

G.H.Y CULTURE & MEDIA HOLDING CO., LIMITED

(Company Registration No. 337751)
(Incorporated in the Cayman Islands on 29 May 2018)

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 APRIL 2024

The Board of Directors of G.H.Y Culture & Media Holdings Co., Limited (the “**Company**”) wishes to announce that, pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST Listing Manual**”), on a poll vote, all the ordinary resolutions as set out in the Notice of Annual General Meeting (“**AGM**”) dated 9 April 2024 have been duly approved and passed by the shareholders of the Company at the AGM held on 26 April 2024.

(a) The poll results in respect of the resolutions tabled at the AGM are as follows:

		FOR			AGAINST	
Resolution no. and details	Total no. of shares represented by votes for and against the resolution	No. of shares	%	No. of shares	%	
1	Adoption of the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2023 together with the Auditors' Report thereon	845,816,400	845,700,400	99.99	116,000	0.01
2	Declaration of final tax exempt (one-tier) dividend of 0.10 Singapore cents per ordinary share for the financial year ended 31 December 2023	845,816,400	845,700,400	99.99	116,000	0.01

3	Approval of the payment of Directors' fees of S\$300,000 for the financial year ending 31 December 2024, to be paid half-yearly in arrears	845,846,400	845,652,400	99.98	194,000	0.02
4	Re-election of Mr. Guo Jingyu as Director	216,998,000	216,878,000	99.94	120,000	0.06
5	Re-election of Ms. Yue Lina as Director	216,998,000	216,878,000	99.94	120,000	0.06
6	Re-election of Mr. Ang Chun Giap as Director	845,816,400	845,696,400	99.99	120,000	0.01
7	Re-election of Mr. Chen Mingyu as Director	845,816,400	845,696,400	99.99	120,000	0.01
8	Re-election of Dr. Jiang Minghua as Director	845,816,400	845,696,400	99.99	120,000	0.01
Special Business						
9	Approval of the authority to allot and issue new shares	845,816,400	845,651,400	99.98	165,000	0.02
10	Approval of the authority to grant awards and issue shares pursuant to the GHY Performance Share Plan	186,998,000	186,833,000	99.91	165,000	0.09

11	Approval of the authority to grant options and issue shares pursuant to the GHY Employee Share Option Scheme	186,998,000	186,833,000	99.91	165,000	0.09
12	Approval of the renewal of the Share Purchase Mandate	845,816,400	845,698,400	99.99	118,000	0.01
13	Approval of the renewal of the Shareholders' General Mandate for Interested Person Transactions	216,998,000	216,877,000	99.94	121,000	0.06
14	Change of Auditors from Deloitte & Touche LLP to Crowe Horwath First Trust LLP	845,816,400	845,697,400	99.99	119,000	0.01

(b) Details of parties who are required to abstain from voting on any resolution(s):

- (1) To demonstrate good corporate governance practices, Mr. Guo Jingyu and Kang Ru Investments Limited¹ have abstained from voting on Ordinary Resolution 4, in relation to the re-election of Mr. Guo Jingyu as a Director, and Ordinary Resolution 5, in relation to the re-election of Ms. Yue Lina (who is Mr. Guo Jingyu's spouse) as a Director.
- (2) To demonstrate good corporate governance practices, all Directors and employees of the Company who are also shareholders and are eligible to participate in the GHY Performance Share Plan and GHY Employee Share Option Scheme abstained from voting on Ordinary Resolution 10 and Ordinary Resolution 11. These Directors and employees had also ensured that their respective associates abstained from voting on Ordinary Resolution 10 and Ordinary Resolution 11. An aggregate of 700,808,400 shares were held by such Directors, employees and their associates.
- (3) Ms. Yue Lina, who is a Mandated Interested Person (as defined in the appendix to the Annual Report dated 9 April 2024), and her respective associates were required to abstain from voting on Ordinary Resolution 13. An aggregate of 670,808,400 shares were held by the Director and her associates.

¹ Mr. Guo Jingyu is deemed to have an interest in all of the shares in the Company held by Kang Ru Investments Limited by virtue of Section 4 of the Securities and Futures Act 2001.

(c) Name of firm appointed as scrutineer

Reliance 3P Advisory Pte. Ltd. was appointed as the scrutineers for the AGM.

(d) Re-election of Directors

Mr Guo Jingyu, who was re-elected as a Director of the Company at the AGM, remains as the Executive Chairman and Group Chief Executive Officer, and a member of the Nominating Committee.

Ms Yue Lina, who was re-elected as Director of the Company, at the AGM remains as an Executive Director.

Mr Ang Chun Giap, who was re-elected as a Director of the Company at the AGM, remains as an Independent Director and the Chairman of the Audit and Risk Management Committee. The Board considers Mr Ang Chun Giap to be independent for the purposes of Rule 704(8) of the Listing Manual.

Mr Chen Mingyu, who was re-elected as a Director of the Company at the AGM, has been re-designated as the Lead Independent Director and has been appointed the Chairman of the Nominating Committee. Mr Chen Mingyu is also a member of the Remuneration Committee and the Audit and Risk Management Committee. The Board considers Mr Chen Mingyu to be independent for the purposes of Rule 704(8) of the Listing Manual.

Dr Jiang Minghua who was re-elected as a Director of the Company at the AGM remains as an Independent Director and a member of the Audit and Risk Management Committee and Nominating Committee. The Board considers Dr Jiang Minghua to be independent for the purposes of Rule 704(8) of the Listing Manual.

(e) Retirement of Directors

Ms Wang Qing, Mr Yang Chun-Jung and Mr Yeo Guat Kwang have retired in accordance with Article 86(1) of the Articles and Association of the Company and did not seek re-election. Accordingly, they have ceased to be Directors of the Company with effect from the conclusion of the AGM.

The Company would like to put on record its heartfelt appreciation to Ms Wang Qing's, Mr Yang Chun-Jung's and Mr Yeo Guat Kwang's invaluable contributions to the Board and the Company during their tenure of service.

By Order of the Board

Guo Jingyu
Executive Chairman and Group CEO
26 April 2024