



GP Industries Limited

(Incorporated in the Republic of Singapore)

Co. Reg. No. 199502128C

ALTERNATIVE ARRANGEMENTS FOR ANNUAL GENERAL MEETING TO BE HELD ON 27 JULY 2021

1. Background

The board of directors (the “**Board**” or “**Directors**”) of GP Industries Limited (the “**Company**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies;
- (c) the joint statement by the Accounting and Corporate Regulatory Authority (**ACRA**), the Monetary Authority of Singapore and Singapore Exchange Regulation (**SGX RegCo**) of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which included a checklist to guide listed and non-listed entities on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021; and
- (d) the announcement by the Ministry of Law (“**MinLaw**”) on 6 April 2021 that MinLaw, in consultant with relevant Ministries and agencies, had further extended the duration of legislation that enables entities to hold meetings via electronic means, beyond 30 June 2021. Such legislation will continue to be in force until revoked or amended by MinLaw.

2. Date, time and conduct of AGM

The Company is pleased to announce that pursuant to the Order, its annual general meeting (“**AGM**” or the “**Meeting**”) of the Company for the financial year ended 31 March 2021 will be convened and held by way of electronic means on **Tuesday, 27 July 2021, at 2:30 p.m.** (Singapore time).

3. Notice of AGM and proxy form

The Notice of AGM and proxy form will be sent to shareholders solely by electronic means via publication on the Company’s website at the URL <http://www.gp-industries.com/IR.htm> and will also be made available on the website of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) at the URL <https://www.sgx.com/securities/company-announcements>. **Printed copies of these documents will not be sent to shareholders.**

4. Annual Report and Letter to Shareholders

The Company’s Annual Report for its financial year ended 31 March 2021 and Letter to Shareholders dated 12 July 2021 (in relation to the proposed renewal of the share purchase mandate and the proposed renewal of the general mandate for interested person transactions) will be published on the Company’s website at the URL <http://www.gp-industries.com/IR.htm>, and will also be made available on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>. **Printed copies of these documents will not be sent to shareholders.**

5. No personal attendance at AGM

Due to the current COVID-19 safe measurement measures implemented in Singapore, shareholders will not be able to attend the AGM in person. Shareholders will also not be able to vote online on the resolutions to be tabled for approval at the AGM. The Company has made arrangements to conduct the AGM as set out in paragraph 6 below.

6. Alternative arrangements for participation at the AGM

Alternative arrangements have been made by the Company to allow shareholders to participate at the AGM by:

- (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submitting questions in advance in relation to any resolution set out in the Notice of AGM, if any; and/or
- (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

Details of the steps and deadlines for pre-registration, submission of questions in advance and voting at the AGM by shareholders, including SRS investors, are set out in the Appendix to this announcement. In particular, SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes by **2:30 p.m. on Wednesday, 14 July 2021.**

7. Persons who hold shares through relevant intermediaries

Persons who hold shares of the Company through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than SRS investors, and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submitting questions in advance in relation to any resolution set out in the Notice of AGM, if any; and/or
- (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM,

should contact the relevant intermediaries through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

8. Key dates/deadlines

The key dates/deadlines which shareholders should take note of are summarised in the table below (which is to be read in conjunction with the Appendix to this announcement):

Key dates	Actions
12 July 2021 (Monday)	Shareholders who wish to access the live audio-visual webcast or live audio-only stream of the AGM proceedings may begin to pre-register at the URL https://bit.ly/GPIndustriesAGM2021 .
2:30 p.m. on 14 July 2021 (Wednesday)	Deadline for SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective or SRS Operators to submit their votes.
2:30 p.m. on 22 July 2021 (Thursday)	Deadline for shareholders to submit questions in advance.
2:30 p.m. on 24 July 2021 (Saturday)	Deadline for shareholders to pre-register for the live audio-visual webcast or live audio-only stream of the AGM proceedings.
2:30 p.m. on 25 July 2021 (Sunday)	Deadline for shareholders to submit proxy forms.
2:30 p.m. on 26 July 2021 (Monday)	<p>Authenticated shareholders will receive an email which will contain unique user credentials and instructions on how to access the live audio-visual webcast and live audio-only stream of the AGM proceedings (the “Confirmation Email”).</p> <p>Shareholders who do not receive the Confirmation Email by 2:30 p.m. on Monday, 26 July 2021, but have registered by Saturday, 24 July 2021 deadline, should contact the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5355 (during office hours) or by email at bcasmeetings@boardroomlimited.com.</p>
Date and time of AGM 2:30 p.m. on 27 July 2021 (Tuesday)	<p>Authenticated shareholders may access:</p> <ul style="list-style-type: none">• the live audio-visual webcast; or• the live audio-only stream, <p>of the AGM proceedings by following the instructions in the Confirmation Email.</p>

9. Minutes of AGM

The Company will publish the minutes of the AGM, which will include the responses to substantial and relevant comments or queries from shareholders relating to the agenda of the AGM (if any), on the Company’s website at the URL <http://www.gp-industries.com/IR.htm> and on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>.

10. Important reminder

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the AGM at short notice. Shareholders are requested to visit the Company's website at the URL <http://www.gp-industries.com/IR.htm> or on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

The Company would like to thank all shareholders for their patience and co-operation in enabling the Company to hold the AGM pursuant to the Order and applicable safe management measures amidst the current COVID-19 situation.

By Order of the Board

Kiar Lee Noi

Company Secretary

12 July 2021

Appendix

Steps for pre-registration, submission of questions in advance and voting at the AGM

Shareholders will be able to observe and/or listen to the AGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM if such shareholders wish to exercise their voting rights at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration for participating at the AGM	<p>Shareholders, including SRS investors, can pre-register at the pre-registration website at https://bit.ly/GPIndustriesAGM2021 from now till 2:30 p.m. on Saturday, 24 July 2021 to enable the Company to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders will receive an email (the “Confirmation Email”) by 2:30 p.m. on Monday, 26 July 2021. The email will contain unique user credentials and instructions on how to access the live audio-visual webcast and live audio-only stream of the AGM proceedings.</p> <p>Shareholders who do not receive the Confirmation Email by 2:30 p.m. on Monday, 26 July 2021, but have registered by Saturday, 24 July 2021 deadline, should contact the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5355 (during office hours) or by email at bcasmeetings@boardroomlimited.com.</p>
2.	Submit questions in advance	<p>Please note that the live audio-visual webcast and live audio-only stream are mainly for shareholders to contemporaneously observe the AGM proceedings and hence, shareholders will not be able to ask questions “live” at the AGM during the live audio-visual webcast or live audio-only stream. Therefore, it is important for shareholders to submit their questions in advance of the AGM.</p> <p>Submission of questions. Shareholders, including SRS investors, can submit questions relating to the resolutions set out in the Notice of AGM to the Chairman of the Meeting, in advance, in the following manner:</p> <p>(a) Via email. Shareholders may submit their questions via email to the Company at AGM2021@gp-industries.com.</p> <p>(b) By post. Alternatively, shareholders may also submit their questions by post to the Registered Office of the Company at 3 Fusionopolis Link, #06-11 Nexus @one-north, Singapore 138543.</p> <p>When submitting questions via email or by post to the Company, shareholders should provide the following details in their submission, for verification purposes:</p> <ul style="list-style-type: none"> • the shareholder’s full name; • the shareholder’s NRIC, passport or company registration number; • the shareholder’s address; and • the manner in which the shareholder holds shares in the Company (e.g. via CDP, SRS and/or scrip). <p>Deadline to submit questions. All questions must be submitted by 2:30 p.m. on Thursday, 22 July 2021.</p>

No.	Steps	Details
		<p>Addressing questions. Management and the Board of the Company will address substantial and relevant questions relating to the resolutions set out in the Notice of AGM and will publish the responses to these questions on the Company's website prior to the AGM at the URL http://www.gp-industries.com/IR.htm and on the SGX-ST's website at the URL https://www.sgx.com/securities/company-announcements.</p>
3.	Submit proxy forms to vote	<p>Appointment of Chairman of the Meeting as proxy. Shareholders (whether individual or corporate) who wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p>Specific voting instructions to be given. Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as for that resolution will be treated as invalid.</p> <p>Submission of proxy forms. Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> (a) if submitted by post, be deposited at the Registered Office of the Company at 3 Fusionopolis Link, #06-11 Nexus @one-north, Singapore 138543; or (b) if submitted electronically, be submitted via email to the Company at AGM2021@gp-industries.com, <p>in either case, by 2:30 p.m. on Sunday, 25 July 2021.</p> <p>A shareholder who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. The proxy form may be downloaded from the Company's website at the URL http://www.gp-industries.com/IR.htm and on the SGX-ST's website at the URL https://www.sgx.com/securities/company-announcements.</p> <p>Due to the current COVID-19 safe management measures implemented in Singapore, shareholders are strongly encouraged to submit completed proxy forms electronically via email.</p> <p>SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective or SRS Operators to submit their votes by 2:30 p.m. on Wednesday, 14 July 2021.</p>