

# NOTICE OF ANNUAL GENERAL MEETING

## SIA ENGINEERING COMPANY LIMITED

(Incorporated in the Republic of Singapore)  
Company Registration No. 198201025C

NOTICE IS HEREBY GIVEN that the 42<sup>nd</sup> Annual General Meeting of SIA Engineering Company Limited (the “**Company**”) will be held at Garden Ballroom, Level 1, Parkroyal Collection Marina Bay Singapore, 6 Raffles Boulevard, Singapore 039594 on Friday, 19 July 2024 at 10.00 a.m. to transact the following business:

### ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 31 March 2024 and the Auditors’ Report thereon.
2. To declare a final dividend of 6.0 cents per ordinary share for the financial year ended 31 March 2024.
3. To re-elect the following Directors who are retiring by rotation pursuant to Article 90 of the Constitution of the Company and who, being eligible, offer themselves for re-election as Directors pursuant to Article 91 of the Constitution of the Company:

- 3.1 Ms Chua Bin Hwee
- 3.2 Mr Goh Choon Phong
- 3.3 Mr Chin Yau Seng

*The profiles of Ms Chua, Mr Goh and Mr Chin can be found in the Board of Directors and Additional Information on Directors Seeking Re-Election sections of the Annual Report FY2023/24.*

4. To re-elect Mr Tan Kai Ping who is retiring pursuant to Article 96 of the Constitution of the Company and who, being eligible, offers himself for re-election as a Director.

*The profile of Mr Tan can be found in the Board of Directors and Additional Information on Directors Seeking Re-Election sections of the Annual Report FY2023/24.*

5. To approve Directors’ fees of up to \$1,500,000 for the financial year ending 31 March 2025 (FY2023/24: up to \$1,500,000).
6. To re-appoint KPMG LLP as the Auditors of the Company and to authorise the Directors to fix their remuneration.

### SPECIAL BUSINESS

7. To consider and if thought fit, to pass, with or without modifications, the following resolutions which will be proposed as Ordinary Resolutions:

7.1 That pursuant to Section 161 of the Companies Act 1967, authority be and is hereby given to the Directors of the Company (the “**Directors**”) to:

- (a) (i) issue shares of the Company (“**shares**”) whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

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- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 10% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
  - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
  - (ii) any subsequent bonus issue or consolidation or subdivision of shares,and, in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

7.2 That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**Chapter 9**”), for the Company, its subsidiaries and associated companies that are “entities at risk” (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of interested person transactions described in the Appendix to the Letter to Shareholders dated 20 June 2024 (the “**Letter**”) with any party who is of the class of interested persons described in the Appendix to the Letter, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions;
- (b) the approval given in paragraph (a) above (the “**IPT Mandate**”) shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and
- (c) the Directors of the Company and/or any of them be and are hereby 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 transactions contemplated and/or authorised by the IPT Mandate and/or this Resolution.

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7.3 That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the “**Companies Act**”), the exercise by the Directors of the Company (the “**Directors**”) of all the powers of the Company to purchase or otherwise acquire issued ordinary shares of the Company (“**Shares**”) not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
  - (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”); and/or
  - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buy Back Mandate**”);

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Buy Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
  - (i) the date on which the next Annual General Meeting of the Company is held;
  - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
  - (iii) the date on which purchases and acquisitions of Shares pursuant to the Share Buy Back Mandate are carried out to the full extent mandated;
- (c) in this Resolution:

“**Average Closing Price**” means the average of the last dealt prices of a Share for the five consecutive trading days on which the Shares are transacted on the SGX-ST immediately preceding the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted in accordance with the listing rules of the SGX-ST for any corporate action which occurs during the relevant five-day period and the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase;

“**date of the making of the offer**” means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from holders of Shares, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the basis set out herein) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

“**Maximum Limit**” means that number of issued Shares representing 2% of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST)); and

“**Maximum Price**”, in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall not exceed, whether pursuant to a market purchase or an off-market purchase, 105% of the Average Closing Price of the Shares; and

- (d) the Directors and/or any of them be and are hereby 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 transactions contemplated and/or authorised by this Resolution.

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7.4 That:

- (a) the SIAEC Performance Share Plan 2014 and the SIAEC Restricted Share Plan 2014 (together, the **"Existing Share Plans"**) be and are hereby terminated, provided that such termination shall be without prejudice to the rights of holders of awards outstanding under the Existing Share Plans as at the date of such termination;
- (b) a new performance share plan to be known as the "SIAEC Performance Share Plan 2024" (the **"SIAEC PSP 2024"**), the rules of which, for the purpose of identification, have been subscribed to by the Chairman of the Meeting, under which awards (**"PSP Awards"**) of fully paid-up ordinary shares, their equivalent cash value or combinations thereof will be granted, free of payment, to selected employees (including executive directors) of the Company and/or its subsidiaries, details of which are set out in the Letter to Shareholders dated 20 June 2024, be and is hereby approved;
- (c) the Directors of the Company be and are hereby authorised:
  - (i) to establish and administer the SIAEC PSP 2024; and
  - (ii) to modify and/or alter the SIAEC PSP 2024 at any time and from time to time, provided that such modification and/or alteration is effected in accordance with the provisions of the SIAEC PSP 2024, and to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the SIAEC PSP 2024; and
- (d) the Directors of the Company be and are hereby authorised to grant PSP Awards in accordance with the provisions of the SIAEC PSP 2024 and to allot and issue from time to time such number of fully paid-up ordinary shares as may be required to be delivered pursuant to the vesting of PSP Awards under the SIAEC PSP 2024, provided that:
  - (i) the aggregate number of (1) new ordinary shares allotted and issued and/or to be allotted and issued, (2) existing ordinary shares (including shares held in treasury) delivered and/or to be delivered, and (3) ordinary shares released and/or to be released in the form of cash in lieu of ordinary shares, pursuant to the SIAEC PSP 2024 and the SIAEC RSP 2024 (as defined in Resolution 7.5 below), shall not exceed 5% of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time;
  - (ii) the aggregate number of ordinary shares under PSP Awards and RSP Awards (as defined in Resolution 7.5 below) to be granted pursuant to the SIAEC PSP 2024 and the SIAEC RSP 2024 respectively during the period (the **"Relevant Year"**) commencing from this Annual General Meeting and ending on the date of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier, shall not exceed 0.5% of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time (the **"Yearly Limit"**); and
  - (iii) if the Yearly Limit is not fully utilised during the Relevant Year, any unutilised portion of the Yearly Limit may be used for the grant of PSP Awards and RSP Awards in subsequent years for the duration of the SIAEC PSP 2024 and the SIAEC RSP 2024 respectively,

and in this Resolution, "subsidiary holdings" has the meaning given to it in the Listing Manual of the Singapore Exchange Securities Trading Limited.

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7.5 That:

- (a) a new restricted share plan to be known as the “SIAEC Restricted Share Plan 2024” (the “**SIAEC RSP 2024**”), the rules of which, for the purpose of identification, have been subscribed to by the Chairman of the Meeting, under which awards (“**RSP Awards**”) of fully paid-up ordinary shares, their equivalent cash value or combinations thereof will be granted, free of payment, to selected employees (including executive directors) of the Company and/or its subsidiaries and non-executive directors of the Company, details of which are set out in the Letter to Shareholders dated 20 June 2024, be and is hereby approved;
- (b) the Directors of the Company be and are hereby authorised:
  - (i) to establish and administer the SIAEC RSP 2024; and
  - (ii) to modify and/or alter the SIAEC RSP 2024 at any time and from time to time, provided that such modification and/or alteration is effected in accordance with the provisions of the SIAEC RSP 2024, and to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the SIAEC RSP 2024; and
- (c) the Directors of the Company be and are hereby authorised to grant RSP Awards in accordance with the provisions of the SIAEC RSP 2024 and to allot and issue from time to time such number of fully paid-up ordinary shares as may be required to be delivered pursuant to the vesting of RSP Awards under the SIAEC RSP 2024, provided that:
  - (i) the aggregate number of (1) new ordinary shares allotted and issued and/or to be allotted and issued, (2) existing ordinary shares (including shares held in treasury) delivered and/or to be delivered, and (3) ordinary shares released and/or to be released in the form of cash in lieu of ordinary shares, pursuant to the SIAEC RSP 2024 and the SIAEC PSP 2024 (as defined in Resolution 7.4 above), shall not exceed 5% of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time;
  - (ii) the aggregate number of ordinary shares under PSP Awards (as defined in Resolution 7.4 above) and RSP Awards to be granted pursuant to the SIAEC PSP 2024 and the SIAEC RSP 2024 respectively during the Relevant Year (as defined in Resolution 7.4 above) shall not exceed the Yearly Limit (as defined in Resolution 7.4 above); and
  - (iii) if the Yearly Limit is not fully utilised during the Relevant Year, any unutilised portion of the Yearly Limit may be used for the grant of PSP Awards and RSP Awards in subsequent years for the duration of the SIAEC PSP 2024 and the SIAEC RSP 2024 respectively,

and in this Resolution, “subsidiary holdings” has the meaning given to it in the Listing Manual of the Singapore Exchange Securities Trading Limited.

By Order of the Board

**LU LING LING**  
Company Secretary

20 June 2024  
Singapore

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## CLOSURE OF BOOKS

**NOTICE IS HEREBY GIVEN** that, subject to the approval of shareholders being obtained at the 42<sup>nd</sup> Annual General Meeting of the Company for the payment of the final dividend (the “**Proposed Dividend**”), the Share Transfer Books and the Register of Members of the Company will be closed on 29 July 2024 for the preparation of dividend warrants.

Duly completed and stamped transfers (together with all relevant documents of or evidencing title) received by the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, up to 5.00 p.m. on 26 July 2024 will be registered to determine shareholders’ entitlements to the Proposed Dividend. Subject as aforesaid, shareholders whose Securities Accounts with The Central Depository (Pte) Limited (“**CDP**”) are credited with ordinary shares of the Company as at 5.00 p.m. on 26 July 2024 will be entitled to the Proposed Dividend. The Company will pay the Proposed Dividend to CDP, which will, in turn, distribute the entitlements to the Proposed Dividend to CDP account-holders in accordance with its normal practice.

The Proposed Dividend, if approved by shareholders, will be paid on 14 August 2024.

## EXPLANATORY NOTES:

1. In relation to Ordinary Resolution Nos. 3.1, 3.2 and 3.3, Ms Chua Bin Hwee, Mr Goh Choon Phong and Mr Chin Yau Seng will be retiring from office at the Annual General Meeting pursuant to Article 90 of the Constitution of the Company and will be standing for re-election at the Annual General Meeting. Ms Chua will, upon re-election, continue to serve as the Chairman of the Audit Committee, a member of the Executive Committee and a member of the Board Sustainability Committee. Mr Goh will, upon re-election, continue to serve as a member of the Compensation & HR Committee and a member of the Executive Committee. Mr Chin will, upon re-election, continue to serve as the Chief Executive Officer and a member of the Executive Committee, a member of the Technology Advisory Committee and a member of the Board Sustainability Committee. Ms Chua is considered an independent Director, and Mr Goh and Mr Chin are considered non-independent Directors.
2. In relation to Ordinary Resolution No. 4, Article 96 of the Constitution of the Company permits the Directors to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Any Director so appointed shall hold office only until the next following Annual General Meeting, and shall then be eligible for re-election. Mr Tan Kai Ping was appointed on 10 September 2023, and he is therefore seeking re-election at the Annual General Meeting pursuant to Article 96. Mr Tan will, upon re-election, continue to serve as a member of the Board Safety & Risk Committee, a member of the Nominating Committee and a member of the Board Working Group. Mr Tan is considered a non-independent Director.
3. Ordinary Resolution No. 5, if passed, will facilitate the payment of Directors’ fees during the financial year in which the fees are incurred, that is, during FY2024/25. The amount of Directors’ fees is computed based on the fee structure for non-executive Directors for FY2024/25 and takes into account, amongst others, the anticipated number of Board meetings for FY2024/25, assuming full attendance by all Directors, for which attendance fees (ranging from \$1,000 to \$5,000 depending on whether the Board meeting is held locally or overseas, and whether attendance is in-person or via remote means) are payable. The amount also includes an additional 4% to cater for unforeseen circumstances, for example, the appointment of additional Directors, additional unscheduled Board meetings, additional appointments to Board Committees and/or the formation of additional Board Committees. In the event that the amount proposed is insufficient, approval will be sought at the next Annual General Meeting in year 2025 for payments to meet the shortfall.

Directors’ fees due to Mr Goh Choon Phong and Mr Tan Kai Ping, who hold executive positions in Singapore Airlines Limited (“**SIA**”), the holding company of the Company, will be paid to and retained by SIA. Mr Chin Yau Seng is the Chief Executive Officer of the Company and does not receive any Directors’ fees.

4. Ordinary Resolution No. 7.1, if passed, will empower the Directors to issue shares, make or grant instruments convertible into shares and to issue shares pursuant to such instruments up to a number not exceeding 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) with a sub-limit of 10% for issues other than on a *pro rata* basis. The 10% sub-limit for non-*pro rata* issues is lower than the 20% sub-limit allowed under the Listing Manual of the Singapore Exchange Securities Trading Limited. The Directors believe that the lower sub-limit of 10% would sufficiently address the Company’s present need



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to maintain flexibility while taking into account shareholders' concerns against dilution. For the purpose of determining the aggregate number of shares which may be issued, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible instruments or share options or vesting of share awards which were issued and are outstanding at the time this Ordinary Resolution is passed; and (b) any subsequent bonus issue or consolidation or subdivision of shares. For the avoidance of doubt, shareholders' approval will be required for any consolidation or subdivision of shares. As at 27 May 2024, the Company had 2,227,514<sup>1</sup> treasury shares and no subsidiary holdings.

5. Ordinary Resolution No. 7.2, if passed, will renew the mandate to allow the Company, its subsidiaries and associated companies that are entities at risk (as that term is used in Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited) or any of them, to enter into certain interested person transactions with certain classes of interested persons as described in the Appendix to the Letter to Shareholders dated 20 June 2024 (the "**Letter**"). The authority will, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company. Please refer to the Letter for more details.
6. Ordinary Resolution No. 7.3, if passed, will renew the mandate to allow the Company to purchase or otherwise acquire its issued ordinary shares, on the terms and subject to the conditions set out in the Resolution.

The Company may use internal or external sources of funds to finance the purchase or acquisition of its ordinary shares. The amount of financing required for the Company to purchase or acquire its ordinary shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend on the number of ordinary shares purchased or acquired, the price at which such ordinary shares were purchased or acquired and whether the ordinary shares purchased or acquired are held in treasury or cancelled.

The financial effects of the purchase or acquisition of such ordinary shares by the Company pursuant to the proposed Share Buy Back Mandate on the audited financial statements of the Company and the Company and its subsidiaries for the financial year ended 31 March 2024, based on certain assumptions, are set out in paragraph 3.7 of the Letter. Please refer to the Letter for more details.

7. Ordinary Resolution Nos. 7.4 and 7.5 are to adopt the new SIAEC Performance Share Plan 2024 (the "**SIAEC PSP 2024**") and the new SIAEC Restricted Share Plan 2024 (the "**SIAEC RSP 2024**").

The SIAEC PSP 2024 and the SIAEC RSP 2024 are intended to replace the SIAEC Performance Share Plan 2014 and the SIAEC Restricted Share Plan 2014 respectively, both of which are due to expire on 20 July 2024. Summaries of the principal rules of, and other information relating to, the SIAEC PSP 2024 and the SIAEC RSP 2024 are set out in the Letter. Please refer to the Letter for more details.

If passed, Ordinary Resolution Nos. 7.4 and 7.5 will also empower the Directors to grant awards, and allot and issue ordinary shares of the Company, pursuant to the SIAEC PSP 2024 and the SIAEC RSP 2024. The total number of ordinary shares which may be delivered pursuant to awards granted under the SIAEC PSP 2024 and the SIAEC RSP 2024 (whether in the form of ordinary shares or in the form of cash in lieu of ordinary shares) shall not exceed 5% of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time. In addition, Ordinary Resolution Nos. 7.4 and 7.5 will also provide that the total number of ordinary shares under awards to be granted pursuant to the SIAEC PSP 2024 and the SIAEC RSP 2024 from this Annual General Meeting to the next Annual General Meeting (the "**Relevant Year**") shall not exceed 0.5% of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time (the "**Yearly Limit**"), provided that if the Yearly Limit is not fully utilised during the Relevant Year, any unutilised portion of the Yearly Limit may be used by the Directors to make grants of awards under the SIAEC PSP 2024 and the SIAEC RSP 2024 in subsequent years, for the duration of the SIAEC PSP 2024 and the SIAEC RSP 2024 respectively.

<sup>1</sup> Excludes 13,100 shares and 22,000 shares purchased by the Company on 24 May 2024 and 27 May 2024 respectively by way of on-market share buy backs on the Singapore Exchange Securities Trading Limited which had not been credited into the Company's securities account with The Central Depository (Pte) Limited as at the Latest Practicable Date.

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## NOTES:

### *Format of Meeting*

1. The Annual General Meeting will be held, in a wholly physical format, at Garden Ballroom, Level 1, Parkroyal Collection Marina Bay Singapore, 6 Raffles Boulevard, Singapore 039594 on Friday, 19 July 2024 at 10.00 a.m.. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Annual General Meeting by attending the Annual General Meeting in person. **There will be no option for shareholders to participate virtually.**

### *Access to Documents*

2. Printed copies of this Notice and the accompanying proxy form will be sent by post to members. These documents will also be published on the Company's website at the URL [https://www.siaec.com.sg/shareholder\\_meetings.html](https://www.siaec.com.sg/shareholder_meetings.html) and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

The Annual Report FY2023/24 and the Letter to Shareholders dated 20 June 2024 (the "**Letter**") (in relation to the proposed renewal of the mandate for interested person transactions, the proposed renewal of the share buy back mandate and the proposed adoption of the SIAEC Performance Share Plan 2024 and the SIAEC Restricted Share Plan 2024) are available for inspection at the registered office of the Company at Airline House, 31 Airline Road, Singapore 819831 during normal business hours from the date of this Notice up to the date of the Annual General Meeting, and have also been published and may be accessed at the Company's website as follows:

- (a) the Annual Report FY2023/24 may be accessed at the URL [https://www.siaec.com.sg/annual\\_report.html](https://www.siaec.com.sg/annual_report.html) by clicking on the hyperlink for "FY2023/24 Annual Report"; and
- (b) the Letter may be accessed at the URL [https://www.siaec.com.sg/shareholder\\_meetings.html](https://www.siaec.com.sg/shareholder_meetings.html) by clicking on the hyperlink for "Letter to Shareholders" under "2024".

The above documents may also be accessed at the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Members may request for printed copies of these documents by completing and submitting the request slip (sent to them by post together with printed copies of this Notice and the accompanying proxy form) by 1 July 2024.

### *Submission of Questions*

3. Shareholders, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the Annual General Meeting in advance of the Annual General Meeting:
  - (a) via email to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com), or to the Company at [siaec\\_agm@singaporeair.com.sg](mailto:siaec_agm@singaporeair.com.sg); or
  - (b) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

When submitting questions via email or by post, shareholders should also provide the following details: (i) the shareholder's full name; (ii) the shareholder's email address; and (iii) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF, SRS and/or scrip), for verification purposes.

All questions submitted in advance must be received by 5.00 p.m. on 1 July 2024.

4. The Company will address all substantial and relevant questions received from shareholders by the 1 July 2024 deadline by publishing its responses to such questions on its corporate website at the URL [https://www.siaec.com.sg/shareholder\\_meetings.html](https://www.siaec.com.sg/shareholder_meetings.html) and the SGX website at the URL <https://www.sgx.com/securities/company-announcements> at least 48 hours prior to the closing date and time for the lodgement/receipt of instruments appointing a proxy(ies). The Company will respond to questions or follow-up questions submitted after the 1 July 2024 deadline either within a reasonable timeframe before the Annual General Meeting, or at the Annual General Meeting itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently, not all questions may be individually addressed.



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5. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the Annual General Meeting, at the Annual General Meeting itself.

## *Appointment of Proxy(ies)*

6.
  - (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
  - (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

**"Relevant intermediary"** has the meaning ascribed to it in Section 181 of the Companies Act 1967.

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

7. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
8. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted personally or by post, be lodged 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 the Company's Share Registrar at [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com),

and in each case, must be lodged or received (as the case may be) not less than 72 hours before the time appointed for holding the Annual General Meeting.

9. CPF and SRS investors:
  - (a) may vote at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 9 July 2024.

# NOTICE OF ANNUAL GENERAL MEETING

## PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"); (b) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (c) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.