



DEPOSITORY AGENTS

GP Industries Limited
(Incorporated in the Republic of Singapore)
Co. Reg. No. 199502128C

**PROPOSED DISTRIBUTION *IN SPECIE* OF 483,843,482 SHARES IN GP ENERGY TECH LIMITED
ELECTION FORM FOR ENTITLED DEPOSITORY AGENTS**

PLEASE COMPLETE AND RETURN THIS ELECTION FORM AND THE LIST OF SUB-ACCOUNT HOLDERS FORM (IF APPLICABLE).

A. OPTIONS FOR EACH SUB-ACCOUNT HOLDER

OPTION 1 – GPET SHARES IN SCRIP FORM If you wish to elect to receive the GPET Share Distribution in respect of the Shares that you hold on behalf of your sub-account holders, complete **Section B** below **AND** the List of Sub-Account Holders Form and submit both forms to Boardroom Corporate & Advisory Services Pte. Ltd. (the “Share Registrar”) so as to reach the Share Registrar no later than **5.00 p.m. on 15 January 2024**.

You will receive 1 GPET Share in scrip form for each Share that you hold on behalf of your sub-account holders.

OPTION 2 – CASH DISTRIBUTION If you wish to elect to receive the Cash Distribution in respect of the Shares that you hold on behalf of your sub-account holders, complete **Section B** below and submit this form to the Share Registrar so as to reach the Share Registrar no later than **5.00 p.m. on 15 January 2024**.

The amount in cash you will receive has been determined based on the dividend declared in respect of each Share pursuant to the Proposed Distribution (which has been determined by dividing S\$35.4 million, which is the net asset value of the GPET Group as at 31 March 2023, by the total number of Shares in issue as at the Books Closure Date), i.e. **7.3201 Singapore cents for each Share, rounded down to four (4) decimal places**.

IMPORTANT NOTICE:

If you have elected to receive Option 1 on behalf of any of your sub-account holders, you **MUST**, in addition to submitting this form, submit the List of Sub-Account Holders Form.

If you do not take any action, or if your Election Form and/or List of Sub-Account Holders Form is rejected or otherwise received after 5.00 p.m. on 15 January 2024, you will receive the GPET Share Distribution in scrip form in respect of all of the Shares held by you on behalf of your relevant sub-account holder(s) as at **5.00 p.m. on 12 December 2023 (Books Closure Date)**, and the share certificates in respect of the GPET Shares that such sub-account holder(s) are entitled to receive (the “GPET Share Certificates”) will be issued in your name.

GPET IS NOT, AND THERE IS NO INDICATION THAT IT WILL BE, QUOTED ON THE OFFICIAL LIST OF THE SGX-ST, OR ANY OTHER REGULATED MARKETS. IF YOU DO NOT SUBMIT A VALID ELECTION FORM AND/OR SUB-ACCOUNT HOLDERS FORM, YOU WILL RECEIVE THE GPET SHARE DISTRIBUTION IN SCRIP FORM IN RESPECT OF ALL OF THE SHARES HELD BY YOU ON BEHALF OF THE RELEVANT SUB-ACCOUNT HOLDER(S), AND THE GPET SHARE CERTIFICATES WILL BE ISSUED IN YOUR NAME.

YOU MUST RETURN THIS ELECTION FORM SO AS TO REACH THE SHARE REGISTRAR NO LATER THAN 5:00 P.M. ON 15 JANUARY 2024 IF YOU WISH TO EXERCISE THE CASH ELECTION FOR SOME OR ALL OF YOUR SUB-ACCOUNT HOLDERS.

B. DECLARATION BY ENTITLED DEPOSITORY AGENT

By signing and ticking the relevant box below, we hereby irrevocably elect to receive the following options in respect of the following numbers of Shares that we hold on behalf of our sub-account holders as at 5.00 p.m. on the Books Closure Date in accordance with the terms and conditions set out in this Election Form:

NO. OF SHARES ELECTED FOR OPTION 1 – GPET SHARE DISTRIBUTION IN SCRIP FORM	NO. OF SHARES ELECTED FOR OPTION 2 – CASH DISTRIBUTION

Name of Entitled Depository Agent: _____

Signature: _____

Date: _____

- (I) For Election Forms and List of Sub-Account Holders Forms that are unsigned or late or rejected, you will receive the GPET Share Distribution in scrip form (Option 1) in respect of all the Shares held by you on behalf of your relevant sub-account holder(s) as at 5.00 p.m. on the Books Closure Date, and the GPET Share Certificates that such sub-account holder(s) are entitled to receive will be issued in your name. **However, if you miss this deadline and do not submit the Election Form to the Company during the Election Period in respect of any of your sub-account holders, and such sub-account holders still wish to elect to receive the Cash Distribution, you can contact the Company at gpind@gp.industries or +65 6395 0850 within one (1) year after the expiry of the Election Period to elect to receive the Cash Distribution. Any cash amount paid out to the Entitled Shareholder will be net of any dividend or distribution paid by GPET to such Entitled Shareholder during such period.**
- (II) For corporations, please sign per your signing mandate and where appropriate, affix your Common Seal in accordance with your constitution or relevant constitutive documents.

Please submit your completed and signed Election Form and List of Sub-Account Holders Form (if applicable) to the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd.:

- (a) by email to srs.teama@boardroomlimited.com; or
(b) by post to 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632,
in either case, so as to reach the Share Registrar by 5.00 p.m. on 15 January 2024 (being the Election Closing Date).
If you have any queries, please call +65 6536 5355 or email to srs.teama@boardroomlimited.com.

EXPLANATORY NOTES

1. Unless otherwise defined, capitalised terms used in this Election Form bear the same meanings ascribed to them in the Circular dated 10 November 2023 issued by GP Industries Limited (the “**Company**” or “**GPI**”) to its shareholders (the “**Circular**”), the announcements made by the Company in relation to the Proposed Distribution and the cover letter accompanying this Election Form. Any reference to a time of day and date in this Election Form shall be a reference to Singapore time and date respectively.
2. Under the Proposed Distribution, Entitled Shareholders are entitled to receive, in respect of each Share held by them as at 5.00 p.m. on the Books Closure Date: (i) 1 GPET Share for each Share held by Shareholders or on their behalf as at the Books Closure Date, fractional entitlements disregarded, or (ii) an amount in cash determined based on the dividend declared in respect of each Share pursuant to the Proposed Distribution, i.e. 7.3201 Singapore cents for each Share, rounded down to four (4) decimal places.
3. In the case of an election for the Cash Distribution, an Entitled Shareholder who has registered for CDP’s direct crediting service will receive the entitled cash amount in his/her/its designated bank account. In the event that an Entitled Shareholder has not registered for CDP’s direct crediting service, the entitled cash amount will be credited to his/her/its Cash Ledger and such cash amount shall be subject to the same terms and conditions as applicable to “*Cash Distributions*” under CDP’s “*The Central Depository (Pte) Limited Operation of Securities Account with the Depository Terms and Conditions*” as amended, modified or supplemented from time to time, copies of which are available from CDP.
4. All Depository Agents and Finance Companies (including SRS Agents Banks) (collectively, the “**Entitled Depository Agents**”) shall, in respect of each sub-account holder, be entitled to elect to receive Option 1 or 2 in respect of all of the Shares held on behalf of such sub-account holder, but not a combination of Options 1 and 2, subject to each of the terms and conditions contained in this Election Form, the Circular and the List of Sub-Account Holders Form (the “**Sub-Account Holders Form**”). If you are not authorised to hold GPET Shares on behalf of SRS Investors, you must elect to receive the Cash Distribution (Option 2) in respect of all of the Shares held by you on behalf of SRS Investors.
5. If you **DO NOT** take any action, or if your Election Form and/or Sub-Account Holders Form is/are rejected or otherwise received after 5.00 p.m. on 15 January 2024, you will receive the GPET Share Distribution in scrip form in respect of all of the Shares held by you on behalf of your relevant sub-account holder(s) as at 5.00 p.m. on the Books Closure Date, and the GPET Share Certificates that such sub-account holder(s) are entitled to receive will be issued in your name.
6. If an Entitled Depository Agent wishes to elect to receive Option 1 or Option 2 in respect of any of its sub-account holder’s Shares, such Entitled Depository Agent must, in addition to completing and submitting this Election Form, complete and submit the Sub-Account Holders Form to the Share Registrar:
 - (a) by email in a clear, scanned, completed and signed copy in PDF format to GP Industries Limited c/o the Share Registrar at srs.teama@boardroomlimited.com; or
 - (b) by post, at your own risk to GP Industries Limited c/o the Share Registrar at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632, in either case, in accordance with the instructions therein, so as to arrive no later than 5.00 p.m. on 15 January 2024.Entitled Depository Agents do not have to complete or return the Sub-Account Holders Form if they wish to elect to receive the Cash Distribution (Option 2) in respect of all of their sub-account holders’ Shares.
7. Submission of the duly completed and signed original of this Election Form to the Share Registrar shall be conclusive evidence in favour of, the Company, CDP and the Share Registrar of the right, title, power and authority of the person(s) signing it to deal in the same.
8. This Election Form must be received by the end of the Election Period, which is at 5.00 p.m. on 15 January 2024. No acknowledgment of receipt of any Election Form will be given by the Company, CDP or the Share Registrar. Each Entitled Depository Agent is permitted to submit only one Election Form and any subsequent submission of any Election Forms will be disregarded and deemed as invalid.
9. The Company reserves the right to treat Election Forms as valid if received by or on behalf of it at any place or places determined by it otherwise than as stated in the Circular or in this Election Form, as the case may be, or if made otherwise than in accordance with the provisions of the Circular and in this Election Form. Neither CDP or the Share Registrar takes any responsibility for any decision made by the Company.
10. The Company, CDP and the Share Registrar will each be authorised and entitled, in its absolute discretion, to reject any Election Form which is not entirely in order or does not comply with the Circular, the announcements in relation to the Proposed Distribution, or the provisions and instructions printed on this Election Form, or which is otherwise incomplete, incorrect, unsigned or invalid in any respect. The Company, CDP and/or the Share Registrar shall not be required to notify you if your Election Form is not received or is not in compliance with the instructions contained in this Election Form, or is otherwise incomplete or invalid in any other respect. It is solely your responsibility to ensure that this Election Form and Sub-Account Holders Form (if applicable) is properly completed in all respects, signed and all required supporting documents, where applicable, are provided. Any decision to reject this Election Form and/or Sub-Account Holders Form will be final and binding and none of the Company, CDP or the Share Registrar accepts any responsibility or liability in relation to such rejection, including the consequences thereof. Where the Company, CDP and/or the Share Registrar reject(s) your Election Form and/or Sub-Account Holders Form, you will receive the GPET Share Distribution in scrip form in respect of all the Shares held by you on behalf of your relevant sub-account holder(s) as at 5.00 p.m. on the Books Closure Date, and the GPET Share Certificates that such sub-account holder(s) are entitled to receive will be issued in your name.
11. If you are in any doubt as to what action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers immediately.
12. The information contained herein is derived from and should be read in conjunction with the full text of the Circular and the announcements made by the Company in relation to the Proposed Distribution. Copies of the Circular and the announcements in relation to the Proposed Distribution are available on the website of the Company at <https://www.gp.industries> and the website of the SGX-ST at www.sgx.com.
13. This Election Form is not for release, publication or distribution and does not constitute an offer or solicitation to any person, directly or indirectly or in whole or in part, in or into, any jurisdiction outside Singapore in which the introduction or implementation of the Proposed Distribution would not be in compliance with the laws or regulations of such jurisdiction.
14. By submitting this duly completed and signed original Election Form, you agree that the agreement arising from such submission by you shall be governed by, and construed in accordance with, the laws of the Republic of Singapore and you submit to the non-exclusive jurisdiction of the courts of Singapore.

Personal Data Privacy

For the purposes of implementing and administering the settlement and registration procedures in respect of the Proposed Distribution, responding to instructions or enquiries made or purportedly made by a Shareholder, and enforcing rights or fulfilling obligations under any applicable laws, listing rules, regulations or guidelines or the terms of the Proposed Distribution set out in the Circular and in this Election Form, the Company, CDP and/or the Share Registrar will collect, use and disclose the personal data of shareholders (or their authorised representatives). Each Shareholder consents to the collection, use and disclosure of his personal data for all such purposes, including disclosure of data to related corporations of the Company, CDP, the Share Registrar and/or third parties who provide services to the Company, CDP and/or the Share Registrar, and to the collection, use and further disclosure by such parties for such purposes.