



## Q & M DENTAL GROUP (SINGAPORE) LIMITED

(Company Registration No. 200800507R)

(Incorporated in the Republic of Singapore)

### LETTER TO SHAREHOLDERS

Dear Shareholders

#### **Q & M DENTAL GROUP (SINGAPORE) LIMITED (THE “COMPANY”) TO PROVIDE FOR ITS ANNUAL GENERAL MEETING TO BE HELD ON 16 JUNE 2020 (“AGM”) TO BE SHOWN BY “LIVE” WEBCAST AND “LIVE” AUDIO-ONLY STREAM**

This letter supplements the Company’s notice of AGM dated 25 May 2020 (“**Notice**”).

The AGM is an important event in the Company’s corporate calendar. Normally, we would encourage our shareholders (“**Shareholders**”) to attend the AGM as it is an opportunity for the directors and management of the Company to meet and engage with Shareholders directly.

This year, however, we are facing with an abnormal situation because of the COVID-19 outbreak.

The Ministry of Health of Singapore (“**MOH**”) announced on 24 March 2020 tighter measures to minimise further spread of COVID-19. On 27 March 2020, the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020 (“**Regulations**”) came into force. Under the Regulations, certain activities and events (e.g. conventions) are prohibited altogether, while attendance for non-prohibited events (including meetings and gatherings) is limited to ten (10) individuals, and safe distancing measures are imposed for non-prohibited events held in public places.

On 31 March 2020, a joint statement was issued by Accounting and Corporate Regulatory Authority (“**ACRA**”), Monetary Authority of Singapore (“**MAS**”) and Singapore Exchange Regulation (“**SGX RegCo**”) entitled “*ACRA, MAS and SGX RegCo update guidance on general meetings*” which provides that issuers that choose to proceed with general meetings before 30 April 2020, may be able to do so by, amongst others, providing opportunities for Shareholders to ask questions prior to the AGM, broadcasting the AGM via “live” webcast (“**Live Webcast**”) and allowing proxy voting.

On 3 April 2020, the Singapore Government announced elevated safe distancing measures to minimise further spread of the ongoing COVID-19 outbreak and the mandatory closure of workplace premises (“**Circuit Breaker Measures**”) from 7 April 2020 to 4 May 2020 (“**Circuit Breaker Period**”).

On 7 April 2020, SGX RegCo and ACRA published news releases pursuant to which the deadline imposed by SGX RegCo for all issuers with financial year end on or before 31 March 2020 to hold their AGM will be automatically extended by sixty (60) days, and ACRA will automatically grant an extension of sixty (60) days for all companies whose AGMs are due to be held during the period 16 April 2020 to 31 July 2020 (“**Extension**”). The annual return filing due dates for the period 1 May 2020 to 31 August 2020 for all listed companies will also be automatically extended for sixty (60) days.

In light of these developments, we wish to inform Shareholders that the Company’s AGM will proceed in compliance with all of the aforementioned regulatory requirements and will be conducted in a manner that (i) provides opportunity for Shareholders to ask questions; (ii) provides for the AGM to be shown by the Live Webcast and live audio-only stream (“**Live Audio-Only Stream**”); and (iii) allow for proxy voting. The Company does not need to apply to ACRA for the Extension and has since notified SGX RegCo via email of its intention to hold its AGM on 16 June 2020, after the Circuit Breaker Period.

As such, the Company will implement the following for the AGM:

## 1. Live Webcast and Live Audio-Only Stream

The upcoming AGM is being convened, and will be held, by way of 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.

The Company will provide for the AGM to be broadcast via the Live Webcast and Live Audio-Only Stream. The quorum requirements for the AGM will be satisfied through the attendance of the directors and senior management of the Company who holds shares in the Company.

Shareholders who wish to participate in the AGM via Live Webcast or Live Audio-Only Stream must register their details including full name, NRIC/Passport/Company Registration No., mobile number, email and address on the Company's AGM pre-registration website (<https://qandm-dentalagm.listedcompany.com/>) **from 2.00 p.m. on Monday, 25 May 2020 to 2.00 p.m. on Thursday, 11 June 2020 ("Registration Deadline")** for the Company to verify their status as Shareholders.

Verified Shareholders will receive an email by **Monday, 15 June 2020** containing instructions to access the Live Webcast or Live Audio-Only Stream. Shareholders must not forward the link or their log-in details to third persons who are not Shareholders and who are not entitled to attend the AGM proceedings. This is also to avoid any technical disruptions or user overload to the AGM proceedings.

Shareholders who do not receive an email by **Monday, 15 June 2020** but have registered before the Registration Deadline should email to: [agm@qnm.sg](mailto:agm@qnm.sg) for assistance.

**FOR THE SAFETY OF THE SHAREHOLDERS, THE COMPANY WILL NOT ACCEPT ANY PHYSICAL ATTENDANCE BY SHAREHOLDERS. ANY SHAREHOLDER SEEKING TO ATTEND THE AGM PHYSICALLY IN PERSON WILL BE TURNED AWAY FOR THEIR OWN SAFETY.**

## 2. Proxy Voting

**Shareholders must appoint the "Chairman of the Meeting" as proxy** to vote on their behalf by completing the proxy form attached to the Notice.

The proxy form must be:

- (a) deposited at the office of the Company's share registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road, #11-02, Singapore 068898; or
- (b) emailed to: [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com),

not less than forty-eight (48) hours before the time appointed for holding the AGM. Any incomplete/improperly completed proxy form (including proxy form which is not appointing "Chairman of the Meeting" as proxy) will be rejected by the Company.

**Shareholders should note that in compliance with the Circuit Breaker Measures, the Company's share registrar's registered office will be closed during the Circuit Breaker Period from 7 April 2020 to 1 June 2020 (inclusive). In light of the foregoing, Shareholders are strongly encouraged to send the proxy form via email to the email address provided above.**

For CPF or SRS investors who wish to appoint the Chairman of the AGM as their proxy should approach their CPF and/or SRS Approved Nominees to submit their votes at least seven (7) working days before the AGM.

Shareholders may access the soft copy of the proxy form uploaded together with the Notice on the SGX website at [www.sgx.com](http://www.sgx.com) to cast their votes. No hard copy of the proxy form will be mailed to the Shareholders.

### 3. Shareholders' Queries and Answers ("Q&A")

If Shareholders have any question in relation to any agenda item of the Notice, Shareholders must send their queries in advance, by **Monday, 8 June 2020**, via email to [agm@qnm.sg](mailto:agm@qnm.sg). The Company will endeavour to upload the Company's responses to substantial queries from Shareholders on the SGXNET and the Company's website by **Wednesday, 10 June 2020**. The Chairman of the AGM will also read out the Company's responses to these queries during the Live Webcast and Live Audio-Only Stream.

**Shareholders may wish to note that Shareholders will not be able to raise any questions during the Live Webcast and Live Audio-Only Stream. Accordingly, any questions must be sent in advance to the Company in accordance with the above paragraph.**

We would like to take this opportunity to thank the Shareholders for their support and to remind everyone to stay calm but vigilant and be socially responsible at all times during this uncertain and unprecedented period.

As the COVID-19 situation continues to evolve, the Company will closely monitor the ongoing state of affairs. We wish to highlight that further measures and/or changes to the arrangements for the AGM may be made in the ensuing days up to the day of the AGM. We will post updates on our investor relations website at <https://qandm-dental.listedcompany.com>.

We recognise that these are unsettling times for all concerned. Your safety and well-being, as always, are our priority. We apologise for any inconvenience caused and seek the understanding and cooperation of the shareholders to minimise the risk of community spread of COVID-19.

Thank you for your understanding.

Yours faithfully  
For and on behalf of  
**Q & M Dental Group (Singapore) Limited**

Dr. Ng Chin Siau  
Group Chief Executive Officer  
25 May 2020