

REPL::ANNUAL GENERAL MEETING::VOLUNTARY

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SEVAK LIMITED

Security

SEVAK LIMITED - SG1BD0000008 - BAI

Announcement Details

Announcement Title

Annual General Meeting

Date & Time of Broadcast

29-Apr-2021 19:40:27

Status

Replacement

Announcement Reference

SG210408MEETVEUS

Submitted By (Co./ Ind. Name)

Chada Anitha Reddy

Designation

Non-Independent Non-Executive Director

Financial Year End

31/12/2020

Event Narrative

Narrative Type	Narrative Text
Additional Text	Reference is made to the announcement made on 8 April 2021 on the Notice of Annual General Meeting ("AGM").
Additional Text	Please see attached the Responses to Questions from Shareholders for AGM and Extraordinary General Meeting.
Additional Text	This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this announcement.
Additional Text	This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.
Additional Text	The contact person for the Sponsor is:- Name: Mr. Shervyn Essex, Registered Professional, RHT Capital Pte. Ltd.

Address: 6 Raffles Quay, #24-02, Singapore 048580
Contact: sponsor@rhtgoc.com

Event Dates

Meeting Date and Time

30/04/2021 11:30:00

Response Deadline Date

27/04/2021 11:30:00

Event Venue(s)

Place

Venue(s)	Venue details
Meeting Venue	The AGM will be convened and held by way of electronic means. Shareholders will not be able to attend the AGM in person. Please refer to the Notice of AGM containing the alternative arrangements for the AGM.

Attachments

[Questions from Shareholders-AGM EGM final.pdf](#)

Total size =63K MB

Related Announcements

Related Announcements

[08/04/2021 07:51:36](#)

SEVAK LIMITED

Company Registration No.: 199304568R
(Incorporated in the Republic of Singapore)

RESPONSES TO QUESTIONS FROM SHAREHOLDERS FOR ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

The Board of Directors (the “**Board**”) of Sevak Limited (the “**Company**”) wishes to announce that the Company has received questions from the Shareholders in relation to the Company’s Annual Report for the financial year ended 31 December 2020 (“**FY2020**”) and circular to shareholders dated 8 April 2021 for an Extraordinary General Meeting. The Company’s responses to the corresponding questions from the Shareholders are set out below:-

Question 1:

"On 19 February 2021, the shareholders’ of the Company approved the transfer from Main Board to the Catalist board although the process started late last year. The step was taken after due deliberations and planning by the Board, management and our professional advisors. The rationale for the movement has been announced by the Company from time to time. The technology, innovation and business opportunities today need fast actions and we needed speed in decision making. Hence, this transfer will assist the Company with greater speed and flexibility in managing such corporate decisions for acquisitions, divestments and/or mergers and other corporate restructuring actions. It also provides greater flexibility to the Company to motivate the current and future employees by offering share schemes, which will also better align the interests of the employees with shareholders of the Company"

From my understanding, companies in the Catalist Board are required to have a sponsor and transactions would now need to be reviewed by a sponsor - an additional step. Hence, it is puzzling that the company mentions that a transfer from Mainboard to the Catalist Board ensures "speed in decision making"? Please explain why a transfer from Mainboard to the Catalist Board ensures "*speed in decision making*", when transactions now require an additional review step by the sponsor?

How does a transfer to the Catalist Board ensure greater "*flexibility in managing such corporate decisions for acquisitions*"?

Company’s Response:

The Company has explained the rationale for movement from Mainboard to the Catalist in its circular dated 28 January 2021. The technology business segment is typically fast moving. In order to successfully grow that segment, the Company would require greater flexibility in managing such corporate actions, inter alia, the ability to complete transactions within a shorter timeline. This would provide the Company with the flexibility to onboard certain strategic corporate actions with partners in a timely manner, facilitating the implementation of its business growth and expansion plans, which may include acquisitions, divestments and/or mergers.

The market capitalisation of the Company on Mainboard makes it difficult for the Company to achieve growth and carry out corporate exercises such as fund-raising through share issuances or acquisitions and/or disposals due to the mandate for share issuances and thresholds for Shareholders' approvals in respect of acquisitions and/or disposals being lower on the Mainboard as compared to the Catalist, resulting in difficulty for the Company to execute corporate actions in the interests of the Company and minority Shareholders of the Company in a timely manner.

Question 2:

I understand that Mainboard companies are also allowed to offer share schemes. **How does a transfer to the Catalist Board "motivate the current and future employees by offering share schemes" *differently* from a Mainboard listing?**

Company's Response:

Under the Mainboard Rules of the SGX-ST, companies have a cap of 15% of the total outstanding capital for share schemes but there is no such restriction on share schemes under the Catalist Rules. The Company has proposed and received the approval of 30% limit under its Employee Share Scheme following its transfer to the Catalist board. As the Company increases its reliance of high quality human capital, the Company intends to further motivate the current and future employees by offering share schemes, which will also better align the interests of these employees with Shareholders of the Company. The transfer to Catalist provides greater flexibility to the Company for offering share schemes.

Question 3:

I note that "the Company's plan going forward is to focus on exiting the sunset/non-strategic businesses and monetize assets and create plans to move into new innovation oriented businesses and find strategic partners"

Which assets does the company consider sunset/non-strategic? How does the company determine if an asset is sunset/non-strategic or otherwise? What criteria is used in determining if an asset is sunset/non-strategic or otherwise? Shareholders might have a different view whether a particular business is sunset/non-strategic or otherwise. Would shareholders be consulted when a purported sunset/non-strategic business is disposed of? Would these sunset/non-strategic businesses be sold off at fire-sale prices? What safeguards are in place to ensure that sunset/non-strategic businesses are disposed of at a fair and reasonable price? Would shareholders be consulted *regarding the consideration* whereby a purported sunset/non-strategic business is disposed of?

Company's Response:

The Company is in the process of identifying and evaluating its strategic business plans. Once finalised, it will be presented to the Board for review and assessment. The Company will make the necessary announcement when there are any material updates.

The Board will follow all relevant rules and regulations and other regulatory guidelines, as applicable, for the divestment process, safeguarding the interests of all shareholder including the minority shareholders.

Question 4:

The Company has proposed to change its name from “SEVAK Limited” to “Digilife Technologies Limited”. The Company has always strived for its vision of moving from information to innovation and 2020 has taught us the importance of digitization and technology in every facet of life. The new name denotes the Company’s digital and technology push for the businesses it is into. I note that the company was known as S i2i before its current name of SEVAK. **Why does the company keep changing its name in such a short duration of time?**

Company’s Response:

The Company has explained the rationale for the proposed change of name of the Company in its circular dated 8 April 2021 reproduced below for ready reference.

The Company proposes to change its name from “SEVAK LIMITED” to “DIGILIFE TECHNOLOGIES LIMITED”. Year 2020 has accelerated the existing trend of “Digitalization”. Quick development and adoption of newer innovative technologies are pushing companies further and faster into the future. All customers, both enterprises and individuals, are looking for solutions via digital means or sources. Thus, digitalization and technology has revolutionized the world and will continue to transform our lives.

Keeping in view the rapidly changing business landscape, the Company has further aligned its strategy. The Company aims to transform itself into a high growth business with futuristic technologies leading towards digitalization.

The new name of the Company signifies its purpose and vision, the Board is of the view that the new name will reflect the Company’s futuristic, high growth business strategy and inclusive new age culture, in a much more meaningful manner.

The Board is of the view that the new name connotes required agility, future readiness and focus on value creation for all stakeholders. The Directors believe that the Proposed Change of Name will better reflect the Company’s corporate culture and business direction, going forward. This will allow the public and the Company’s business partners to identify and recognise the Company and Group under this new name.

Question 5:

Will there be more name changes in the future?

Company’s Response:

The Company is unable to comment further at this time.

Question 6:

There are costs involved each time a company changes name such as fees to ACRA, purchase of new company stamp and paraphernalia, changing of company signage etc. **What are the costs involved each time the company changes name? How much such costs were incurred previously when the company changed name from S i2i to SEVAK? Please quantify them.**

Company's Response:

The expenses incurred are not material to the Company's financial position.

Question 7:

I note that Electric vehicles are very "in fashion" these days. The Government of Singapore announced certain incentives to encourage the adoption of electric vehicles. Shares of electric vehicle manufacturers such as TESLA have skyrocketed. However the company's battery electric vehicles have not gained much traction. In fact, it is still loss making. **Does the company still consider the battery electric vehicles to be a strategic asset/business? What is the company doing to improve the performance of its battery electric vehicles business?**

Company's Response:

At this moment the Company is pursuing the Battery Electric Vehicle ("BEV") business. As per the Company's assessment the business is still part of a growth industry. The Company is working on a business to business model and continuing its tie up with a ride hailing app company and has moved to a rental model with higher efficiency and low cost.

Question 8:

Would the company benefit from the new incentives dished out by the authorities to increase adoption of electric vehicles? If so, how much?

Company's Response:

The Company has not benefited from any incentives in the BEV business as we have not added any new electric vehicles in the last 3 years.

Question 9:

What does the company estimate the total addressable market size to be?

Company's Response:

The Company is currently operating in the Singapore market only. The Singapore EV % as compared to fossil fuel car's populations is not significant at this time.

Question 10:

COVID-19 pandemic is still raging in many parts of the world. Of note, India, a country which the company has a sizable presence in, is suffering from a huge wave of COVID cases and deaths.

What impact does COVID-19 have on our operations in India? Are our businesses in India still operating at the present moment?

Company's Response:

Our ICT business in India is considered an essential service to support other businesses. As such, our business is currently operating as usual and there is no material impact at this stage to our India business. The Company shall make the relevant announcement if there is any material impact to the business operations of the Company due to this.

Question 11:

Over the last year, due to COVID-19, have any customers cancelled or deferred their orders? If so, how many and what percentage? Have any customers asked for payment deferment or defaulted on their payments? If so, how many and what percentage?

Company's Response:

The current deferment or cancellations of payments, if any are not significant enough to be material in our business at this time.

Question 12:

I note the company does not have a five-year financial summary page in its Annual report, something that is very common in the Annual report of other companies. **Can the company put up a five-year financial summary page in the next annual report, highlighting the company changes in revenue, profit, dividends, EPS, NAV etc over the past 5 years?**

Company's Response:

The Company has noted the suggestion and shall consider it during the publication of next year's Annual Report.

Question 13:

I note that the company incurred a significant net loss this year. **What is the outlook and prospects for the company going forward? Or will this year's net loss be a temporary setback, with brighter days and prospects for the company going forward? Will the company be going back to the dark days whereby it has lost money for so many years and had to be subjected to the SGX Watchlist?**

Company's Response:

2020 was an unprecedented pandemic affected year for the whole world including Singapore. All businesses were affected. The Company has a policy of not giving any forecasts.

The Company's FY2020 Annual Report has been announced, please refer to the announcement dated 8 April 2021.

Question 14:

What is the company doing to avoid a repeat of history, whereby it was bleeding red ink for so many years consecutively? What lessons have the company learnt from the dark days of consecutive and significant losses in the 201X years?

Company's Response:

The Company reviews its strategy from time to time to improve the results which the Company will continue to do.

Question 15:

While the company keeps changing names, you continue to destroy shareholder value. Over the years, you have wiped out most of the company enterprise value through dubious acquisitions that did not generate any value and burnt shareholders investments, poor management decisions and questionable corporate governance of a family-run company. You have been on the SGX watchlist as well. **How long before you pay shareholders some token amount and exit?**

Company's Response:

The Company reviews its strategy from time to time and will continue to try to create value for the shareholders as a going concern to the best of its abilities.

BY ORDER OF THE BOARD

Chada Anitha Reddy

Non-Independent Non-Executive Director
Sevak Limited

29 April 2021

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The contact person for the Sponsor is Mr Shervyn Essex, Registered Professional, RHT Capital Pte. Ltd. at 6 Raffles Quay, #24-02, Singapore 048580, sponsor@rhtgoc.com