

VOLUNTARY CONDITIONAL CASH OFFER

by



UNITED OVERSEAS BANK LIMITED
(Company Registration No.: 193500026Z)
(Incorporated in the Republic of Singapore)



MAYBANK SECURITIES PTE. LTD.
(Company Registration No.: 197201256N)
(Incorporated in the Republic of Singapore)

and

for and on behalf of

VERVEINE PTE. LTD.
(Company Registration No.: 202306811W)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of



G. K. GOH HOLDINGS LIMITED
(Company Registration No.: 199000184D)
(Incorporated in the Republic of Singapore)

14 March 2023

To: The Shareholders of G. K. Goh Holdings Limited

Dear Sir/Madam,

NOTIFICATION OF ELECTRONIC DESPATCH OF OFFER DOCUMENT AND RELATED DOCUMENTS (THE "NOTIFICATION")

Unless otherwise defined herein, capitalized terms used in this Notification shall have the same meanings as defined in the Offer Document (as defined herein).

1. INTRODUCTION

1.1 United Overseas Bank Limited ("**UOB**") and Maybank Securities Pte. Ltd. ("**Maybank**") and together with UOB, the "**Financial Advisers**") refer to the offer announcement released on 28 February 2023 (the "**Offer Announcement**"), for and on behalf of Verveine Pte. Ltd. (the "**Offeror**"), in relation to the voluntary conditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**Offer Shares**") in the capital of G. K. Goh Holdings Limited ("**GKGH**" or the "**Company**").

2. ISSUE OF OFFER DOCUMENT

2.1 The Financial Advisers have today issued the formal offer document (the "**Offer Document**") in relation to the Offer, and its related documents, for and on behalf of the Offeror. Pursuant to the Securities Industry Council's Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-over Documents under The Singapore Code On Take-overs And Mergers issued on 29 June 2021, the Offeror has opted to electronically despatch the Offer Document.

Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.

3. INSTRUCTIONS TO LOCATE THE OFFER DOCUMENT ELECTRONICALLY

3.1 The electronic copy of the Offer Document is located on the “Company Announcements” page of the Company on the website of the SGX-ST. To download the electronic copy of the Offer Document and its related documents:

(i) please access the following URL:

<https://www.sgx.com/securities/company-announcements?value=G.%20K.%20GOH%20HOLDINGS%20LIMITED&type=company>

OR

scan the QR Code below



AND

(ii) select the announcement of the Company on 14 March 2023 under the title “**Voluntary Conditional Cash Offer – Electronic Despatch of Offer Document**”. The Offer Document and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.

The Offer Document and its related documents may also be accessed on the Company’s website at the URL <https://www.gkgoh.com/investor.aspx>, under the announcement on 14 March 2023.

3.2 Shareholders may also obtain printed copies of the Offer Document, during normal business hours and up to the Closing Date (as defined below), from the Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at its office located at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, by submitting a request to the Registrar via phone (+65 6536 5355) or by email (srs.teamb@boardroomlimited.com).

3.3 The printed copy of this Notification sent to you is accompanied by a pre-addressed envelope, which is pre-paid for posting in Singapore only (it is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore), together with:

- (i) a Form of Acceptance and Authorisation for Offer Shares (the “**FAA**”) for Shareholders whose Offer Shares are deposited with The Central Depository (Pte) Limited (“**CDP**”); and/or
- (ii) a Form of Acceptance and Transfer for Offer Shares (the “**FAT**”, and together with the FAA, the “**Acceptance Forms**”) for Shareholders whose Offer Shares are not deposited with CDP (“**in scrip form**”).

3.4 If your Offer Shares are deposited with CDP and you do not receive the FAA, you may obtain a copy of such FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP by contacting CDP’s Customer Service Hotline at +65 6535 7511 during their operating hours or emailing CDP at asksgx@sgx.com for instructions on how to obtain a copy of the FAA.

3.5 If your Offer Shares are in scrip form and you do not receive the FAT, you may obtain a copy of the FAT, upon production of satisfactory evidence that you are a Shareholder, from the Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

3.6 Electronic copies of the Notification and Acceptance Forms are also available for download on the website of the SGX-ST at <https://www.sgx.com>.

4. PROCEDURES FOR ACCEPTANCE

4.1 If you wish to accept the Offer in respect of all or part of your Offer Shares, you should complete and sign the Acceptance Form(s), and deliver the completed and signed original Acceptance Form(s) in its entirety (no part may be detached or otherwise mutilated), and other relevant document(s) as required in the Offer Document:

- (i) if you hold Offer Shares deposited with CDP:
 - (a) by post, in the enclosed pre-addressed envelope at your own risk, to Verveine Pte. Ltd. c/o The Central Depository (Pte) Limited, Robinson Road Post Office P.O. Box 1984, Singapore 903934; or
 - (b) in electronic form, via SGX's Investor Portal at <https://investors.sgx.com> or by scanning the QR code below to access the SGX's Investor Portal (applicable to individual and joint-alternate account holders only);



- (ii) if you hold Offer Shares in scrip form:
 - (a) by hand, to Verveine Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) by post, in the enclosed pre-addressed envelope at your own risk, to Verveine Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632,

in either case so as to arrive not later than **5.30 p.m. (Singapore time) on 11 April 2023** (or such later date(s) as may be announced from time to time by or on behalf of the Offeror) (the "**Closing Date**").

Please use the pre-addressed envelope which is enclosed with the Acceptance Form(s), which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

4.2 The procedures for acceptance of the Offer are also set out in **Appendix 2** to the Offer Document and in the FAA and/or FAT (as applicable).

4.3 CPFIS Investors and SRS Investors should receive further information on how to accept the Offer from their respective CPF Agent Banks and SRS Agent Banks (as the case maybe) directly.

5. OVERSEAS SHAREHOLDERS

5.1 This Notification does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification in any jurisdiction in contravention of applicable law.

5.2 The Offer is made solely by the Offer Document and the relevant form(s) of acceptance accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

- 5.3 The release, publication or distribution of this Notification in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Notification is released, published or distributed should inform themselves about and observe such restrictions.
- 5.4 The availability of the Offer to Overseas Shareholders may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable requirements.
- 5.5 For the avoidance of doubt, the Offer will be open to all Shareholders holding Shares, including those to whom this Notification and the relevant form(s) of acceptance may not be sent.
- 5.6 Further details in relation to Overseas Shareholders are contained in the Offer Document.

6. GENERAL

- 6.1 The views of the directors of the Company who are considered independent for the purposes of the Offer and their independent financial adviser on the Offer will be made available by the Company to Shareholders within 14 days of the date hereof. Shareholders should consider their advice before taking any action in relation to the Offer. If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

7. RESPONSIBILITY STATEMENT

- 7.1 The directors of the Offeror (including those who may have delegated detailed supervision of this Notification) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notification are fair and accurate and that no material facts have been omitted from this Notification, and they jointly and severally accept responsibility accordingly.
- 7.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, in relation to the Company), the sole responsibility of the directors of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Notification.

Issued by

United Overseas Bank Limited and Maybank Securities Pte. Ltd.

For and on behalf of

Verveine Pte. Ltd.

14 March 2023

Any inquiries relating to the Offer should be directed during office hours to the following:

United Overseas Bank Limited
Mergers & Acquisitions
Tel: +65 6539 7066

Maybank Securities Pte. Ltd.
Investment Banking & Advisory
Tel: +65 6231 5184