b>Notice of EGM</b> "	:	The notice of the EGM
" <b>Order</b> "	:	The COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, as may be amended, supplemented or modified from time to time
" <b>Physical Meeting</b> "	:	The EGM which will be convened and held physically pursuant to the COVID-19 (Temporary Measures) (Control Order) Regulations 2020
" <b>Proposed Appointment of New Auditors</b> "	:	The proposed appointment of Ernst & Young LLP as auditors of the Company
" <b>Proxy(ies)</b> "	:	The proxies or proxy (as the case may be) appointed by the Shareholders
" <b>Proxy Form</b> "	:	The proxy form in respect of the EGM which is attached to this Circular
" <b>SRS Investors</b> "	:	The investors holding shares under the Supplementary Retirement Scheme
" <b>SFA</b> "	:	Securities and Futures Act 2001 of Singapore, as may be amended, supplemented or modified from time to time
" <b>SGX-ST</b> "	:	Singapore Exchange Securities Trading Limited
" <b>Shareholder(s)</b> "	:	The registered holders of the Shares, except that where the registered holder is CDP, the term "Shareholders" shall, in relation to such Shares and where the context admits, mean the persons named as Depositors in the Depository Register maintained by CDP whose securities accounts with CDP are credited with those Shares
" <b>Shares</b> "	:	Ordinary shares in the share capital of the Company
" <b>Virtual Meeting</b> "	:	The EGM to be held 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
" <b>%</b> " or " <b>per cent</b> "	:	Per centum or percentage

The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the meanings ascribed to them respectively in Section 81SF of the SFA.

The term "**associated company**" and "**subsidiary**" shall have the same meanings ascribed to them in the Listing Manual and the Companies Act, as the case may be.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Companies Act, the SFA or the Listing Manual, or any modification thereof and not otherwise defined in this Circular, shall have the same meaning assigned to it under the Companies Act, the SFA or the Listing Manual or any modification thereof, as the case may be.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall include corporations.

Any reference to a time of day or date in this Circular shall be a reference to Singapore time and dates, unless otherwise stated.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

Eng and Co. LLC is the legal adviser to the Company as to Singapore law in relation to the Proposed Appointment of New Auditors.

---

# CIRCULAR TO SHAREHOLDERS

---

## COMFORTDELGRO

### COMFORTDELGRO CORPORATION LIMITED

(Company Registration Number: 200300002K)

(Incorporated in the Republic of Singapore)

#### Board of Directors:

Mr. Lim Jit Poh	(Independent Non-Executive Chairman)
Mr. Yang Ban Seng	(Non-Independent Executive Director and Managing Director/Group Chief Executive Officer)
Mr. Russell Stephen Balding AO	(Independent Non-Executive Director)
Ms. Jessica Cheam	(Independent Non-Executive Director)
Mr. Choi Shing Kwok	(Independent Non-Executive Director)
Mr. Mark Christopher Greaves	(Independent Non-Executive Director)
Mr. Lee Jee Cheng Philip	(Independent Non-Executive Director)
Mr. Ooi Beng Chin	(Independent Non-Executive Director)
Ms. Sum Wai Fun Adeline	(Independent Non-Executive Director)
Ms. Tham Ee Mern Lilian	(Independent Non-Executive Director)

#### Registered Office:

205 Braddell Road  
Singapore 579701

18 August 2022

To: **The Shareholders of ComfortDelGro Corporation Limited**

Dear Sir / Madam

### THE PROPOSED APPOINTMENT OF NEW AUDITORS

#### 1. INTRODUCTION

##### 1.1 Extraordinary General Meeting ("EGM")

The Board is convening an EGM to seek Shareholders' approval in relation to the Proposed Appointment of New Auditors.

##### 1.2 Circular

The purpose of this Circular is to provide Shareholders with relevant information relating to, and to seek Shareholders' approval for, the Proposed Appointment of New Auditors. Shareholders' approval will be sought at the EGM to be held both physically at the EGM Venue and by electronic means on Friday, 2 September 2022 at 10.00 a.m., notice of which is set out in this Circular.

#### 2. THE PROPOSED APPOINTMENT OF NEW AUDITORS

##### 2.1 Background and rationale for the Proposed Appointment of New Auditors

The Company's previous auditors, Deloitte, were not successfully re-appointed as auditors of the Company as the resolution in relation to the re-appointment of Deloitte was not passed at the 2022 AGM. The Board wishes to state that Deloitte had continued to discharge their duties well and professionally throughout their tenure as auditors of the Group and express their appreciation for the past services rendered by Deloitte.

---

# CIRCULAR TO SHAREHOLDERS

---

Following the 2022 AGM, the Audit and Risk Committee had requested for and evaluated proposals from various audit firms. Following a rigorous tender process and evaluation of the various audit firms' credentials, experience, expertise in Singapore, China, Malaysia, Australia, the Republic of Ireland and the United Kingdom, audit methodology and quality control and proposed fees, the Audit and Risk Committee has determined that Ernst & Young LLP is best suited to be appointed as the new auditors of the Company. The Audit and Risk Committee has also considered Audit Quality Indicators Disclosure Framework issued by ACRA in assessing the suitability of the proposed appointment and is of the opinion that Ernst & Young LLP will be able to fulfil the audit requirements of the Group without compromising audit quality and independence.

The Board considered the Audit and Risk Committee's report of its evaluation of the shortlisted audit firms and its recommendations and was satisfied that the proposed appointment of Ernst & Young LLP as the new auditors of the Group is in the best interests of the Company.

For the information of Shareholders, the Group has paid an aggregate of S\$0.1m to Ernst & Young LLP for certain non-audit engagements over the past 3 Financial Years.

The appointment of Ernst & Young LLP as auditors of the Company will take effect upon approval of the Proposed Appointment of New Auditors by Shareholders at the EGM and, if appointed, Ernst & Young LLP will hold office until the conclusion of the next AGM.

For the purposes of Rule 715(1) of the Listing Manual, Ernst & Young LLP will be auditing the Company's Singapore-incorporated subsidiaries and significant associated companies, save for its subsidiaries and significant associated companies which are listed on the Mainboard of the SGX-ST.

For the purposes of Rule 715(2) of the Listing Manual, a suitable auditing firm will be auditing the Company's significant foreign incorporated subsidiaries and associated companies. In this regard, the relevant member firms within the international Ernst & Young Global Limited network will be auditing the Company's subsidiaries and associated companies incorporated in Australia, the Republic of Ireland and the United Kingdom. The Company's subsidiaries incorporated in Malaysia and the People's Republic of China which are not considered as significant foreign incorporated subsidiaries will continue to be audited by various local audit firms.

The Company confirms it is anticipated that there will be no change in the scope of work to be undertaken by Ernst & Young LLP as auditors of the Company compared to that of Deloitte.

## 2.2 Information on Ernst & Young LLP and the audit engagement partner

Ernst & Young LLP is the leading professional services firm in Singapore. In Singapore, they have a history of 133 years, with 224 partners and directors, as well as approximately 3,750 professional staff offering assurance, tax, strategy and transactions, and consulting services to a wide-ranging clientele base consisting of public sector organisations, as well as private sector and multinational companies. Today, Ernst & Young LLP audits more than a quarter of Singapore's public listed companies.

Ernst & Young LLP has assigned Toong Weng Sum Vincent ("**Mr Toong**") as the Company's audit engagement partner, if they are appointed. Mr Toong has more than 30 years of audit experience in Australia and Singapore and has served large public interest and multinationals companies in a diverse range of industries. These include airline, oil & gas, mining, commodity trading and insurance companies. Mr Toong graduated with a Bachelor of Economics (Accountancy) from the University of Sydney, Australia. He is a Fellow of the Institute of Singapore Chartered Accountants and Australian Society of Certified Public Accountants, as well as a Member of the Institute of Chartered Accountants of Australia and New Zealand and the Brunei Darussalam Institute of Certified Public Accountants. Further, Mr Toong has passed the two Practice Monitoring Programme reviews by ACRA and has received no adverse feedback from these exercises.

For the information of Shareholders, Mr. Toong has never served in any executive capacity in the Group nor is he considered to be an affiliate, accordingly there will be no potential conflict of auditors nor shareholder interest.

# CIRCULAR TO SHAREHOLDERS

## 2.3 Compliance with the Listing Manual

Ernst & Young LLP is a professional audit firm registered with ACRA. Ernst & Young LLP has approximately 3,750 professional staff led by 224 partners and directors in Singapore.

In recommending the appointment of Ernst & Young LLP to replace Deloitte, the Directors and the Audit and Risk Committee have taken into consideration various factors, such as, that Ernst & Young LLP has adequate resources, experience, and expertise in Australia, Republic of Ireland and the United Kingdom to handle the audit, Ernst & Young LLP's other audit engagements, the audit engagement partner assigned to the audit has the appropriate level of experience and there will be an adequate number of suitably experienced supervisory and professional staff to be assigned to the audit, having due regard to the size and complexity of the Group. For the foregoing reasons, the Directors and the Audit and Risk Committee are of the opinion that Ernst & Young LLP will be able to meet the audit requirements of the Company and Rules 712 and 715 of the Listing Manual will be complied with.

In accordance with Rule 1203(5) of the Listing Manual, the Company confirms that:

- (a) there were no disagreements with Deloitte on accounting treatments within the last twelve (12) months up to the Latest Practicable Date;
- (b) it is not aware of any circumstances connected with the Proposed Appointment of New Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Circular;
- (c) the specific reasons for the Proposed Appointment of New Auditors are disclosed in paragraph 2.1 above; and
- (d) the Company confirms that it complies with Rule 712, Rule 715 and Rule 716 of the Listing Manual in relation to the appointment of Ernst & Young LLP.

In accordance with the requirements of Rule 1203(5) of the Listing Manual, Deloitte has confirmed by way of their letter dated 21 July 2022 to the Company that it is not aware of any professional reasons why Ernst & Young LLP should not accept the appointment as the auditors of the Company.

## 3. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

The interests of the Directors and substantial Shareholders in the issued share capital of the Company as at the Latest Practicable Date, as recorded in the register of Directors' shareholdings and the register of substantial Shareholders kept by the Company, are as follows:

Director	Number of Shares			
	Direct Interest	% <sup>(1)</sup>	Deemed Interest	% <sup>(1)</sup>
Mr. Lim Jit Poh	244,425	0.01	–	–
Mr. Yang Ban Seng	512,168	0.02	18,185	0.00
Mr. Russell Stephen Balding AO	–	–	–	–
Ms. Jessica Cheam	–	–	–	–
Mr. Choi Shing Kwok	30,000	0.00	–	–
Mr. Mark Christopher Greaves	40,000	0.00	10,000	0.00
Mr. Lee Jee Cheng Philip	–	–	–	–
Mr. Ooi Beng Chin	–	–	–	–
Ms. Sum Wai Fun Adeline	240,000	0.01	–	–
Ms. Tham Ee Mern Lilian	–	–	–	–
Substantial Shareholder	Direct Interest	% <sup>(1)</sup>	Deemed Interest	% <sup>(1)</sup>
Pyrford International Limited <sup>(2)</sup>	108,770,293	5.02	–	–
Ameriprise Financial, Inc. <sup>(3)</sup>	–	–	137,104,893	6.33
Columbia Threadneedle Investments UK International Limited <sup>(3)</sup>	–	–	137,104,893	6.33



---

# CIRCULAR TO SHAREHOLDERS

---

**Notes:**

- (1) The percentage of issued share capital is calculated on the basis of 2,166,851,663 Shares, excluding 596,250 Treasury Shares, as at the Latest Practicable Date.
- (2) Pырford International Limited holds more than 5% of the voting shares in the Company. Pырford International Limited became a subsidiary of Ameriprise Financial, Inc. on 8th November 2021.
- (3) Ameriprise Financial, Inc. is a United States publicly owned company (together with such direct and indirect subsidiaries and intermediaries that include Pырford International Limited, BMO Asset Management Limited and Columbia Threadneedle Investments UK International Limited) (collectively referred to as the "Ameriprise Financial Group"). Ameriprise Financial, Inc. is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares held by the Ameriprise Financial Group. Therefore, Ameriprise Financial, Inc. has deemed interests in shares of the issuer held by the Ameriprise Financial Group.

Save as disclosed in this Circular and save for any Shares which they may hold (whether directly or indirectly), none of the Directors and/or the substantial Shareholders has any interest, direct or indirect, in the Proposed Appointment of New Auditors other than through their respective shareholdings in the Company.

## 4. AUDIT AND RISK COMMITTEE'S RECOMMENDATION

The Audit and Risk Committee recommends the appointment of Ernst & Young LLP as the auditors of the Company in place of Deloitte, after taking into account, among other things, the suitability and independence of Ernst & Young LLP to meet the audit requirements of the Group, the various factors set out in Section 2 of this Circular and compliance with the requirements of the Listing Manual. In assessing the various audit firms, the Audit and Risk Committee adopted the Audit Quality Indicators Disclosure Framework issued by ACRA.

## 5. DIRECTORS' RECOMMENDATIONS

The Directors having considered, among other things, the rationale and information relating to the Proposed Appointment of New Auditors as set out in this Circular, and the Audit and Risk Committee's recommendation, are of the opinion that the Proposed Appointment of New Auditors is in the best interests of the Company. Accordingly, the Directors recommend that Shareholders vote in favour of the ordinary resolution relating to the Proposed Appointment of New Auditors at the EGM.

## 6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Appointment of New Auditors, the Company and its subsidiaries and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

## 7. EXTRAORDINARY GENERAL MEETING

The EGM will be conducted physically at the EGM Venue and via electronic means on Friday, 2 September 2022 at 10.00 a.m., in accordance with the Order and the Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation, updated on 4 February 2022, for the purposes of, *inter alia*, considering and, if thought fit, passing with or without modifications, the ordinary resolution as set out in the Notice of EGM in relation to the Proposed Appointment of New Auditors.

---

# CIRCULAR TO SHAREHOLDERS

---

## 8. ACTION TO BE TAKEN BY SHAREHOLDERS

### **Attendance at the EGM**

Due to the COVID-19 situation, the Company will restrict the number of attendees at the Physical Meeting to such number as the Directors may determine in compliance with the prevailing MOH advisory. Shareholders may attend the meeting either in person or virtually, subject to the capacity imposed on the number of attendees at the Physical Meeting.

### **Virtual Meeting**

Shareholders will be able to attend the proceedings of the EGM through Live Webcast. In order to do so, the Shareholders must follow these steps:

- (a) All Shareholders who wish to follow the proceedings of the EGM must pre-register online at the URL: **[www.conveneagm.sg/CDG\\_EGM2022](http://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.
- (b) Shareholders who are appointing Proxy(ies) to attend the Virtual Meeting should inform his/her Proxy(ies) to pre-register at the URL: **[www.conveneagm.sg/CDG\\_EGM2022](http://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.
- (c) Following verification, the Company will provide verified Shareholders and Proxy(ies) with a Confirmation Email for Virtual Meeting by Wednesday, 31 August 2022 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.
- (d) 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](mailto:IR@comfortdelgro.com)**. If you have any queries on the Live Webcast, please email to **[IR@comfortdelgro.com](mailto:IR@comfortdelgro.com)** or **[support@conveneagm.com](mailto:support@conveneagm.com)** or call the telephone number +65 6856 7330.

### **Physical Meeting**

- (a) Shareholders who wish to attend the proceedings of the EGM physically must follow these steps:
- (b) Pre-register for verification purposes by 10.00 a.m. on Tuesday, 30 August 2022 at the URL: **[www.conveneagm.sg/CDG\\_EGM2022](http://www.conveneagm.sg/CDG_EGM2022)** and indicate interest to attend the EGM physically at the EGM Venue.
- (c) 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](http://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.
- (a) Verified Shareholders and Proxy(ies) who are successful in the pre-registration to attend the Physical Meeting will receive a Confirmation Email for Physical Meeting via the email address provided during the pre-registration or as indicated in the Proxy Form by Wednesday, 31 August 2022.
- (d) 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.

---

# CIRCULAR TO SHAREHOLDERS

---

- (e) 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**.

## **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 at least 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.

- (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.

## **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.

---

# CIRCULAR TO SHAREHOLDERS

---

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 (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.

**Other Information**

The completion and return of the Proxy Form by a Shareholder will not prevent him from attending and voting at the EGM if he subsequently wishes to do so. In such an event, the Proxy Form shall be deemed to be revoked.

A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and to speak and vote at the EGM unless he is shown to have Shares entered against his name in the Depository Register, as certified by CDP at least seventy-two (72) hours before the EGM (i.e. 10.00 a.m. on Tuesday, 30 August 2022).

**9. 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](#).

Yours faithfully,  
For and on behalf of the Board of  
**COMFORTDELGRO CORPORATION LIMITED**

Lim Jit Poh  
Chairman

18 August 2022

# PROXY FORM

## COMFORTDELGRO CORPORATION LIMITED

(Incorporated in the Republic of Singapore)  
(Co. Reg. No.: 200300002K)

### IMPORTANT

1. The Extraordinary General Meeting 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").
2. 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 advisory.
3. CPF/SRS investors who intend to exercise the voting rights attached to their ComfortDelGro Corporation Limited's shares purchased using their CPF/SRS monies are requested to contact their respective CPF/SRS Approved Nominees.
4. By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 18 August 2022.
5. Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy(ies).

I/We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport No.)  
of \_\_\_\_\_ (Address)

being a member/members of ComfortDelGro Corporation Limited (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address	Email Address		

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address	Email Address		

or failing the person, or either or both of the persons, referred to above, the Chairman of the Extraordinary General Meeting (the "EGM" or "Meeting") as my/our proxy/proxies to vote for me/us on my/our behalf at the EGM to be held at the Auditorium, ComfortDelGro Headquarters, 205 Braddell Road, Singapore 579701 on Friday, 2 September 2022 at 10.00 a.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against or abstain from the Resolution proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Meeting and at any adjournment thereof.

No.	Resolution	No. of Votes For <sup>(1)</sup>	No. of Votes Against <sup>(1)</sup>	No. of Votes Abstained <sup>(1)</sup>
<b>Ordinary Business</b>				
1.	Appointment of New Auditors and authorising the Directors to fix the terms of the engagement and remuneration of Ernst & Young LLP			

<sup>(1)</sup> If you wish to exercise all your votes "For" or "Against" or "Abstained", please tick [✓] within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Total Number of Shares Held in <sup>(Note 4)</sup> :	Number of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s) / Common Seal \_\_\_\_\_

**IMPORTANT : PLEASE READ NOTES OVERLEAF**

**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. A member should insert the total number of shares held. If the member has shares entered against his/her name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she should insert that number of shares. If the member has shares registered in his/her name in the Register of Members of the Company, he/she should insert that number of shares. If the member has shares entered against his/her name in the Depository Register and shares registered in his/her name in the Register of Members, he/she should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.
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. 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.
7. CPF or 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.
8. The Company shall be entitled to reject an instrument appointing a proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy which has been 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, as certified by The Central Depository (Pte) Limited to the Company.

Fold along this line

Affix  
postage  
stamp

THE COMPANY SECRETARY  
**COMFORTDELGRO CORPORATION LIMITED**  
205 Braddell Road  
Singapore 579701

Glue all sides firmly. Stapling and spot sealing are disallowed.

Glue all sides firmly. Stapling and spot sealing are disallowed.

This flap is for sealing. Glue all sides firmly. Stapling and spot sealing are disallowed.



---

# CONSENT TO ELECTRONIC COMMUNICATIONS

---

## COMFORTDELGRO CORPORATION LIMITED

(Incorporated in the Republic of Singapore)

(Co. Reg. No.: 200300002K)

---

Dear Shareholder,

### COMFORTDELGRO CORPORATION LIMITED (the "Company")

#### CONSENT TO ELECTRONIC COMMUNICATIONS

As part of ComfortDelGro's sustainability drive, the Company is pleased to announce the implementation of electronic communications for the purpose of sending all documents, including notices, circulars and annual reports, to shareholders, in lieu of physical copies. We encourage our shareholders to support our sustainability efforts to go green by embracing electronic communications. This notice is to seek your express consent for this purpose.

#### Action to be taken:

If you wish to receive documents sent to shareholders of the Company by electronic communications, please follow the instructions set out below:

- (a) If you wish to submit the Consent Form by post, please complete the Consent Form on the reverse side and deposit the completed Consent Form at the office of the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
- (b) if you wish to submit the Consent Form electronically,
  - (i) please complete and submit the electronic Consent Form at URL: <https://infospace.pro/cdg-consent-2022/>; or
  - (ii) please complete and submit the electronic Consent Form by scanning the QR code below:



**In each case by Friday, 30 September 2022** (the "Closing Date"). Upon successful submission and verification of your Consent Form, the Company will send all documents to shareholders in electronic form to the email address provided in your Consent Form. Please note that regardless of whether you submit your consent to electronic communications, we will not be sending the documents relating to the Extraordinary General Meeting of the Company to be held on Friday, 2 September 2022 via electronic communications.

If you do not wish to consent to electronic communications, no action is required from your side. The Company will continue to send hard copies of its documents to shareholders to your registered mailing address.

Please note that we take your privacy seriously and will only use the information you provide for the purposes of identifying you as a shareholder of the Company and for sending you electronic communications about the Company.

Thank you in advance for your cooperation.

Yours faithfully,

**COMFORTDELGRO CORPORATION LIMITED**

Angeline Joyce Lee Siang Pohr  
Company Secretary  
Singapore

18 August 2022

This page has been intentionally left blank.



---

# CONSENT TO ELECTRONIC COMMUNICATIONS

---

## CONSENT TO ELECTRONIC COMMUNICATIONS (THE "CONSENT")

I/We, the undersigned, consent to receive all documents to shareholders, including notices, circulars and annual reports, from ComfortDelGro Corporation Limited (the "**Company**") by electronic mail to my/our email below in lieu of physical copies. For the avoidance of doubt, to the extent permitted by law, the above consent is deemed to include consent to receiving email notifications that documents to shareholders, such as notices, circulars and annual reports, have been published on the Company website and/or the SGXNET website.

I/We agree to abide by the following **Terms and Conditions**:

- (a) This Consent shall remain effective for as long as I/We remain a shareholder of the Company, unless and until I/We submit a notice of change or revocation.
- (b) This Consent shall be signed by the shareholder(s) or his/her/its attorney duly authorised in writing. In the case of joint shareholders, all joint shareholders must sign this Consent.
- (c) In the case of a corporate shareholder, this Consent must be executed either under its common seal or under the hand of any of its officer or attorney duly authorised.
- (d) By submitting this Consent, I/We agree and acknowledge that the Company and/or its service provider may collect, use and disclose my/our personal data, which is submitted in this Form, or which is otherwise collected from me/us (or my/our authorised representative(s)), for the purpose of processing and effecting my/our request.
- (e) Notwithstanding my/our consent to electronic communications, I/we understand that the Company reserves the right to send communications in hard copy format in circumstances where it deems that electronic delivery is not appropriate.
- (f) This Consent shall apply to all my/our shares held in the Company.
- (g) I/We shall be responsible for keeping the Company updated with respect to my/our designated email address(es) for the purpose of receiving electronic communications from the Company.
- (h) I/We are fully aware of the risks inherent in the dissemination of documents via electronic communications and agree that I/we will not hold the Company and/or its agents liable for any failure or error arising out of or in connection with such modes of communication.
- (i) I/We further undertake to hold the Company and/or its agents harmless in the execution of my/our present instructions and undertake not to claim or take any action against the aforesaid parties and hereby irrevocably waive any rights I/we might have accordingly.

Shareholder's Particulars as per CDP records, Register of Members or CPF/SRS' Agent Banks' records	
Name:	Last 4 digits of NRIC / FIN / Passport Number or UEN for Companies:
Email:	Contact No.
Address:	
Investor's type (Please tick accordingly): <input type="checkbox"/> CDP Depositor(s) <input type="checkbox"/> Physical Scrip Shareholder(s) <input type="checkbox"/> CPF Investment Scheme/SRS	No. of Shares:

---

Signature(s)

Date:

**Postage will  
be paid by  
addressee.  
For posting  
in Singapore  
only.**

**BUSINESS REPLY SERVICE  
PERMIT NO. 07740**



**COMFORTDELGRO CORPORATION LIMITED**

c/o B.A.C.S. Private Limited  
77 Robinson Road  
#06-03 Robinson 77  
Singapore 068896

*Fold along this line*

*Glue all sides firmly. Stapling and spot sealing are disallowed.*

*Glue all sides firmly. Stapling and spot sealing are disallowed.*

*This flap is for sealing. Glue all sides firmly. Stapling and spot sealing are disallowed.*