



ZACD GROUP LTD.

杰地集團有限公司*

(a company incorporated in the Republic of Singapore with limited liability)

(Stock Code: 8313)

8 April 2024

Dear Shareholders

ANNUAL GENERAL MEETING ON 24 APRIL 2024

This letter is circulated together with and forms part of ZACD Group Ltd.'s (the "**Company**") Notice of Annual General Meeting ("**AGM**"), Proxy Form and Circular of AGM dated 8 April 2024 in respect of the upcoming AGM scheduled to be held on Wednesday, 24 April 2024 at 10:00 a.m.

Having received overwhelming indication from the majority shareholders, the Board wishes to inform Shareholders that the Company will be conducting the AGM wholly by way of electronic means. There will be no physical location to facilitate the conduct of AGM.

The Company will arrange for (i) a ZOOM Meeting of the AGM (to be hosted at 300 Beach Road, #34-05 The Concourse, Singapore 199555), which allows Shareholders to join the AGM and (ii) audio only, which allows Shareholders to listen to the AGM (*upon request after the AGM*).

* *for identification purposes only*

INSTRUCTIONS TO SHAREHOLDERS

Shareholders will need to complete the following steps to be able to access the proceedings of the AGM of the Company:

ACCESSING PROCEEDINGS OF AGM

(i) ZOOM Meeting

For Shareholders who would like to join the AGM, you will need to register by sending an email to [**agm.enquiries@zacdgroup.com**](mailto:agm.enquiries@zacdgroup.com) providing personal particulars as follows:

- a) Full name;
- b) Number of Shares held;
- c) Registered Address;
- d) Postal Code;
- e) Contact Number; and
- f) Email Address

no later than 10:00 a.m. on 22 April 2024 (*being not less than forty-eight (48) hours before the time appointed for holding the AGM*) to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email confirmation by 23 April 2024 which contains a link to join the AGM. Shareholders **MUST NOT** forward the link to other persons who are not the Shareholders and who are not entitled to attend the AGM.

THE COMPANY WILL NOT ACCEPT ANY PHYSICAL ATTENDANCE BY SHAREHOLDERS (IN SINGAPORE).

(ii) *Audio only*

For Shareholders who would like to have an audio recording of the AGM after the AGM, will need to send an email to agm.enquiries@zacdgroup.com providing personal particulars as follows:

- a) Full name;
- b) Number of Shares held;
- c) Registered Address;
- d) Postal Code;
- e) Contact Number; and
- f) Email Address

no later than 10:00 a.m. on 22 June 2024 (*being not less than forty-eight (48) hours before the time appointed for holding the AGM*) to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email notification by 25 April 2024 which contains the details of the audio recording of the AGM. Shareholders **MUST NOT** share the contents of the audio recording with other persons who are not the Shareholders of the Company.

DOCUMENTS FOR THE AGM

The Notice of AGM, Circular of AGM, Annual Report for 2023 is available for download from the GEM website and the Company's website at www.zacdgroup.com.

QUESTIONS FROM SHAREHOLDERS

Shareholders may submit any questions they may have in advance in relation to any resolutions set out in the Notice of AGM by **10:00 a.m. on 22 April 2024** (*being not less than forty-eight (48) hours before the time appointed for holding the AGM*) via email to the Company at **agm.enquiries@zacdgroup.com** providing personal particulars as follows for verification purposes:

- a) Full name;
- b) Number of Shares held;
- c) Registered Address;
- d) Postal Code;
- e) Contact Number; and
- f) Email Address

The Board will address the questions during the AGM proceedings.

PROXY VOTING

Voting at the AGM is by PROXY ONLY. Shareholders who wish to vote on any or all of the resolutions at the AGM **must appoint the Chairman** of the AGM as their proxy by completing the Proxy Form for the AGM. Shareholders should specifically indicate how they wish to vote for or vote against the resolutions set out in the Notice of AGM.

In order to be valid, the duly completed and signed proxy form must be deposited together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, at the office of the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated URL (**https://spot-meeting.tricor.hk**) by using the username and password provided on the notification letter sent by the Company on 8 April 2024 as soon as possible but in any event not later than forty-eight (48) hours before the time appointed for holding the AGM or its adjournment. **FAILURE TO DO SO WILL RESULT IN THE REJECTION OF YOUR PROXY FORM.**

KEY DATES/DEADLINES

No.	Key dates	Actions
1.	From 8 April 2024 (Monday)	Shareholders may begin to pre-register at agm.enquiries@zacdgroup.com for ZOOM Meeting of the AGM proceedings.
2.	18 April 2024 (Thursday) by 4:30 p.m.	Deadline to lodge the transfers/share certificates with Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.
3.	22 April 2024 (Monday) by 10:00 a.m.	<p>i) Deadline to deposit the Proxy Form to Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.</p> <p>ii) Deadline for Shareholders to:</p> <ul style="list-style-type: none"> • Pre-register for ZOOM Meeting • Request the audio recording after AGM • Submit questions in advance prior AGM • Submit Proxy Forms
4.	23 April 2024 (Tuesday) by 12:00 p.m.	Individuals or corporates whose status as shareholders have been verified will receive an email confirmation which will contain a password and the link to join the ZOOM Meeting.
5.	24 April 2024 (Wednesday) by 9:45 a.m.	Click on the link in the Confirmation Email and enter the password to join the ZOOM Meeting.
6.	25 April 2024 (Thursday) by 12:00 p.m.	Individuals or corporate whose status as shareholders have been verified, who had requested for the audio recording on 12 June 2023 will receive an email notification.

If you have any questions relating to the AGM, please email to the Company at agm.enquiries@zacdgroup.com.

We would like to thank all Shareholders for your understanding and co-operation.

Yours faithfully
For and on behalf of
ZACD GROUP LTD.

Sim Kain Kain
Chairman and Executive Director

Singapore, 8 April 2024