

## **ADJOURNED ANNUAL GENERAL MEETING TO BE HELD ON 30 APRIL 2020**

1. **Background:** DBS Group Holdings Ltd (“**DBSH**” or the “**Company**”) refers to:
  - (a) the Notice of the 21<sup>st</sup> Annual General Meeting of DBSH dated 9 March 2020 (the “**Original AGM Notice**”) convening the Annual General Meeting to be held on 31 March 2020 (the “**21<sup>st</sup> AGM**”);
  - (b) DBSH’s announcement dated 24 March 2020 on providing shareholders with online access to the 21<sup>st</sup> AGM as part of added precautionary measures amid the Covid-19 situation;
  - (c) DBSH’s announcement dated 26 March 2020 on the deferral of the 21<sup>st</sup> AGM originally scheduled to be held on 31 March 2020 to a future date to be determined, due to the stricter measures announced by the Ministry of Health in the evening of 24 March 2020;
  - (d) 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 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
  - (e) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
2. **Date, time and conduct of adjourned Annual General Meeting:** DBSH is pleased to announce that pursuant to the Order, the adjourned 21<sup>st</sup> AGM will be convened and held by way of electronic means on **Thursday, 30 April 2020 at 2.30 pm** (Singapore time) (the “**Adjourned AGM**”) to transact the business set out in the Original AGM Notice. Printed copies of the Original AGM Notice were sent to shareholders on 9 March 2020<sup>1</sup>.

Our Board Chairman, Mr Peter Seah, and our Group Chief Executive Officer, Mr Piyush Gupta, will conduct the proceedings of the Adjourned AGM and address substantial and relevant questions which shareholders have submitted in advance.

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<sup>1</sup> The Original AGM Notice may be accessed at our corporate website at the URL <https://www.dbs.com/investors/agm-and-egm/default.page> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

3. **Notice of Adjourned AGM and new proxy form:** The Notice of the Adjourned AGM and new proxy form will be sent to shareholders solely by electronic means via publication on our corporate website and will also be made available on the SGX website<sup>2</sup>. Printed copies of these documents will not be sent to shareholders.
4. **No personal attendance at the Adjourned AGM:** Due to the current Covid-19 restriction orders in Singapore, shareholders will not be able to attend the Adjourned AGM in person.
5. **Participation at the Adjourned AGM electronically:** Shareholders may participate at the Adjourned AGM by:
  - (a) observing and/or listening to the Adjourned AGM proceedings via live audio-visual webcast or live audio-only stream;
  - (b) submitting questions in advance of the Adjourned AGM; and
  - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the Adjourned AGM are set out in the Appendix of this announcement.

6. **Shareholders who previously pre-registered for webcast:** Shareholders who had already pre-registered to observe and/or listen to the AGM proceedings through the live webcast on or prior to 26 March 2020 when we announced the deferral of the 21<sup>st</sup> AGM **do not have to pre-register again.** If they are verified as shareholders as at **2.30 pm on 27 April 2020**, their registrations will be treated as valid for the Adjourned AGM and they will receive an email with their user ID and password details, as well as the link to access the live audio-visual webcast and toll-free telephone number to access the live audio-only stream of the Adjourned AGM proceedings, by **12 pm on 29 April 2020.**
7. **Shareholders who previously submitted proxy forms:** Shareholders who had already submitted valid proxy forms for the 21<sup>st</sup> AGM previously **do not have to submit proxy forms again** provided that (a) they had indicated in their proxy forms how they wished to vote for or vote against or abstain from voting on each resolution; and (b) they do not withdraw the proxy form. In these circumstances, if these shareholders are verified as shareholders as at **2.30 pm on 27 April 2020**, the Company shall be entitled to, and will, treat such proxy forms as appointing the Chairman of the Meeting as their proxy to attend, speak and vote at the Adjourned AGM in accordance with their specified instructions.

Submission by a shareholder of a valid proxy form appointing the Chairman of the Meeting as proxy by **2.30 pm on 27 April 2020** will supersede any previous instrument appointing a proxy(ies) submitted by that shareholder.

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<sup>2</sup> The Notice of the Adjourned AGM and new proxy form may be accessed at our corporate website at the URL <https://www.dbs.com/investors/agm-and-egm/default.page> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

8. **Withdrawal of proxy form:** A shareholder may withdraw a proxy form which had previously been submitted by sending an email to the Company's Share Registrar at [is.dbsproxy@sg.tricorglobal.com](mailto:is.dbsproxy@sg.tricorglobal.com) to notify the Company of the withdrawal, by **2.30 pm on 27 April 2020**.
9. **Persons who hold shares through relevant intermediaries:** Persons who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF and SRS investors, and who wish to participate in the Adjourned AGM by (a) observing and/or listening to the Adjourned AGM proceedings via live audio-visual webcast or live audio-only stream; (b) submitting questions in advance of the Adjourned AGM; and/or (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM, **should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the Adjourned AGM.**
10. **Key dates/deadlines:** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
<b>5 pm on 20 April 2020 (Monday)</b>	Deadline for CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
<b>2.30 pm on 27 April 2020 (Monday)</b>	Deadline for shareholders to: <ul style="list-style-type: none"> <li>• pre-register at <a href="https://go.dbs.com/agm2020">https://go.dbs.com/agm2020</a> for live audio-visual webcast/live audio-only stream of the Adjourned AGM proceedings;</li> <li>• submit questions in advance; and</li> <li>• submit proxy forms.</li> </ul>
<b>12 pm on 29 April 2020 (Wednesday)</b>	Authenticated shareholders will receive an email which will contain user ID and password details, as well as the link to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the Adjourned AGM proceedings (the " <b>Confirmation Email</b> ").  Shareholders who do not receive the Confirmation Email by <b>12 pm on 29 April 2020</b> , but have registered by the 27 April 2020 deadline should contact our Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) at <b>+65 6236 3550 or +65 6236 3555</b> .
<b>Date and time of Adjourned AGM</b>  <b>2.30 pm on 30 April 2020 (Thursday)</b>	<ul style="list-style-type: none"> <li>• Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the Adjourned AGM proceedings; or</li> <li>• Call the toll-free telephone number in the Confirmation Email to access the live audio-only stream of the Adjourned AGM proceedings.</li> </ul>

11. **2019 Annual Report and Letter to Shareholders:** Our Annual Report for the financial year ended 31 December 2019 (“**2019 Annual Report**”) and our Letter to Shareholders dated 9 March 2020 in relation to the proposed renewal of DBSH’s share purchase mandate (“**Letter to Shareholders**”) have been published on the Investors page of our corporate website.

(a) The 2019 Annual Report may be accessed at the URL <https://www.dbs.com/investors/financials/group-annual-reports> by clicking on the hyperlinks “Pursuing the greater good” or “PDF” under the “2019” section of “Group Annual Reports”.

(b) The Letter to Shareholders may be accessed at the URL <https://www.dbs.com/investors/agm-and-egm/default.page> by clicking on the hyperlink “Letter to Shareholders dated 9 March 2020” under “9 March 2020”.

12. **Books Closure Date for Final Dividend:** The Transfer Books and Register of Members of DBSH will be closed from 5.00 p.m. on 13 May 2020 (Wednesday) up to (and including) 14 May 2020 (Thursday) for the purposes of determining shareholders’ entitlements to the proposed final one-tier tax exempt dividend for the financial year ended 31 December 2019 (“**FY2019 Final Dividend**”) of 33 cents for every ordinary share. The proposed FY2019 Final Dividend, if approved by shareholders at the Adjourned AGM, will be paid on 26 May 2020.

13. **Further information:** For more information, shareholders can refer to the FAQs (which can be found on the pre-registration website <https://go.dbs.com/agm2020> and the AGM 2020 page of our corporate website at the URL <https://www.dbs.com/investors/agm2020.page>) or call the following hotline numbers:

Group Secretariat	Investor Relations	Group Strategic Marketing and Communications
(65) 6878 1930 (65) 6878 5912 (65) 6878 3523 (65) 6878 5304	(65) 9459 4799 (65) 9489 5317	(65) 6682 8133

14. **Important reminder:** Due to the constantly evolving Covid-19 situation in Singapore, we may be required to change our arrangements for the Adjourned AGM at short notice. Shareholders should check the AGM 2020 page of our corporate website at the URL <https://www.dbs.com/investors/agm2020.page> for the latest updates on the status of the Adjourned AGM.

DBSH would like to thank all shareholders for their patience and co-operation in enabling us to hold the Adjourned AGM with the optimum safe distancing measures amidst the Covid-19 pandemic.

By order of the Board

Teoh Chia-Yin  
Group Secretary

15 April 2020

## APPENDIX

### **Steps for pre-registration, pre-submission of questions and voting at the Adjourned AGM:**

Shareholders will be able to observe and/or listen to the Adjourned AGM proceedings through a live audio-video webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the Adjourned AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1	<b>Pre-registration</b>	<p><b>Shareholders must pre-register at the pre-registration website at <a href="https://go.dbs.com/agm2020">https://go.dbs.com/agm2020</a> from now till 2.30 pm on 27 April 2020 to enable DBSH to verify their status as shareholders.</b></p> <p>Following the verification, authenticated shareholders will receive an email by <b>12 pm on 29 April 2020</b>. The email will contain user ID and password details, as well as the link to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the Adjourned AGM proceedings.</p> <p>Shareholders who do not receive an email by <b>12 pm on 29 April 2020</b>, but have registered by the 27 April 2020 deadline should contact our Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) at <b>+65 6236 3550 or +65 6236 3555</b>.</p>
2	<b>Submit questions in advance</b>	<p><b>Shareholders will not be able to ask questions at the Adjourned AGM live during the webcast or audio-stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the Adjourned AGM.</b></p> <p><b>Submission of questions:</b> Shareholders can submit questions related to the resolutions to be tabled for approval at the Adjourned AGM to the Chairman of the Meeting, in advance of the Adjourned AGM, in the following manner:</p> <p><b>(a) Via pre-registration website:</b> Shareholders who pre-register to observe and/or listen to the Adjourned AGM proceedings may submit their questions via the pre-registration website at <a href="https://go.dbs.com/agm2020">https://go.dbs.com/agm2020</a>.</p> <p><b>By post:</b> Shareholders may also submit their questions by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898. When sending in your questions by post, please also</p>

No.	Steps	Details
		<p>provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold shares in DBSH (e.g., via CDP, CPF or SRS).</li> </ul> <p><b>Deadline to submit questions:</b> All questions must be submitted by <b>2.30 pm on 27 April 2020.</b></p> <p><b>Addressing questions:</b> We will endeavour to address all substantial and relevant questions received from shareholders during the Adjourned AGM through live audio-visual webcast and live audio-only stream. However, as there may not be sufficient time to address all such questions during the Adjourned AGM itself, we will publish our responses to those questions which we are unable to address during the Adjourned AGM, on our corporate website and on SGXNET prior to the Adjourned AGM.</p> <p><b>Minutes of Adjourned AGM:</b> We will publish the minutes of the Adjourned AGM on our corporate website and on SGXNET, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the Adjourned AGM.</p>
3	<b>Submit proxy forms to vote</b>	<p><b>Appointment of Chairman of the Meeting as proxy:</b> Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the Adjourned AGM proceedings and wish to vote on the resolutions to be tabled at the Adjourned AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the Adjourned AGM, in accordance with the instructions on the proxy form.</p> <p><b>Specific voting instructions to be given:</b> Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p><b>Submission of proxy forms:</b> Proxy forms must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road #11-02, Singapore 068898; or</p>

No.	Steps	Details
		<p>(b) if submitted electronically, be submitted via email to the Company's Share Registrar at <a href="mailto:is.dbsproxy@sg.tricorglobal.com">is.dbsproxy@sg.tricorglobal.com</a>,</p> <p>in either case, by <b>2.30 pm on 27 April 2020</b>.</p> <p>A shareholder who wishes to submit a proxy form via email must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.</p> <p><b>In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.</b></p> <p>CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by <b>5 pm on 20 April 2020</b>.</p>