

SINGAPORE AIRLINES LIMITED
(Incorporated in the Republic of Singapore)
Company Registration No.: 197200078R

ANNOUNCEMENT

**EXTRAORDINARY GENERAL MEETING IN RELATION TO
THE RIGHTS ISSUE AND THE ADDITIONAL ISSUE**

- (1) **NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EXTRAORDINARY GENERAL MEETING AND PROXY FORM**
- (2) **NO ATTENDANCE AT EXTRAORDINARY GENERAL MEETING**
- (3) **ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT EXTRAORDINARY GENERAL MEETING**

Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Circular (as defined below).

1. INTRODUCTION

The Directors refer to:

- (a) the Company's announcements dated 26 March 2020, 13 April 2020 and 15 April 2020 in relation to:
 - (i) the proposed renounceable rights issue ("**Rights Issue**") of:
 - (A) up to 1,777,692,486 new ordinary shares in the capital of the Company (the "**Rights Shares**"), at an issue price of S\$3.00 for each Rights Share; and
 - (B) up to S\$3,496,128,555 in aggregate principal amount of mandatory convertible bonds (the "**Rights MCBs**") in the denomination of S\$1.00 for each Rights MCB, at an issue price of 100 per cent. of the principal amount of the Rights MCBs; and
 - (ii) the proposed issue of up to approximately S\$6.2 billion in aggregate principal amount of additional mandatory convertible bonds ("**Additional Issue**");
- (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
- (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and

Debenture Holders) Order 2020 (the “**Relevant Order**”) which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.

2. DATE OF EXTRAORDINARY GENERAL MEETING

The Directors wish to inform Shareholders that the Company has today issued a circular to Shareholders dated 15 April 2020 (the “**Circular**”) setting out further information on the Rights Issue and the Additional Issue. The purpose of the Circular is to provide Shareholders with information pertaining to, and to seek Shareholders’ approval at the extraordinary general meeting of the Company (the “**EGM**”) for, the Rights Issue and the Additional Issue.

The EGM will be held by way of electronic means on 30 April 2020 at 11.30 a.m.

3. NO DESPATCH OF PRINTED COPIES OF CIRCULAR, NOTICE OF EGM AND PROXY FORM

In line with the provisions under the Relevant Order, no printed copies of the Circular, the Notice of EGM and the proxy form in respect of the EGM will be despatched to Shareholders.

A copy of the Circular, the Notice of EGM and the proxy form have been uploaded on SGXNet today and are now also available on the Company’s website at the URL https://www.singaporeair.com/en_UK/sg/about-us/information-for-investors/rights-issue/.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company’s website.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the ordinary resolutions in relation to the Rights Issue and the Additional Issue to be tabled at the EGM.

4. NO ATTENDANCE AT EGM

Due to the current COVID-19 restriction orders in Singapore, Shareholders will not be allowed to attend the EGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching the EGM proceedings via “live” webcast or listening to the EGM proceedings via “live” audio feed, (b) submitting questions in advance of the EGM, and/or (c) voting by proxy at the EGM. Please see paragraph 5 below for these alternative arrangements.

5. ALTERNATIVE ARRANGEMENTS

The following are the alternative arrangements which have been put in place for the EGM:

(a) *“Live” webcast and “live” audio feed*

The Company’s Chairman, Mr Peter Seah Lim Huat and the Company’s Chief Executive Officer, Mr Goh Choon Phong, will conduct the proceedings of the

EGM by way of electronic means. Shareholders will be able to watch these proceedings through a “live” webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio feed via telephone. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the “live” webcast or listen to the “live” audio feed must pre-register by 11.30 a.m. on 27 April 2020, at the URL <https://www.singaporeair.com/home/shareholder-registration>.

Following authentication of the Shareholders’ status as shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the EGM proceedings by 29 April 2020.

- Shareholders who do not receive an email by 12.00 p.m. (noon) on 29 April 2020, but who have registered by the 27 April 2020 deadline, should contact the Company at the following email address: EGM_Support@singaporeair.com.sg.

(b) Submission of questions in advance

Shareholders who pre-register to watch the “live” webcast or listen to the “live” audio feed may also submit questions related to the resolutions to be tabled for approval at the EGM:

- All questions must be submitted by 11.30 a.m. on 27 April 2020:
 - via the pre-registration website at the URL <https://www.singaporeair.com/home/shareholder-registration>;
 - in hard copy by sending personally or by post and lodging the same at the office of the Company’s share registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - by email to M & C Services Private Limited at gpe@mncsingapore.com
- The Company will address substantial questions relating to the resolutions to be tabled for approval at the EGM as received from Shareholders either before or during the EGM.
- 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.
- Please note that Shareholders will not be able to ask questions at the EGM “live” during the webcast and the audio feed, and therefore it is important for Shareholders to pre-register their participation in order to be able to submit their questions in advance of the EGM.

(c) *Proxy voting*

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf:

- Shareholders (whether individual or corporate) appointing the Chairman of the Meeting as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
- The proxy form can be submitted to the Company in hard copy form or by email:
 - if in hard copy and sent personally or by post, the proxy form must be lodged at the office of the Company's share registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - if by email, the proxy form must be received by M & C Services Private Limited at gpe@mncsingapore.com

in either case, by 11.30 a.m. on 27 April 2020.

- Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPFIS Members or SRS investors) and who wish to exercise their votes by appointing the Chairman of the Meeting as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks or SRS Approved Banks) to submit their voting instructions by **5.00 p.m. on 20 April 2020** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by 11.30 a.m. on 27 April 2020.

6. FURTHER INFORMATION

For further information on the conduct of the EGM and the alternative arrangements, shareholders can refer to the Company's website at the following URLs:

- <https://www.singaporeair.com/home/shareholder-registration>; or
- https://www.singaporeair.com/en_UK/sg/about-us/information-for-investors/rights-issue/.

Important reminder: The Company would remind Shareholders that, with the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders should check the above URLs and SGXNet for updates on the EGM.

The Company wishes to thank all Shareholders for their patience and co-operation in enabling the Company to hold the EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

By Order of the Board

Brenton Wu
Company Secretary

15 April 2020
Singapore

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This announcement is not for distribution, directly or indirectly, in or into the United States of America (the “**U.S.**”) and is not an offer of securities for sale in the U.S. or in any other jurisdiction. The Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) or under any securities laws of any state or other jurisdiction of the U.S., and may not be offered, re-sold, allotted, taken up, exercised, pledged, transferred or delivered, directly or indirectly, within the U.S. except pursuant to an applicable exemption from, or a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the U.S. There will be no public offering of the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares in the U.S. Any public offering of securities to be made in the U.S. will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements.

This announcement shall not constitute an offer to sell or a solicitation of an offer to buy shares or other securities, including the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares. This announcement may not be sent to any person or any jurisdiction in which it would not be permissible to deliver the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares or make an offer of the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares and the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares may not be offered, sold, resold, transferred or delivered, directly or indirectly, to any such person or in any such jurisdiction. The distribution of this announcement and/or the transfer of the Rights, the Rights Shares, the Rights MCBs, the Rights MCB Conversion Shares, the Additional MCBs and the Additional MCB Conversion Shares into jurisdictions other than Singapore may be prohibited or restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.