

General Announcement::Notices by Electronic Communications**Issuer & Securities**

Issuer/ Manager	UPP HOLDINGS LIMITED
Securities	UPP HOLDINGS LIMITED - SG1K55001665 - U09
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Announcement Details

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Date & Time of Broadcast	27-Mar-2018 17:10:20
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Announcement Sub Title	Notices by Electronic Communications
Announcement Reference	SG180327OTHL8NP
Submitted By (Co./ Ind. Name)	Koh Wan Kai
Designation	Executive Director
Description (Please provide a detailed description of the event in the box below)	Please refer to the attachments.
Attachments	📄Announcement on Notices by Electronic Communication.pdf 📄Notices by Electronic Communications to Shareholder.pdf Total size =231K



UPP HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 196700346M)

NOTICES BY ELECTRONIC COMMUNICATIONS

As part of the Company's efforts to promote sustainability by conserving environmental and financial resources, the Company will be implementing the use of electronic communications to serve notices and documents such as annual reports and circulars to shareholders of the Company.

1. Companies Act and Company's Constitution

Under the Companies Act, where a notice of meeting or any accounts, balance-sheet, financial statements, report or other document is required or permitted to be given, sent or served under the Companies Act or under the constitution of a company by the company or the directors of the company to a shareholder of the company, that notice or document may be given, sent or served using electronic communications with the express, implied or deemed consent of the shareholder in accordance with the constitution of the company.

The Companies Act further provides that a shareholder shall be deemed to have consented to notices or documents being given, sent or served using electronic communications if:

- (a) the constitution of the company provides for the use of electronic communications;
- (b) the constitution of the company specifies in the manner in which electronic communications is to be used;
- (c) the constitution of the company specifies that the shareholder will be given an opportunity to elect within a specified period of time (the specified time), whether to receive such notice or document by way of electronic communications or as a physical copy; and
- (d) the shareholder was given an opportunity to elect whether to receive such notice or document by way of such electronic communications or as a physical copy, and he failed to make an election within the specified time.

It is provided under the Company's Constitution that a notice of a meeting or other document required or permitted to be given, sent or served under the Companies Act or the Company's Constitution to any person (including a shareholder) may also be given, sent or served by the Company by way of electronic mail, posting of the notice or document on a specified website, sending of data storage devices including, without limitation, CD-ROMS and USB flash drives to the current address of that person, or such other forms of electronic communications as the Company's directors deem fit in accordance with the Companies Act and/or any other applicable regulations, law or procedures provided always that, the shareholder is given an opportunity to elect within a specified period of time whether to receive such notice or document by way of electronic communications or as a physical copy and the shareholder, having been given an opportunity to elect whether to receive such notice or document by way of such electronic communications or as a physical copy, failed to make an election within the specified time.

In accordance with the Company's Constitution, electronic communications could include, without limitation, electronic mail or posting of the notice or document on a specified website.

2. Standing Election

In accordance with the Companies Act, the Listing Rules of the SGX-ST and the Company's Constitution, shareholders are to note that:

- (a) they have the right to elect within the time specified in this announcement, whether to receive documents in either electronic or physical copies;
- (b) if they do not make an election, documents will be sent to them by way of electronic communications;

- (c) the manner in which electronic communications will be used is the manner specified in the Company's Constitution;
- (d) the election is a standing election but the shareholder may make a fresh election at any time; and
- (e) until the shareholder makes a fresh election, the election that is conveyed to us last in time prevails over all previous elections as the shareholder's valid and subsisting election in relation to all documents to be sent.

Any shareholder who wishes to continue receiving physical copies of documents such as annual reports and circulars should complete the Election Form and return it by post to our Company's registrar, **M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902**, or by email to admin@upp-group.com by 3 April 2018. A copy of the Election Form will be mailed to shareholders and will also be posted on the Company's website at <http://www.upp-group.com/investorrelation.html> from the date of this announcement.

Shareholders are to note that if the Company does not receive the Election Form in the manner and by the date as set out above, they will be deemed to have consented to notices or documents being given, sent or served using electronic communications. The election is a standing election and the shareholder may make a fresh election at any time, but until the shareholder makes a fresh election, the election that is conveyed to us last in time prevails over all previous elections as the shareholder's valid and subsisting election in relation to all documents to be sent.

3. Listing Rules of the SGX-ST

Notwithstanding the use of electronic communications, the Company will continue to send the following documents to shareholders by way of physical copies:

- (a) Forms or acceptance letters that shareholders may be required to complete;
- (b) Notice of meetings, excluding circulars or letters referred in that notice;
- (c) Notices and documents relating to takeover offers and rights issues; and
- (d) Notices under Rules 1211 and 1212.

Notwithstanding any election that a shareholder has made, when the Company uses electronic communications to send a document to shareholders, the Company will inform the shareholder as soon as practicable of how to request a physical copy of the document.

BY ORDER OF THE BOARD

UPP Holdings Limited

Tong Kooi Ong
Chief Executive Officer and Chairman

27 March 2018



UPP HOLDINGS LIMITED

1 Kim Seng Promenade #13-10 Great World City West Tower Singapore 237994
Tel: (65) 6836 5522 Fax: (65) 6836 5500
Website: www.upp-group.com

Co. Reg. No. 196700346M

27 March 2018

Dear Shareholder

NOTICES BY ELECTRONIC COMMUNICATIONS

As part of the Company's efforts to promote sustainability by conserving environmental and financial resources, the Company will be implementing the use of electronic communications to serve notices and documents such as annual reports and circulars to shareholders of the Company.

Companies Act and Company's Constitution

Under the Companies Act, where a notice of meeting or any accounts, balance-sheet, financial statements, report or other document is required or permitted to be given, sent or served under the Companies Act or under the constitution of a company by the company or the directors of the company to a shareholder of the company, that notice or document may be given, sent or served using electronic communications with the express, implied or deemed consent of the shareholder in accordance with the constitution of the company.

The Companies Act further provides that a shareholder shall be deemed to have consented to notices or documents being given, sent or served using electronic communications if:

- (a) the constitution of the company provides for the use of electronic communications;
- (b) the constitution of the company specifies in the manner in which electronic communications is to be used;
- (c) the constitution of the company specifies that the shareholder will be given an opportunity to elect within a specified period of time (the specified time), whether to receive such notice or document by way of electronic communications or as a physical copy; and
- (d) the shareholder was given an opportunity to elect whether to receive such notice or document by way of such electronic communications or as a physical copy, and he failed to make an election within the specified time.

It is provided under the Company's Constitution that a notice of a meeting or other document required or permitted to be given, sent or served under the Companies Act or the Company's Constitution to any person (including a shareholder) may also be given, sent or served by the Company by way of electronic mail, posting of the notice or document on a specified website, sending of data storage devices including, without limitation, CD-ROMS and USB flash drives to the current address of that person, or such other forms of electronic communications as the Company's directors deem fit in accordance with the Companies Act and/or any other applicable regulations, law or procedures provided always that, the shareholder is given an opportunity to elect within a specified period of time whether to receive such notice or document by way of electronic communications or as a physical copy and the shareholder, having been given an opportunity to elect whether to receive such notice or document by way of such electronic communications or as a physical copy, failed to make an election within the specified time.

In accordance with the Company's Constitution, electronic communications could include, without limitation, electronic mail or posting of the notice or document on a specified website.

Standing Election

In accordance with the Companies Act, the Listing Rules of the SGX-ST and the Company's Constitution, we wish to inform you that:

- (a) you have the right to elect within the time specified in this letter, whether to receive documents in either electronic or physical copies;
- (b) if you do not make an election, documents will be sent to you by way of electronic communications;
- (c) the manner in which electronic communications will be used is the manner specified in the Company's Constitution;

- (d) the election is a standing election but that you may make a fresh election at any time; and
- (e) until you make a fresh election, the election that is conveyed to us last in time prevails over all previous elections as your valid and subsisting election in relation to all documents to be sent.

If you wish to continue receiving physical copies of documents such as annual reports and circulars, please let us know by 3 April 2018 by completing the Election Form below and returning it by post to our Company's registrar, **M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902**, or by email to admin@upp-group.com.

Please note that if we do not receive your Election Form in the manner and by the date as set out above, you will be deemed to have consented to notices or documents being given, sent or served using electronic communications. Your election is a standing election and you may make a fresh election at any time, but until you make a fresh election, the election that is conveyed to us last in time prevails over all previous elections as your valid and subsisting election in relation to all documents to be sent.

Listing Rules of the SGX-ST

Notwithstanding the use of electronic communications, the Company will continue to send the following documents to shareholders by way of physical copies:

- (a) forms or acceptance letters that shareholders may be required to complete;
- (b) notice of meetings, excluding circulars or letters referred in that notice;
- (c) notices and documents relating to takeover offers and rights issues; and
- (d) notices under Rules 1211 and 1212.

Notwithstanding any election that you have made, when we use electronic communications to send a document to you, we will inform you as soon as practicable of how to request a physical copy of the document.

Yours sincerely,

Song Ruoh Jin
Company Secretary

27 March 2018

ELECTION FORM

To : **UPP Holdings Limited**
c/o M & C Services Private Limited
112 Robinson Road #05-01
Singapore 068902

NB: Please tick accordingly. Incomplete or incorrectly completed forms will not be processed.

I/We wish to receive physical copies of notices and documents.

Name(s) of Shareholder(s): _____

NRIC/Passport/Company Registration Number: _____

Mailing Address: _____

Signature(s): _____

Date: _____