



GS HOLDINGS LIMITED
(Incorporated in Singapore on 19 September 2014)
(Company Registration Number: 201427862D)

RESOLUTIONS PASSED AT THE EXTRAORDINARY GENERAL MEETING HELD ON 30 DECEMBER 2019

Unless otherwise defined therein, capitalised terms used in this announcement shall have the same meanings ascribed to them in the circular dated 13 December 2019 to the shareholders of the Company.

The Board of Directors (the "**Board**") of GS Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") wishes to announce that pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited, all the ordinary resolutions as set out in the Notice of Extraordinary General Meeting ("**EGM**") dated 13 December 2019 were duly passed by shareholders of the Company by way of poll at the EGM held on 30 December 2019.

The results of the poll on each of the ordinary resolutions put to the vote at the EGM are set out below for information:-

Resolution number and details	Total number of shares represented by votes For and Against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
1. The Proposed Expansion and Diversification	56,969,460	56,969,460	100.00	0	0.00
2. The Proposed Disposal	56,969,460	56,969,460	100.00	0	0.00
3. The proposed participation by Mr Pang Pok (" Mr Pang "), being a Controlling Shareholder, in the GS ESOS	30,259,300	28,759,300	95.04	1,500,000	4.96
4. The proposed grant of 1,400,000 Options to Mr Pang, being a Controlling Shareholder, under the GS ESOS	30,259,300	28,759,300	95.04	1,500,000	4.96
5. The proposed participation By Ms Eliss Pang, being an Associate of a Controlling Shareholder, in the GS ESOS	30,259,300	28,759,300	95.04	1,500,000	4.96



GS HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 201427862D)

6.	The proposed grant of 600,000 Options to Ms Eliss Pang, being an Associate of a Controlling Shareholder, under the GS ESOS	30,259,300	28,759,300	95.04	1,500,000	4.96
----	--	------------	------------	-------	-----------	------

Details of parties who are required to abstain from voting on all resolutions

As set out in Section 6 of the Circular, Shareholders, including Ms. Eliss Pang and Mr. Pang, who are eligible to participate in the GS ESOS and their Associates had abstained from voting on Ordinary Resolutions 3, 4, 5 and 6, in accordance with Rule 858 of the Catalist Rules.

Details of relevant parties, whom the Company is aware had abstained on voting on Ordinary Resolutions 3, 4, 5 and 6, are as follows:

- (i) Mr Pang Pok and his associates (including Ms. Eliss Pang), abstained from voting in respect of an aggregate of 109,795,305 Shares held by them. Mr Pang directly holds 2,079,705 Shares, and is deemed interested in 50,000,000 Shares held through UOB Nominees Private Limited, 40,000,000 Shares held through BMO Private Bank, as well as 14,000,000 Shares held by his spouse, Ms Ang Siew Kiock. Mr Pang's associates, including Ms. Eliss Pang and Mr. Pang Lim hold in aggregate 3,715,600 Shares;
- (ii) Mr Paul Chong, an employee and Shareholder of the Company, abstained from voting in respect of the 1,320,000 Shares held by him; and
- (iii) Marvel Earn Limited abstained from voting in respect of the 18,655,555 Shares held by it. Marvel Earn Limited is wholly owned by Ms. Zhang Liying and is therefore an associate of Ms Zhang Liying for the purposes of the Catalist Rules. Ms. Zhang Liying is also a director of the subsidiaries of the Company, including Raffles Brands Pte. Ltd. and Raffles Brands Management (Shanghai) Co. Ltd., and is therefore eligible to participate in the GS ESOS pursuant to the rules of the GS ESOS.

Name of firm and/or person appointed as a scrutineer

Acres Advisory Private Limited was appointed as scrutineer for the EGM.

BY ORDER OF THE BOARD

Pang Pok
Executive Chairman and Chief Executive Officer

30 December 2019



GS HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 201427862D)

*This announcement has been prepared by GS Holdings Limited (the "**Company**") and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "**Sponsor**") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

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 accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.