

## ANNUAL GENERAL MEETING::VOLUNTARY

### Issuer & Securities

#### Issuer/ Manager

COMFORTDELGRO CORPORATION LIMITED

#### Security

COMFORTDELGRO CORPORATION LTD - SG1N31909426 - C52

### Announcement Details

#### Announcement Title

Annual General Meeting

#### Date & Time of Broadcast

26-Mar-2025 08:07:50

#### Status

New

#### Announcement Reference

SG250326MEETMGLQ

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

Angeline Joyce Lee Siang Pohr

#### Designation

Company Secretary

#### Financial Year End

31/12/2024

### Event Narrative

Narrative Type	Narrative Text
Additional Text	(1) Notice of Annual General Meeting; and (2) Proxy Form

### Event Dates

#### Meeting Date and Time

25/04/2025 10:00:00

#### Response Deadline Date

22/04/2025 10:00:00

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## Event Venue(s)

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### Place

Venue(s)	Venue details
Meeting Venue	Level 3, Summit 1 Room Suntec Singapore Convention & Exhibition Centre 1 Raffles Boulevard, Suntec City Singapore 039593

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## Attachments

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

[ComfortDelGro - Proxy Form.pdf](#)

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Total size = 107K MB

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Second Annual General Meeting (the "AGM") of ComfortDelGro Corporation Limited (the "Company") will be held on Friday, 25 April 2025 at 10.00 a.m. via electronic means and in person at:

LEVEL 3, SUMMIT 1 ROOM  
SUNTEC SINGAPORE CONVENTION & EXHIBITION CENTRE  
1 RAFFLES BOULEVARD, SUNTEC CITY  
SINGAPORE 039593

The AGM is for the purpose of transacting the following businesses:

ORDINARY BUSINESS:

To consider and, if thought fit, to pass the following Resolutions:

1.

To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2024 together with the Auditors' Report thereon.

(Resolution 1)
2.

To declare a tax-exempt one-tier final dividend of 4.25 Singapore cents (\$S0.0425) per ordinary share in respect of the financial year ended 31 December 2024.

(Resolution 2)
3.

To approve Directors' fees of up to \$S1,750,000 (FY2024: \$S1,620,000) for the financial year ending 31 December 2025.

(Resolution 3)
4.

To re-elect Mr Mark Christopher Greaves, a Director retiring pursuant to Regulation 93 of the Company's Constitution.

(Resolution 4)
5.

To re-elect Mr Choi Shing Kwok, a Director retiring pursuant to Regulation 93 of the Company's Constitution.

(Resolution 5)
6.

To re-elect Mr Russell Stephen Balding AO, a Director retiring pursuant to Regulation 93 of the Company's Constitution.

(Resolution 6)
7.

To re-elect Mr Lee Jee Cheng Philip, a Director retiring pursuant to Regulation 93 of the Company's Constitution.

(Resolution 7)
8.

To re-appoint Messrs Ernst & Young LLP as the Auditors of the Company and to authorise the Directors to fix their remuneration.

(Resolution 8)

SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following Resolutions:

ORDINARY RESOLUTIONS:

9.

**AUTHORITY TO ISSUE SHARES UNDER THE COMFORTDELGRO EXECUTIVE SHARE AWARD SCHEME**  
  
That pursuant to Section 161 of the Companies Act 1967 of Singapore, the Directors of the Company be and are hereby authorised to offer and grant awards ("Awards") in accordance with the provisions of the ComfortDelGro Executive Share Award Scheme ("Scheme") and to allot and issue from time to time such number of fully-paid shares as may be required to be issued pursuant to the vesting of the Awards under the Scheme, provided that the aggregate number of shares to be allotted and issued pursuant to the Scheme, when added to the number of shares issued and issuable in respect of all Awards, and all shares issued and issuable in respect of all options granted or awards granted under any other share incentive schemes or share plans adopted by the Company and for the time being in force, shall not exceed two per centum (2%) of the total issued shares (excluding treasury shares and subsidiary holdings) from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.  
  
(Note: The Scheme was approved at the AGM of the Company held on 26 April 2018.)  
[Please refer to Explanatory Note (f)]

(Resolution 9)
10.

**RENEWAL OF SHARE BUYBACK MANDATE**  
**That:**  
(a) for the purposes of Sections 76C and 76E of the Companies Act 1967 of Singapore (the "Companies Act"), the exercise by the directors of the Company ("Directors") of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company (the "Shares") not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price(s) 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) (each a "Market Purchase") on the Singapore Exchange Securities Trading Limited (the "SGX-ST"), or as the case may be, any other stock exchange on which the Shares may for the time being be listed and quoted, through one (1) or more duly licensed stockbrokers appointed by the Company for the purpose; and/or  
(ii) off-market purchase(s) (each an "Off-Market Purchase") 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, including but not limited to, the Constitution of the Company, the provisions of the Companies Act and the Listing Manual of the SGX-ST ("Listing Manual") as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "Share Buyback Mandate");  
(b) the authority conferred on the Directors pursuant to the Share Buyback 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 AGM is held or required by law to be held;  
(ii) the date on which the authority conferred by the Share Buyback Mandate is varied or revoked by the Company in general meeting; and  
(iii) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate are carried out to the full extent mandated;  
(c) in this Resolution:  
"Maximum Limit" means that number of Shares representing not more than ten per cent (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the total number of issued Shares shall be taken to be the total number of issued Shares as altered (excluding any treasury shares and subsidiary holdings); and  
"Maximum Price", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) which shall not exceed:  
(i) in the case of a Market Purchase, one hundred and five per cent (105%) of the Average Closing Price; and  
(ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, one hundred and ten per cent (110%) of the Average Closing Price,  
where:  
"Relevant Period" means the period commencing from the date on which this Resolution is passed and expiring on the date the next AGM is held or is required by law to be held, whichever is the earlier, after the date of this Resolution;  
"Average Closing Price" means the average of the closing market prices of the Shares traded on the SGX-ST over the last five (5) Market Days (a "Market Day" being a day on which the SGX-ST is open for trading in securities), on which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant 5-day period and the day on which the purchases are made; and  
"Day of the making of the offer" means the day on which the Company announces its intention to make an offer for the purchase of Shares from shareholders of the Company, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;  
(d) the Directors and/or any of them be and are hereby authorised to deal with the Shares purchased or acquired by the Company, pursuant to the Share Buyback Mandate in any manner as they think fit, which is permitted under the Companies Act and the Company's Constitution; and  
(e) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.  
  
(Note: The Share Buyback Mandate was approved at the AGM of the Company held on 26 April 2018.)  
[Please refer to Explanatory Note (g)]

(Resolution 10)



NOTICE OF RECORD AND DIVIDEND PAYMENT DATES

NOTICE IS ALSO HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on Tuesday, 6 May 2025 for the purpose of determining Shareholders' entitlements to the proposed tax-exempt one-tier final dividend of 4.25 Singapore cents (\$S0.0425) per ordinary share for the financial year ended 31 December 2024 (the "Proposed Final Dividend").

Duly completed and stamped transfers received by the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 up to 5.00 p.m. on Tuesday, 6 May 2025 will be registered to determine Shareholders' entitlements to the Proposed Final Dividend. Shareholders (being depositors) whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares in the capital of the Company as at 5.00 p.m. on Tuesday, 6 May 2025 will be entitled to the Proposed Final Dividend.

The Proposed Final Dividend, if approved by the Shareholders at the Twenty-Second AGM of the Company, will be paid on Wednesday, 14 May 2025.

BY ORDER OF THE BOARD  
COMFORTDELGRO CORPORATION LIMITED

Angeline Joyce Lee Siang Pohr  
Cher Ya Li Sheryl  
Company Secretaries  
Singapore  
26 March 2025

EXPLANATORY NOTES:

ORDINARY BUSINESS:

- (a)

Resolution 3 is to approve the payment of Directors' fees for the Non-Executive Directors of the Company during the financial year ending 31 December 2025 ("FY2025"). The actual Directors' fees incurred for FY2024 was \$S1,516,196. The projected Directors' fees for FY2025 is higher than the Directors' fees approved for FY2024 to cater to an additional Board Committee as well as Directors' attendance at some of the newly acquired business units overseas to familiarise themselves with their respective operations. If the Resolution is passed, the Non-Executive Directors can be paid during the financial year in which the fees are incurred. In the event that the amount proposed is insufficient, approval will be sought at the next Annual General Meeting before any payments are made to the Non-Executive Directors for the shortfall.
- (b)

Mr Mark Christopher Greaves<sup>(1)</sup> will, upon re-election as a Director of the Company, continue to serve as Chairman of the Board, the Nominating and Remuneration Committee and the Strategy & Investment Committee, and as a member of the Sustainability Committee. Mr Greaves will be considered an Independent Non-Executive Director of the Company.
- (c)

Mr Choi Shing Kwok<sup>(1)</sup> will, upon re-election as a Director of the Company, continue to serve as Deputy Chairman of the Board, and as a member of the Nominating and Remuneration Committee, the Strategy & Investment Committee and the Sustainability Committee. Mr Choi will be considered an Independent Non-Executive Director of the Company.
- (d)

Mr Russell Stephen Balding AO<sup>(1)</sup> will, upon re-election as a Director of the Company, continue to serve as a member of the Audit and Risk Committee, the Nominating and Remuneration Committee and the Strategy & Investment Committee. Mr Balding will be considered an Independent Non-Executive Director of the Company, pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.
- (e)

Mr Lee Jee Cheng Philip<sup>(1)</sup> will, upon re-election as a Director of the Company, continue to serve as Chairman of the Audit and Risk Committee and as a member of the Nominating and Remuneration Committee. Mr Lee will be considered an Independent Non-Executive Director of the Company, pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.

SPECIAL BUSINESS:

- (f)

Ordinary Resolution 9, if passed, will empower the Directors to offer and grant Awards under the Scheme in accordance with the provisions of the Scheme and to issue from time to time such number of fully paid Shares as may be required to be issued pursuant to the vesting of the Awards subject to the maximum number of Shares prescribed under the terms and conditions of the Scheme. The aggregate number of Shares which may be issued pursuant to the Scheme and any other share-based schemes (if applicable) shall not exceed in aggregate (for the entire duration of the Scheme) two per centum (2%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time. The Scheme was approved at the AGM of the Company held on 26 April 2018.
- (g)

Ordinary Resolution 10, if passed, will renew the Share Buyback Mandate, and empower the Directors to exercise all powers of the Company to purchase or otherwise acquire (whether by way of Market Purchases or Off-Market Purchases) Shares on the terms of the Share Buyback Mandate as set out in the Circular to Shareholders dated 26 March 2025 (the "Circular"), which is available at [www.comfortdelgro.com](#).

The Company may use internal and external sources of funds to finance its purchases or acquisitions of Shares. The Directors do not propose to exercise the Share Buyback Mandate to such extent that it would result in any material adverse effect on the listing status of the Shares on the SGX-ST, liquidity and/or the orderly trading of the Shares and/or the financial position of the Company and its subsidiaries (collectively, the "Group"). The amount of financing required for the Company to purchase its Shares pursuant to the Share Buyback Mandate and the impact on the Company's financial position cannot be realistically ascertained as at the date of this Notice as this will depend on factors such as the aggregate number of Shares purchased, whether the Shares are purchased or acquired out of capital or profits, the purchase prices paid at the relevant times, and whether the Shares purchased or acquired are held in treasury or cancelled. The rationale for the Share Buyback Mandate, the source of funds to be used for the Share Buyback Mandate, the impact of the Share Buyback Mandate on the Company's financial position, the implications arising as a result of the Share Buyback Mandate under the Singapore Code on Take-overs and Mergers and on the listing of the Company's Shares on the SGX-ST are set out in the Circular, which is enclosed together with this Notice.

An illustration of the total number of Shares which may be purchased or acquired by the Company up to the Maximum Limit, pursuant to the Share Buyback Mandate, is contained in paragraph 3.2.1 of the Circular.

An illustration of the maximum amount of financing or funds required for the purchase or acquisition of Shares up to the Maximum Limit at the relevant Maximum Price in the case of Market Purchases and an illustration of the maximum amount of financing or funds required for the purchase or acquisition of Shares up to the Maximum Limit at the relevant Maximum Price in the case of Off-Market Purchases, pursuant to the Share Buyback Mandate, are contained in paragraph 3.5.2(b) of the Circular.

An illustration of the financial impact of the purchase or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate on the audited financial statements of the Group for the financial year ended 31 December 2024 is set out in the Circular.

A share buyback mandate (the "2024 Mandate") on the same terms was renewed at the AGM of the Company held on 26 April 2024. Details of the Company's acquisition of Shares pursuant to the 2024 Mandate are contained in paragraph 3.9 of the Circular.

<sup>(1)</sup> Detailed information on the Directors who are proposed to be re-elected can be found under the sections entitled "Board of Directors", "Directors' Particulars" and "Additional Information on Directors Seeking Re-election" in the FY2024 Annual Report of the Company.

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 more than two (2) proxies, 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 AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM (i.e., by 10.00 a.m. on Monday, 14 April 2025). CPF/SRS Investors should contact their respective agent banks for any queries they may have with regard to the appointment of proxy for the AGM.
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 [agm2025@comfortdelgro.com](mailto:agm2025@comfortdelgro.com); or  
(c) If submitted electronically, be lodged at the Company's AGM pre-registration website, [www.conveneagm.sg/CDG\\_AGM2025](http://www.conveneagm.sg/CDG_AGM2025), in each case, by 10.00 a.m. on Tuesday, 22 April 2025, being not less than seventy-two (72) hours before the time appointed for the holding of the AGM.  
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 AGM (i.e., by 10.00 a.m. on Tuesday, 22 April 2025), 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.
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 AGM is being convened and will be held physically ("Physical Meeting") and by electronic means ("Virtual Meeting").

Shareholders of the Company ("Shareholders") shall take note of the following arrangements for the conduct of the AGM on Friday, 25 April 2025 at 10.00 a.m.:

1. Attendance

The pre-registration procedures are set out below:

Virtual Meeting	Physical Meeting
Proceedings of the AGM will be broadcasted through live audio visual and audio-only feeds ("Live Webcast"). All Shareholders who wish to follow the proceedings of the AGM must pre-register online at the URL: <a href="http://www.conveneagm.sg/CDG_AGM2025">www.conveneagm.sg/CDG_AGM2025</a> for verification purposes by 10.00 a.m. on Tuesday, 22 April 2025. 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: <a href="http://www.conveneagm.sg/CDG_AGM2025">www.conveneagm.sg/CDG_AGM2025</a> not less than seventy-two (72) hours before the time appointed for the holding of the AGM (i.e., by 10.00 a.m. on Tuesday, 22 April 2025), failing which the appointment shall be invalid. Following verification, the Company will provide verified Shareholders and Proxy(ies) with a confirmation email by Wednesday, 23 April 2025 ("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 AGM 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 AGM. 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, 22 April 2025 but have not received the Confirmation Email for Virtual Meeting by Wednesday, 23 April 2025, please email to <a href="mailto:IR@comfortdelgro.com">IR@comfortdelgro.com</a> . If you have any queries on the Live Webcast, please email to <a href="mailto:IR@comfortdelgro.com">IR@comfortdelgro.com</a> or <a href="mailto:support@conveneagm.com">support@conveneagm.com</a> or call the telephone number +65 6856 7330.	Please pre-register for verification purposes by 10.00 a.m. on Tuesday, 22 April 2025 at the URL: <a href="http://www.conveneagm.sg/CDG_AGM2025">www.conveneagm.sg/CDG_AGM2025</a> and indicate your interest to attend the AGM physically at the AGM venue. 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 intention to attend the Physical Meeting at the URL: <a href="http://www.conveneagm.sg/CDG_AGM2025">www.conveneagm.sg/CDG_AGM2025</a> not less than seventy-two (72) hours before the time appointed for the holding of the AGM (i.e., by 10.00 a.m. on Tuesday, 22 April 2025), 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, 23 April 2025 ("Confirmation Email for Physical Meeting") via the email address provided during the pre-registration or as indicated in the Proxy Form. Shareholders who have registered by 10.00 a.m. on Tuesday, 22 April 2025 but have not received the Confirmation Email for Physical Meeting by Wednesday, 23 April 2025 please email to <a href="mailto:IR@comfortdelgro.com">IR@comfortdelgro.com</a> . If you have any queries on the attendance at the AGM venue, please email to <a href="mailto:IR@comfortdelgro.com">IR@comfortdelgro.com</a> .

2. Submission of Questions

- (a)

Submission of questions in advance of the AGM:  
Shareholders can submit questions in advance relating to the businesses of the AGM either via:  
(i) electronic mail, to [IR@comfortdelgro.com](mailto:IR@comfortdelgro.com); or  
(ii) the Company's AGM pre-registration website, [www.conveneagm.sg/CDG\\_AGM2025](http://www.conveneagm.sg/CDG_AGM2025).  
All questions must be submitted by 10.00 a.m. on Friday, 11 April 2025.  
The Company will endeavour to address questions which are substantial and relevant by 10.00 a.m. on Thursday, 17 April 2025, which is more than seventy-two (72) hours prior to the closing date and time for the lodgement of the proxy forms (i.e. 10.00 a.m. on Tuesday, 22 April 2025).
- (b)

Submission of questions during the AGM:  
  

Virtual Meeting	Physical Meeting
Shareholders and Proxy(ies) who have pre-registered and been verified to attend the AGM proceedings via the Live Webcast will be able to ask questions relating to the agenda of the AGM during the AGM 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 AGM within a certain prescribed time limit.	Verified Shareholders and Proxy(ies) attending the Physical Meeting will be able to ask questions in person at the AGM 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 AGM 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 AGM may be accessed at the Company's website at [www.comfortdelgro.com/agm2025proxyform](http://www.comfortdelgro.com/agm2025proxyform), or on SGXNET. The electronic proxy form is also available on the Company's AGM pre-registration site, [www.conveneagm.sg/CDG\\_AGM2025](http://www.conveneagm.sg/CDG_AGM2025).

- (a)

Live Voting  
Shareholders and Proxy(ies) may cast their votes in real time for each resolution to be tabled during the AGM 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 AGM 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 [agm2025@comfortdelgro.com](mailto:agm2025@comfortdelgro.com); or  
(iii) lodged at the Company's AGM pre-registration website, [www.conveneagm.sg/CDG\\_AGM2025](http://www.conveneagm.sg/CDG_AGM2025), and submitted by 10.00 a.m. on Tuesday, 22 April 2025, being not less than seventy-two (72) hours before the time appointed for the holding of the AGM.
- (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 AGM (i.e., by Monday, 14 April 2025), to ensure that their votes are submitted.

4. Access to documents or information relating to the AGM

The Annual Report for the financial year ended 31 December 2024 and the Circular dated 26 March 2025 in relation to the proposed renewal of the Share Buyback Mandate have been uploaded on SGXNET on 26 March 2025 and may be accessed via SGXNET and also the Company's website at [www.comfortdelgro.com](http://www.comfortdelgro.com).

5. Filming and Photography

When a Shareholder or Proxy attends, speaks and votes at the AGM 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.

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 (i) consents to the collection, use and disclosure of the member'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 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) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member disposes the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member 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 member's breach of warranty.



# COMFORTDELGRO CORPORATION LIMITED

(Incorporated in the Republic of Singapore)

(Co. Reg. No.: 200300002K)

## PROXY FORM ANNUAL GENERAL MEETING

### IMPORTANT

1. The Twenty-Second Annual General Meeting (the “**AGM**”) of the Company will be held physically (“**Physical Meeting**”) and by electronic means (“**Virtual Meeting**”).
2. 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.
3. 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 AGM dated 26 March 2025.
4. 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 at the commencement of the live voting of the Annual General Meeting (the “**AGM**” or “**Meeting**”), the Chairman of the Meeting as my/our proxy/proxies to vote for me/us on my/ our behalf at the Twenty-Second AGM to be held at Level 3, Summit 1 Room, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Friday, 25 April 2025 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 Resolutions 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.	Resolutions	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.	Adoption of Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2024			
2.	Declaration of Final Dividend for the financial year ended 31 December 2024			
3.	Approval of Directors’ Fees of up to S\$1,750,000 for financial year ending 31 December 2025			
4.	Re-election of Mr Mark Christopher Greaves as a Director			
5.	Re-election of Mr Choi Shing Kwok as a Director			
6.	Re-election of Mr Russell Stephen Balding AO as a Director			
7.	Re-election of Mr Lee Jee Cheng Philip as a Director			
8.	Re-appointment of Auditors and authorising the Directors to fix their remuneration			
<b>Special Business</b>				
9.	Authority to issue shares under the ComfortDelGro Executive Share Award Scheme			
10.	Renewal of the Share Buyback Mandate			

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

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

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 more than two (2) proxies, 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 **agm2025@comfortdelgro.com**; or
  - (c) If submitted electronically, be lodged at the Company's AGM pre-registration website, **www.conveneagm.sg/CDG\_AGM2025**, in each case, **by 10.00 a.m. on Tuesday, 22 April 2025**, being not less than seventy-two (72) hours before the time appointed for the holding of the AGM.
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 AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM (i.e., by 10.00 a.m. on Monday, 14 April 2025) CPF/SRS Investors should contact their respective agent banks for any queries they may have with regard to the appointment of proxy for the AGM.
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 AGM, 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

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

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