



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

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING HELD ON 25 JUNE 2020

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 Annual General Meeting ("**AGM**") dated 5 June 2020 were duly passed by shareholders of the Company by way of poll at the AGM held on 25 June 2020.

The results of the poll on each of the ordinary resolutions put to the vote at the AGM 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. Adoption of the Directors' Statements and the Audited Financial Statements for the financial year ended 31 December 2019 together with the Auditors' Report	48,933,060	48,933,060	100.00	0	0.00
2. Re-election of Mr Pang Pok as Director of the Company	46,853,355	46,853,355	100.00	0	0.00
3. Re-election of Mr Liu Changsheng as Director of the Company	48,933,060	47,433,060	96.93	1,500,000	3.07
4. Re-election of Mr Lim Kee Way Irwin as Director of the Company	48,933,060	48,933,060	100.00	0	0.00
5. Re-election of Mr Chan Chun Kit as Director of the Company	48,933,060	48,933,060	100.00	0	0.00



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6.	Re-election of Mr Zhang Rongxuan as Director of the Company	48,933,060	48,933,060	100.00	0	0.00
7.	Approval of the payment to Mr Zhang Rongxuan of directors' fees amounting to \$11,700 in respect of the financial year ended 31 December 2019	48,933,060	48,933,060	100.00	0	0.00
8.	Approval of directors' fees of S\$213,000 for the financial year ending 31 December 2020, to be paid quarterly in arrears	48,933,060	48,933,060	100.00	0	0.00
9.	Re-appointment of Messrs Baker Tilly TFW LLP as Auditors of the Company and to authorise the Directors to fix their remuneration	48,933,060	48,933,060	100.00	0	0.00
10.	Authority to allot and issue new shares or convertible securities pursuant to Section 161 of the Companies Act, Chapter 50	48,933,060	47,433,060	96.93	1,500,000	3.07
11.	Authority to grant options and issue shares under the GS Holdings Employee Share Option Scheme	21,822,800	20,322,800	93.13	1,500,000	6.87
12.	Authority to allot and issue shares under the GS Holdings Performance Share Plan	21,822,800	20,322,800	93.13	1,500,000	6.87



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Details of parties who abstained from voting on resolutions

(i) Resolution 2

Mr Pang Pok, the Chief Executive Officer and Executive Director, who is also a shareholder had voluntarily abstained from voting his direct and indirect holdings of 92,079,705 shares on Resolution 2.

(ii) Resolutions 11 and 12

All shareholders who are eligible to participate in the GS Holdings Employees' Share Option Scheme and the GS Holdings Performance Share Plan have abstained from voting on Resolution 11 in respect of the authority to grant options and issue shares under the GS Holdings Employees' Share Option Scheme and Resolution 12 in respect of the authority to allot and issue shares under the GS Holdings Performance Share Plan.

Details of the Director, who has abstained from voting on the foregoing resolutions, and his direct and indirect shareholdings, is as follows:

Name	Number of shares held	Resolution number(s)
Pang Pok	92,079,705	11 and 12

The aggregate number of shares from the employees who have abstained from voting on the foregoing resolutions are as follows:-

Resolution Number	Total number of shares abstained in respect of relevant resolution
11	117,110,260
12	117,110,260

Statement pursuant to Rule 704(7) of the Catalist Rules

Mr Lim Kee Way Irwin was re-elected as a Director of the Company at the AGM. Mr Lim Kee Way Irvin, upon re-election, remains as the Chairman of the Audit and Risk Committee, and member of the Nominating Committee and Remuneration Committee. The Board considers Mr Lim Kee Way Irvin to be independent pursuant to Rule 704(7) of the Catalist Rules.

Mr Chan Chun Kit was re-elected as a Director of the Company at the AGM. Mr Chan Chun Kit, upon re-election, remains as the Chairman of the Remuneration Committee, and member of the Nominating Committee and Audit and Risk Committee. The Board considers Mr Chan Chun Kit to be independent pursuant to Rule 704(7) of the Catalist Rules.

Mr. Liu Changsheng was re-elected as a Director of the Company at the AGM. Mr Liu Changsheng, upon re-election, remains as a member of Nominating Committee, Remuneration Committee and Audit and Risk Committee. He is considered as non-independent and non-executive director.

Name of firm and/or person appointed as a scrutineer

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



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BY ORDER OF THE BOARD

Pang Pok
Chief Executive Officer and Executive Director

25 June 2020

*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.