

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

APPROVAL FOR THE PROPOSED DELISTING OF G. K. GOH HOLDINGS LIMITED

1. INTRODUCTION

The board of directors (the "**Board**") of G. K. Goh Holdings Limited (the "**Company**") refers to:

- (a) the announcement (the "**Offer Announcement**") made by United Overseas Bank Limited ("**UOB**") and Maybank Securities Pte. Ltd. ("**Maybank**", together with UOB, "**Financial Advisers**"), for and on behalf of Verveine Pte. Ltd. (the "**Offeror**"), on 28 February 2023 in relation to the voluntary conditional cash offer (the "**Offer**") for all the issued and paid up ordinary shares ("**GKGH Shares**") in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror, as at the date of the Offer;
- (b) the announcement released on 10 April 2023 by the Financial Advisers, for and on behalf of the Offeror, in relation to, *inter alia*, the Offeror being entitled to exercise its right of compulsory acquisition ("**Compulsory Acquisition**") under Section 215(1) of the Companies Act 1967 of Singapore to compulsorily acquire all the GKGH Shares of shareholders who have not accepted the Offer (the "**Dissenting Shareholders**") (the "**Compulsory Acquisition Announcement**"); and
- (c) the announcement released on 20 April 2023 by the Financial Advisers, for and on behalf of the Offeror, in relation to, *inter alia*, the despatch of the documents relating to the Compulsory Acquisition to the Dissenting Shareholders (the "**Compulsory Acquisition Despatch Announcement**").

2. SGX-ST'S APPROVAL FOR THE PROPOSED DELISTING

The Company had on 20 April 2023 made an application to the Singapore Exchange Securities Trading Limited ("**SGX-ST**") to seek the SGX-ST's approval and confirmation that it has no objections to the proposed delisting of the Company (the "**Proposed Delisting**") upon completion of the Compulsory Acquisition. It is noted that Rule 1307 and Rule 1309 of the Listing Manual of the SGX-ST (the "**Listing Manual**") are not applicable to the Company pursuant to Rule 1308(1)(b) of the Listing Manual where there is an offer under the Singapore Code on Take-overs and Mergers provided that the offeror is exercising its right of compulsory acquisition.

As stated in the Offeror's Compulsory Acquisition Despatch Announcement, the Offeror had on 20 April 2023 despatched the relevant notices to the Dissenting Shareholders in respect of the exercise of its right of compulsory acquisition.

The Board wishes to announce that the SGX-ST in its letter dated 21 April 2023 informed the Company that based on the Company's submissions and representations to the SGX-ST, the SGX-ST has no objection to the Proposed Delisting of the Company from the Official List of the SGX-ST. Shareholders should note that the SGX-ST's decision is not an indication of the merits of the Proposed Delisting.

The date and time of the delisting of the GKGH Shares from the Main Board of the SGX-ST will be announced in due course, following the completion of the Compulsory Acquisition.

3. RESPONSIBILITY STATEMENT

The directors of the Company (the "**Directors**") (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offeror and the Offer) are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Announcement, the Compulsory Acquisition Announcement, and the Compulsory Acquisition Despatch Announcement, and any other announcements made by or on behalf of the Offeror), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

The Directors jointly and severally accept responsibility accordingly.

BY ORDER OF THE BOARD

Ngiam May Ling
Company Secretary
24 April 2023