

GSH CORPORATION LIMITED
(Company Registration No. 200106139K)
(Incorporated in the Republic of Singapore)

PROPOSED RENOUNCEABLE AND NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO S\$87,115,007 IN AGGREGATE PRINCIPAL AMOUNT OF 6% CONVERTIBLE BONDS CONVERTIBLE INTO NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY

– NOTICE OF RECORD DATE FOR THE RIGHTS ISSUE

1. INTRODUCTION

The board of directors (“**Board**” or “**Directors**”) of GSH Corporation Limited (the “**Company**”) refers to the Company’s announcements dated 28 June 2024 and 8 August 2024 (“**Announcements**”) in relation to, *inter alia*, the Rights Issue.

Unless otherwise defined herein, all capitalised terms used in this announcement shall bear the same meanings ascribed to them in the Announcements.

2. NOTICE OF RECORD DATE

NOTICE IS HEREBY GIVEN that the register of members and the share transfer books of the Company will be closed at 5.00 p.m. (Singapore time) on 17 September 2024 (the “**Record Date**”), for the purpose of determining the provisional allotments of Convertible Bonds of Entitled Shareholders (being Entitled Depositors and Entitled Scripholders) under the Rights Issue.

Accordingly, the Shares will trade “cum-rights” to the Rights Issue up to 5.00 p.m. (Singapore time) on 13 September 2024 and “ex-rights” to the Rights Issue from 9.00 a.m. (Singapore time) on 16 September 2024. Any person who purchases Shares on and from 16 September 2024 will not be entitled to any provisional allotments of Convertible Bonds under the Rights Issue.

3. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS ISSUE

3.1 Entitled Shareholders

Entitled Shareholders comprise Entitled Depositors and Entitled Scripholders (each, as defined below). Entitled Shareholders will be provisionally allotted Convertible Bonds on the basis of their shareholdings in the Company as at 5.00 p.m. (Singapore time) on the Record Date, fractional entitlements to be disregarded.

For the avoidance of doubt, an Entitled Shareholder is not required to hold a minimum of 100 Shares as at the Record Date in order to be provisionally allotted Convertible Bonds. For illustrative purposes, an Entitled Shareholder who holds 24 Shares as at the Record Date will be provisionally allotted one (1) Convertible Bond. An Entitled Shareholder who holds less than 24 Shares as at the Record Date will not be provisionally allotted any Convertible Bonds.

For the avoidance of doubt, investors holding bonds or notes issued by the Company will not be provisionally allotted Convertible Bonds.

Entitled Shareholders will be at liberty to accept (in full or in part) or decline their “nil-paid” rights to subscribe for Convertible Bonds evidenced by the provisional allotment of Convertible Bonds (“**Nil-Paid Rights**”), and are eligible to apply for additional Convertible Bonds in excess of their provisional allotments under the Rights Issue. Further, Entitled Shareholders will be at liberty to renounce their Nil-Paid Rights or, in the case of Entitled Depositors only, trade their Nil-Paid

Rights on SGX-ST under the book-entry (scripless) settlement system during the provisional allotment trading period prescribed by SGX-ST.

3.2 Entitled Depositors

“Entitled Depositors” are Shareholders with Shares standing to the credit of their Securities Accounts with CDP as at the Record Date and whose registered addresses with CDP are in Singapore as at the Record Date or who have, at least three (3) Market Days¹ prior to the Record Date, provided CDP with addresses in Singapore for the service of notices and documents.

Entitled Depositors whose securities accounts with CDP are credited with Shares as at 5.00 p.m. (Singapore time) on the Record Date will be provisionally allotted Convertible Bonds on the basis of the number of Shares standing to the credit of their Securities Accounts with CDP as at 5.00 p.m. (Singapore time) on the Record Date, fractional entitlements to be disregarded.

Entitled Depositors should note that all notices and documents will be sent to their last registered addresses with CDP. Entitled Depositors are reminded that any request to CDP to update their records or to effect any change in address must reach CDP at 2 Shenton Way, #02-02 SGX Centre, Singapore 068804, at least three (3) Market Days before the Record Date.

3.3 Entitled Scripholders

“Entitled Scripholders” are Shareholders whose share certificates have not been deposited with CDP as well as transferees who have tendered to the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., registrable transfers of their Shares and the certificates relating thereto for registration up to the Record Date and whose registered addresses with the Company are in Singapore as at the Record Date or who have, at least three (3) Market Days prior to the Record Date, provided the Share Registrar with addresses in Singapore for the service of notices and documents.

Only duly completed and stamped transfers together with all relevant documents of title received by the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., by 5.00 p.m. (Singapore time) on the Record Date will be registered for the purpose of determining Entitled Scripholders' provisional allotments of Convertible Bonds under the Rights Issue.

Entitled Scripholders should note that all notices and documents will be sent to their last registered addresses with the Share Registrar. Entitled Scripholders are reminded that any request to the Share Registrar to update their records or effect any change in address must reach the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, at least three (3) Market Days before the Record Date.

The Convertible Bonds will, upon issue, initially be represented by a global certificate registered in the name of, and deposited with, CDP. Except in the limited circumstances described in the provisions of the global certificate, owners of interests in the Convertible Bonds represented by the global certificate will not be entitled to receive definitive certificates in respect of their individual holdings of Convertible Bonds.

Accordingly, Entitled Scripholders and their renounees who wish to accept their Nil-Paid Rights and (if applicable) apply for excess Convertible Bonds MUST open Securities Accounts with CDP in their own names if they do not already maintain Securities Accounts, so that the Convertible Bonds can be credited by CDP to their Securities Accounts.

¹ **“Market Day”** refers to a day on which SGX-ST is open for securities trading.

All dealings in and transactions of the Nil-Paid Rights through SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the provisional allotment letters which are issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on SGX-ST.

3.4 Foreign Shareholders

For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the provisional allotments of Convertible Bonds and the Convertible Bonds will not be offered to Shareholders with registered addresses outside Singapore as at the Record Date and who have not provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents at least three (3) market days prior to the Record Date ("**Foreign Shareholders**"). No provisional allotment of Convertible Bonds or Convertible Bonds will be offered to Foreign Shareholders and no purported acceptance or application for Convertible Bonds by Foreign Shareholders will be valid.

If it is practicable to do so, arrangements may, at the absolute discretion of the Company, be made for the Nil-Paid Rights which would otherwise have been allotted to Foreign Shareholders to be sold on SGX-ST as soon as practicable after dealings in the Nil-Paid Rights commence. Such sales will, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales after taking into account expenses to be incurred in relation thereto. The net proceeds arising from such sales will be dealt with in the manner described in the Offer Information Statement.

Where such Nil-Paid Rights are sold "nil-paid" on SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder or persons acting to the account or benefit of any such person shall have any claim whatsoever against the Company, CDP, the Share Registrar and/or their respective officers in respect of such sales or the proceeds thereof, the Nil-Paid Rights or the Convertible Bonds represented by such Nil-Paid Rights.

If such Nil-Paid Rights cannot be sold or are not sold on SGX-ST as aforesaid for any reason by such time as SGX-ST shall have declared to be the last day for trading of the Nil-Paid Rights, the Convertible Bonds represented by such Nil-Paid Rights will be issued to satisfy applications for excess Convertible Bonds (if any) or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interest of the Company and no Foreign Shareholder or persons acting to the account or benefit of any such person shall have any claim whatsoever against the Company, CDP, the Share Registrar and/or their respective officers in connection therewith.

Shareholders should note that the special arrangements described above will apply only to Foreign Shareholders. However, the Company reserves the right to make similar arrangements for the Nil-Paid Rights which would otherwise have been allotted to certain Entitled Shareholders to be sold "nil-paid" on SGX-ST as soon as practicable after dealings in the Nil-Paid Rights commence, where the beneficial holders of such Nil-Paid Rights are restricted or prohibited by the laws of the jurisdiction in which they are located or resident from participating in the Rights Issue.

Shareholders with registered addresses outside Singapore who wish to participate in the Rights Issue should provide CDP (at 2 Shenton Way, #02-02 SGX Centre, Singapore 068804) or the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632), as the case may be, with addresses in Singapore for the service of notices and documents at least three (3) Market Days prior to the Record Date.

4. GENERAL

Further details of the Rights Issue, including the procedures for, and the terms and conditions applicable to, acceptance of Nil-Paid Rights, application for excess Convertible Bonds and payment will be set out in the Offer Information Statement and the accompanying documents which will be electronically disseminated to Entitled Shareholders in due course.

In accordance with the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020, printed copies of the Offer Information Statement will NOT be despatched to Entitled Shareholders. A notification letter containing instructions on how Entitled Shareholders can access this Offer Information Statement electronically, will be despatched to Entitled Shareholders.

The Company will make further announcements relating to the Rights Issue as may be appropriate from time to time.

BY ORDER OF THE BOARD

Gilbert Ee Guan Hui
CEO / Executive Director
5 September 2024