

G. K. GOH HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number 199000184D

NOTICE OF EXTRAORDINARY GENERAL MEETING

All capitalised terms used in this Notice which are not defined herein shall, unless the context otherwise requires, have the same meaning ascribed to them in the Circular to Shareholders of the Company dated 23 December 2021.

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of G. K. Goh Holdings Limited (the “**Company**”) will be convened and held by way of electronic means on Monday, 10 January 2022 at 2.00 p.m. (Singapore time) for the purpose of considering and, if thought fit, passing with or without any modifications, the following resolution which will be proposed as an Ordinary Resolution:

ORDINARY RESOLUTION

Approval for the Proposed Disposal of the Relevant Boardroom Shares

That:

- (a) the entry by the Company into the irrevocable undertaking (the “**Undertaking**”) with Apricus Global Pte. Ltd. (the “**Offeror**”) dated 6 August 2021 in connection with, *inter alia*, acceptance of the pre-conditional voluntary general cash offer (the “**Offer**”) by the Offeror for all the ordinary shares (“**Boardroom Shares**”) in the capital of Boardroom Limited (the “**Proposed Disposal**”) be approved, confirmed, ratified, and adopted;
- (b) the transfer of (i) 192,919,905 Boardroom Shares held by Salacca Pte. Ltd. (“**Salacca**”) and (ii) any other Boardroom Shares which Salacca or the Company may become the registered holder or beneficial owner of or in which Salacca or the Company may become otherwise interested after the date of the Undertaking, including any Boardroom Shares which may be issued to Salacca or the Company whether pursuant to any bonus issue, rights issue or distribution of Boardroom Shares or otherwise, on or after the date of the Undertaking, to the Offeror in connection with and pursuant to the Proposed Disposal, and all other transactions contemplated by the Undertaking, be and are hereby approved, in each case on the terms and conditions of the Undertaking; and
- (c) the Directors and each of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required under or pursuant to the Undertaking and to make such amendments thereto as the Directors may consider necessary, desirable or expedient) in connection with the Proposed Disposal and all other transactions contemplated by the Undertaking as they or he/she may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Resolution as they or he may deem fit.

BY ORDER OF THE BOARD

Ngiam May Ling
Thomas Teo Liang Huat
Secretaries
Singapore
23 December 2021

Notes:

- (1) The Extraordinary General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. This Notice will be sent to Shareholders by electronic means via publication on the Company's website at the URL <http://www.gkgoh.com/investor.aspx> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. In addition, printed copies of this Notice will be sent by post to Shareholders.
- (2) Alternative arrangements relating to attendance at the Extraordinary General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of, or live, at the Extraordinary General Meeting, addressing of substantial and relevant questions prior to, or at, the Extraordinary General Meeting and voting by appointing the Chairman of the Meeting as proxy at the Extraordinary General Meeting, are set out in paragraphs 11 and 12 of this Circular. The Circular may be accessed at the Company's website at the URL <http://www.gkgoh.com/investor.aspx>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- (3) **As a precautionary measure due to the current COVID-19 situation in Singapore, a Shareholder will not be able to attend the Extraordinary General Meeting in person. A Shareholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Extraordinary General Meeting if such Shareholder wishes to exercise his/her/its voting rights at the Extraordinary General Meeting.** The Proxy Form may be accessed at the Company's website at the URL <http://www.gkgoh.com/investor.aspx>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. In addition, printed copies will be sent by post to Shareholders. Where a Shareholder (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstention from voting, in respect of the 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. CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators by 5.00 p.m. on Wednesday, 29 December 2021 to submit their votes.
- (4) The Chairman of the Meeting, as proxy, need not be a Shareholder.
- (5) The Proxy Form appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner: (a) if submitted by post, be deposited at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or (b) if submitted electronically, be submitted via email to egm@gkgoh.com, in either case by 2.00 p.m. on Friday, 7 January 2022, being 72 hours before the time appointed for holding the Extraordinary General Meeting. A Shareholder who wishes to submit the Proxy Form can either use the printed copy of the Proxy Form which is sent to him/her/it by post or download a copy of the Proxy Form from the Company's website or the SGX website, and 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. **Due to the current COVID-19 situation in Singapore, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.**

Personal Data Privacy:

By submitting a Proxy Form appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a Shareholder consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.