

CIRCULAR DATED 5 APRIL 2021

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, financial, tax or other professional adviser immediately.

If you have sold or transferred all your shares in the capital of Starland Holdings Limited (the “Company”), you should immediately forward this Circular, the Notice of Extraordinary General Meeting and the accompanying Proxy Form to the purchaser, transferee or to the bank, stockbroker or other agent through whom you effected the sale or transfer for onward transmission to the purchaser or transferee.

This Circular has been prepared by 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 Catalyst.

This Circular has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Circular.

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.



STARLAND HOLDINGS LIMITED
(Company Registration Number 201131382E)
(Incorporated in the Republic of Singapore)

CIRCULAR TO THE SHAREHOLDERS

in relation to

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “LUMINOR FINANCIAL HOLDINGS LIMITED”

IMPORTANT DATES AND TIMES

Last date and time for lodgement of Proxy Form :	25 April 2021 at 11.00 a.m.
Date and time of Extraordinary General Meeting:	27 April 2021 at 11.00 a.m., or immediately after the conclusion of the Company’s annual general meeting to be convened on the same day
Place of Extraordinary General Meeting :	By way of electronic means

CONTENTS

	PAGE
DEFINITIONS	1
LETTER TO THE SHAREHOLDERS	
1. INTRODUCTION	4
2. THE PROPOSED CHANGE OF NAME	4
3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS	6
4. DIRECTORS' RECOMMENDATION	7
5. EXTRAORDINARY GENERAL MEETING	7
6. ACTION TO BE TAKEN BY THE SHAREHOLDERS	7
7. DIRECTORS' RESPONSIBILITY STATEMENT	7
8. INSPECTION OF DOCUMENTS	7
NOTICE OF EXTRAORDINARY GENERAL MEETING	9
PROXY FORM	13

DEFINITIONS

The following definitions apply throughout this Circular unless otherwise stated:

"ACRA"	:	The Accounting and Corporate Regulatory Authority of Singapore
"Act" or "Companies Act"	:	The Companies Act (Chapter 50) of Singapore, as amended or modified from time to time
"Board" or "Directors"	:	The board of Directors of the Company as at the Latest Practicable Date
"Business Day"	:	A day (other than a Saturday, Sunday or gazetted public holiday) on which commercial banks are open for business in Singapore
"Catalist"	:	The Catalist board of the SGX-ST
"Catalist Rules"	:	The SGX-ST Listing Manual Section B: Rules of Catalist, as amended, modified or supplemented from time to time
"CDP"	:	The Central Depository (Pte) Limited
"Circular"	:	The circular to Shareholders dated 5 April 2021 in respect of the Proposed Change of Name
"Company"	:	Starland Holdings Limited (Company Registration No. 201131382E) having its registered office at 20 Collyer Quay, #01-02, Singapore 049319
"Constitution"	:	The constitution of the Company, as amended or modified from time to time
"Control"	:	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of the Company
"Controlling Shareholder"	:	A person (including a corporation) who: (a) holds directly or indirectly 15% or more of the issued share capital of the Company; or (b) in fact exercises Control over the Company
"Directors" or "Board"	:	The directors of the Company as at the date of this Circular
"EGM"	:	The extraordinary general meeting of the Company, the notice of which is set out on pages 9 to 12 of this Circular
"Group"	:	The Company and its subsidiaries as at the date of this Circular
"Latest Practicable Date"	:	24 March 2021, being the latest practicable date prior to the publication of this Circular

“Luminor Capital”	:	Luminor Capital Pte Ltd
“Luminor Malaysia”	:	Luminor Capital (Malaysia) Sdn Bhd
“PRC”	:	People’s Republic of China
“Proposed Change of Name”	:	The proposed change of the Company’s name from “Starland Holdings Limited” to “Luminor Financial Holdings Limited”
“SA Puncak”	:	SA Puncak Management Sdn. Bhd. (formerly known as EI Nuwr Capital Sdn. Bhd.)
“SFA”	:	The Securities and Futures Act (Chapter 289) of Singapore, as amended or modified from time to time
“Shareholders”	:	The registered holders of the Shares in the register of members of the Company, except where the registered depositor is CDP, the term “Shareholders” shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts are credited with such Shares
“Shares”	:	Fully paid ordinary shares in the capital of the Company
“Substantial Shareholder”	:	A person (including a corporation) who holds directly or indirectly 5% or more of the issued capital in the Company

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the same meanings ascribed to them respectively in Section 130A of the Companies Act.

The terms **“subsidiary”** and **“related corporations”** shall have the meanings ascribed to them respectively in the Companies Act.

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall include corporations.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

Any reference in this Circular to **“Rule”** or **“Chapter”** is a reference to the relevant rule or chapter in the Catalist Rules as for the time being, unless otherwise stated.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any term defined under the Companies Act, the Catalist Rules or any modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act or the Catalist Rules or any modification thereof, as the case may be.

Any reference to a time of day and to dates in this Circular shall be a reference to Singapore time and dates, unless otherwise stated.

Any discrepancies in tables included in this Circular between the listed amounts and the totals are due to rounding; accordingly, the figures shown as totals in certain tables may not be an aggregation of the figures that precede them.

Opal Lawyers LLC has been appointed as the legal adviser to the Company as to Singapore law in relation to this Circular.

STARLAND HOLDINGS LIMITED
(Company Registration Number 201131382E)
(Incorporated in the Republic of Singapore)

Directors:

Foong Daw Ching (Non-Executive Independent Chairman)
Kwan Chee Seng (Non-Executive Director)
Tan Chade Phang (Independent Director)
Lim See Yong (Independent Director)
Kwan Yu Wen (Executive Director)

Registered Office:

20 Collyer Quay
#01-02
Singapore 049319

5 April 2021

To: The Shareholders of Starland Holdings Limited

Dear Sir/Madam

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “LUMINOR FINANCIAL HOLDINGS LIMITED”

1. INTRODUCTION

- 1.1 The Board proposes to seek the approval of Shareholders for the change of the Company's name to "Luminor Financial Holdings Limited" at the Company's EGM to be held on 27 April 2021 at 11.00 a.m., or immediately after the conclusion of the Company's annual general meeting to be convened on the same day.
- 1.2 The purpose of this Circular is to explain the reasons for, and to provide the Shareholders with information relating to, the Proposed Change of Name.

2. THE PROPOSED CHANGE OF NAME

2.1 Background

The Company was listed on the SGX-ST on 27 April 2012. The Group was primarily involved in the business of property development in the PRC, and was engaged in developing integrated residential and commercial properties in Chongqing, PRC.

On 25 October 2019, the Shareholders approved the proposed diversification of the Group's business into financial solutions related businesses, which involve:

- (a) trade financing and financing solutions, such as consumer lending services and financial solutions for affordable housing;
 - (b) corporate finance advisory services; and
 - (c) asset management and fund management services,
- (collectively, the “**Financial Solutions Business**”).

On 5 February 2020, the Company announced that the Group had exercised the option to convert RM 1,960,032 (approximately S\$653,344 at an agreed exchange rate of S\$1: RM3) of the total convertible loan worth RM7,000,000 (approximately S\$2,333,333) provided to Luminor Malaysia for a 51% interest in the enlarged share capital of Luminor Malaysia. Following such conversion, Luminor Malaysia, a financial service holding company incorporated in Malaysia, has become a subsidiary of the Company. Please refer to the Company's announcements on 22 July 2019 and 5 February 2020 for more details.

On 4 September 2020, the Company announced that Luminor Malaysia completed the acquisition of 85% interest in SA Puncak, a company incorporated in Malaysia which is in the business of supplying factoring facilities, leasing and building credit. Please refer to the Company's announcement on 4 September 2020 for more details.

Since the addition of Luminor Malaysia and SA Puncak, the Group has been actively expanding its footprint in Financial Solutions Business. As the Board believes that there will be opportunities to grow the Group's revenue from the Financial Solutions Business, the Group intends to place more emphasis and focus on developing and seeking opportunities in Financial Solutions Business moving forward.

With regard to the Company's existing property development business, the Group does not intend to participate in any new property projects. As at 31 December 2020, the Group was left with 11 residential units, 25 commercial units and 73 carpark lots in the PRC.

2.2 Rationale

In line with the Company's diversification as set out above, the Company is entering into a different business area with a new corporate identity. As such, the Board is proposing to change the name of the Company from "**Starland Holdings Limited**" to "**Luminor Financial Holdings Limited**" in order to more accurately reflect the Company's strategic direction and current business activities in the Financial Solutions Business going forward. The Proposed Change of Name will enable the Company to create a new brand identity for itself and develop a new positioning in the market, allowing the public and the Company's business partners to better identify with the Company under this new name moving forward.

2.3 Approvals

The Proposed Change of Name will be proposed as a special resolution at the EGM and is subject to Shareholders' approval. The Company's application to reserve the proposed new name "**Luminor Financial Holdings Limited**" has been approved by ACRA on 12 March 2021. The proposed new name has been reserved for 120 days from the date of ACRA's approval and no further extension of name reservation would be allowed.

Subject to the approval of Shareholders of the special resolution relating to the Proposed Change of Name at the EGM and registration by ACRA, the Company will lodge the requisite statutory returns with ACRA to effect the Change of Name of the Company from "**Starland Holdings Limited**" to "**Luminor Financial Holdings Limited**". Upon the lodgement of the requisite statutory returns with ACRA, the Company shall adopt the name "**Luminor Financial Holdings Limited**" as its new name and the name "**Luminor Financial Holdings Limited**" shall replace all references to "**Starland Holdings Limited**", wherever such references appear in the Constitution. Apart from the substitution of the Company's name, no amendments will be made to the Constitution.

The Company will make an announcement when its change of name takes effect. The Proposed Change of Name will not affect (i) the identity and legal status of the Company, (ii) any of the rights or obligations of the Company, (iii) any of the rights of Shareholders or (iv)

the Group's daily business operations and financial position. The existing Shares will continue to be traded on the SGX-ST.

2.4 Existing Share Certificates

Shareholders should note that notwithstanding the change of the Company's name, the Company will not recall existing share certificates bearing the current name of the Company and such share certificates will continue to be *prima facie* evidence of legal title. No further action is required on the part of Shareholders in respect of their existing share certificates.

3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

3.1 The interests of the Directors and Substantial Shareholders in the Shares at the Latest Practicable Date are as follows:

	Direct Interests		Deemed Interests	
	No. of Shares	%	No. of Shares	%
Directors				
Kwan Chee Seng ⁽¹⁾	6,921,713	4.78	120,376,155	83.17
Lim See Yong	466,304	0.32	65 ⁽⁴⁾	n.m.
Substantial Shareholders				
GRP Chongqing Land Pte Ltd ("GRP CHQ")	120,376,155	83.17	-	-
GRP Land Pte Ltd ⁽²⁾	-	-	120,376,155	83.17
GRP Limited ⁽³⁾	-	-	120,376,155	83.17
Kwan Chee Seng ⁽¹⁾	6,921,713	4.78	120,376,155	83.17

Notes:-

n.m. Not meaningful

- (1) Mr Kwan Chee Seng has a shareholding interest of 35.52% in GRP Limited. By virtue of Section 7 of the Companies Act, Mr Kwan Chee Seng is deemed to be interested in 120,376,155 Shares through deemed interest of GRP CHQ.
- (2) By virtue of Section 7 of the Companies Act, GRP Land Pte Ltd is deemed interested in 120,376,155 Shares held through GRP CHQ, whereby GRP CHQ is wholly-owned by GRP Land Pte Ltd.
- (3) By virtue of Section 7 of the Companies Act, GRP Limited is deemed interested in 120,376,155 Shares through GRP Land Pte Ltd, its wholly-owned subsidiary.
- (4) Lim See Yong is deemed interested in 65 Shares held by his spouse.

None of the Directors and Substantial Shareholders has any interest, direct or indirect, in the Proposed Change of Name.

3.2 Mr Kwan Chee Seng, a Non-Executive Director of the Company, and Ms Kwan Yu Wen, an Executive Director of the Company, currently holds 30% and 20% interest respectively in Luminor Capital Pte. Ltd. ("**Luminor Capital**"). Luminor Capital is a fund management company incorporated and registered in Singapore. The Board is of the view that there is no overlap in the respective businesses of the Company and Luminor Capital are involved in and

there will be no conflict on the use of the proposed new name, “**Luminor Financial Holdings Limited**” by the Company.

4. DIRECTORS’ RECOMMENDATION

After having considered, *inter alia*, the rationale and benefits of the Proposed Change of Name, the Directors are of the opinion that the Proposed Change of Name is in the best interest of the Company. Accordingly, the Directors recommend that Shareholders vote in favour of the special resolution relating to the Proposed Change of Name at the EGM.

5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 9 to 12 of this Circular, will be held by way of electronic means on Tuesday, 27 April 2021 at 11.00 a.m., or immediately after the conclusion of the Company’s annual general meeting to be convened on the same day, for the purpose of considering and, if thought fit, passing the special resolution relating to the Proposed Change of Name set out in the Notice of EGM.

6. ACTION TO BE TAKEN BY THE SHAREHOLDERS

Due to the mandatory safe distancing measures issued by the Singapore Ministry of Health in relation to the Covid-19 outbreak, the Company will conduct the EGM by electronic means only and Shareholders will not be able to physically attend the EGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching the EGM proceedings via “live” webcast or listening to the EGM proceedings via “live” audio feed, (b) submitting questions in advance of the EGM, and/or (c) voting by proxy at the EGM. Please refer to Notice of EGM for further details.

7. DIRECTORS’ RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this circular constitutes full and true disclosure of all material facts about the Proposed Change of Name, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in the Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Circular in its proper form and context.

8. INSPECTION OF DOCUMENTS

The following documents may be inspected at the registered office of the Company at 20 Collyer Quay, #01-02, Singapore 049319, during normal business hours from the date of this Circular up to the date of the EGM:

- (a) the Constitution of the Company;
- (b) the approval of ACRA for the Company’s application for the reservation of the name “Luminor Financial Holdings Limited”; and

(c) the annual report of the Company for the financial year ended 31 December 2019

Shareholders who wish to inspect these documents at the registered office of the Company are required to send an email request to StarlandShareholderQueries@grp.com.sg to make an appointment in advance. The Company will make arrangements for a date on which each Shareholder can come to the registered office to inspect accordingly. The inspection of documents will be arranged with each Shareholder to limit the number of people who are present at the registered office at any one point in time and such arrangements are subject to the prevailing regulations, orders, advisories and guidelines relating to safe distancing which may be implemented by the relevant authorities from time to time.

Yours faithfully
For and on behalf of the Board of Directors of
Starland Holdings Limited

Foong Daw Ching
Non-Executive Independent Chairman

STARLAND HOLDINGS LIMITED
(Company Registration Number 201131382E)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of **STARLAND HOLDINGS LIMITED** (the "**Company**") will be held by way of electronic means on Tuesday, 27 April 2021 at 11.00 a.m., or immediately after the conclusion of the Company's annual general meeting on the same day, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

Terms and expression not defined herein shall have the meanings ascribed to them in the Company's Circular to the Shareholders dated 5 April 2021.

SPECIAL RESOLUTION: THE PROPOSED CHANGE OF NAME OF THE COMPANY

That:

- (a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**"), the name of the Company be changed from "**Starland Holdings Limited**" to "**Luminor Financial Holdings Limited**" and that the name "**Luminor Financial Holdings Limited**" be substituted for "**Starland Holdings Limited**" wherever the latter name appears in the Constitution of the Company; and
- (b) each of the Directors of the Company be and is hereby authorised to complete and do all such acts and things (including or amending such documents as may be required) as he may consider necessary, desirable or expedient to give effect to this resolution as he may deem fit.

By Order of the Board
Starland Holdings Limited

Belinda Low
Company Secretary

5 April 2021

Notes:

To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the EGM in person. The EGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

Printed copies of this notice and the accompanying Circular and Proxy Form will NOT be sent to members. Instead, these documents will be made available to members solely by electronic means via publication on the Company's website at www.starland.cc and the SGXNET at the URL <https://www.sgx.com/securities/company-announcements?value=STARLAND%20HOLDINGS%20LIMITED&type=company>.

Alternative arrangements relating to members' participation at the EGM are:

- (a) observing and/or listening to the EGM proceedings contemporaneously via a live webcast and live audio feed of the EGM proceedings ("**Live EGM Webcast**" and "**Live EGM Audio Feed**", respectively);
- (b) submitting questions in advance in relation of the resolutions set out in the notice of EGM; and
- (c) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM.

Members will be able to participate in the EGM in the manner set out in the paragraphs below.

Live EGM Webcast and Live EGM Audio Feed:

In light of the above developments, the Company is arranging for the Live EGM Webcast and the Live EGM Audio Feed which will take place on 27 April 2021 at 11.00 a.m., or immediately after the conclusion of the Annual General Meeting, in place of the physical EGM. Members will be able to watch or listen to the EGM proceedings through the Live EGM Webcast or the Live EGM Audio Feed via mobile phone, tablet, computer or any such electronic device. The Company will not accept any physical attendance by members. Any member seeking to attend the EGM physically in person will be turned away.

In order to do so, members must pre-register online at the URL <https://globalmeeting.bigbangdesign.co/starland/> from 11.00 a.m. on 12 April 2021 until 11.00 a.m. on 25 April 2021 (the "**Registration Deadline**"), being not less than 48 hours before the time appointed for holding the EGM, to enable the Company to verify their members' status.

Following the verification and upon the closure of pre-registration, authenticated members will receive email instructions to access the Live EGM Webcast and the Live EGM Audio Feed of the EGM proceedings by 11.00 a.m. on 26 April 2021 (being 24 hours before the time appointed for holding the EGM).

Members are reminded that the EGM proceedings are private. Accordingly, members must not forward the abovementioned email instructions to other persons who are not members and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the Live EGM Webcast and the Live EGM Audio Feed.

Members who register by the Registration Deadline but do not receive the abovementioned email instructions by 11.00 a.m. on 26 April 2021 may contact the Company's technical support by email at webcast@bigbangdesign.co for assistance.

Persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act, including investors who buy Shares using SRS monies, and who wish to participate in the EGM should, in addition to pre-registering online, contact their respective relevant

intermediaries (which would include SRS Operators) through which they hold such Shares as soon as possible in order for the necessary arrangements to be made for their participation in the EGM.

Submission of Questions in Advance:

Please note that members will not be able to raise questions at the EGM during the Live EGM Webcast or the Live EGM Audio Feed, and therefore it is important for members to pre-register their participation in order to be able to submit their questions in advance of the EGM.

Members may submit questions relating to the resolutions set out in the notice of EGM in advance at <https://globalmeeting.bigbangdesign.co/starland/> or via email to StarlandShareholderQueries@grp.com.sg. All questions must be submitted by 11.00 a.m. on 23 April 2021.

Persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including SRS investors, can also submit their questions related to the resolutions to be tabled for approval at the EGM based on the abovementioned instructions.

The Company will endeavour to address the substantial and relevant questions before or during the EGM. The responses to questions from members will be posted on the SGXNET and the Company's website soonest possible before the EGM, or if answered during the EGM, to be included in the minutes of the EGM which will be published on the SGXNET and the Company's website within one month after the date of the EGM.

Submission of Proxy Forms to Vote:

Members will not be able to vote online or through the Live EGM Webcast or the Live EGM Audio Feed on the resolutions to be tabled for approval at the EGM. Members who wish to exercise their votes must submit a Proxy Form to appoint the Chairman of the EGM to cast votes on their behalf.

Members (whether individual or corporate) appointing the Chairman of the EGM as proxy must give specific instructions as to their manner of voting, or abstentions from voting, in the Proxy Form, failing which the appointment will be treated as invalid.

The Chairman of the EGM, as proxy, need not be a member of the Company.

The Proxy Form must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.

The Proxy Form, duly executed together with the power of attorney or other authority, if any, under which the Proxy Form is signed or a notarially certified copy of that power of attorney or other authority (failing previous registration with the Company), must be submitted:

- (a) to the Company's Share Registrar address, Tricor Barbinder Share Registration Services, either by hand at 80 Robinson Road, #11-02, Singapore 068898 or by post at 80 Robinson Road, #02-00, Singapore 068898; or
- (b) by email to StarlandProxyFormSubmission@grp.com.sg

in each case, not less than 48 hours before the time appointed for holding the EGM, i.e. by 11.00 a.m. on 25 April 2021. A member who wishes to submit the 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.

In view of the current COVID-19 situation, members are strongly encouraged to submit completed Proxy Forms electronically via email.

Persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including SRS investors, who wish to exercise their votes by appointing the Chairman of the EGM as proxy should approach their respective relevant intermediaries (which

would include SRS Operators) through which they hold such Shares in order to submit their voting instructions at least seven working days before the EGM (i.e. by 11.00 a.m. on 15 April 2021) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by 11.00 a.m. on 25 April 2021.

The Company shall be entitled to reject the Proxy Form appointing the Chairman of the EGM as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form appointing the Chairman of the EGM as proxy (such as in the case where the appointor submits more than one Proxy Form).

A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time appointed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

IMPORTANT NOTICE: Due to the evolving COVID-19 situation in Singapore, the Company may change the EGM arrangements at short notice. The Company will announce any changes to the holding or conduct of the EGM via the SGXNET. Members are advised to check the SGXNET regularly for updates on the EGM.

Personal Data Privacy:

By (a) submitting a form appointing the Chairman of the EGM as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, or (b) submitting details for the registration to observe the proceedings of the EGM via the Live EGM Webcast or the Live EGM Audio Feed, or (c) submitting any question prior to the EGM in accordance with this notice, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing and administration by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof);
- (ii) processing of the registration for purpose of granting access to members (or their corporate representatives in the case of members which are legal entities) to observe the proceedings of the EGM and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from members received before the EGM and if necessary, following up with the relevant members in relation to such questions; and
- (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines by the relevant authorities.

The member's personal data and its proxy's and/or representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the abovementioned purposes, and retained for such period as may be necessary for the Company's verification and record purposes.

STARLAND HOLDINGS LIMITED
 (Company Registration Number 201131382E)
 (Incorporated in the Republic of Singapore)

IMPORTANT

PROXY FORM

- (a) To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the EGM in person. Members (whether individual or corporate) must appoint the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM if such members wish to exercise their voting rights at the EGM.
- (b) Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live webcast or live audio feed), submission of questions in advance of the EGM, addressing of substantial and relevant questions before or at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in the notice of EGM dated 5 April 2021.
- (c) SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their respective SRS Operators to submit their votes by 11.00 a.m. on 15 April 2021.

I/We*, _____ (Name) (NRIC/Passport/Registration number* _____)
 of _____ (Address) being a

Member/members* of **STARLAND HOLDINGS LIMITED** (the “**Company**”), hereby appoint the Chairman of the Extraordinary General Meeting (“**EGM**”) of the Company as my/our* proxy/proxies* to attend and vote for me/us* on my/our* behalf at the EGM of the Company to be held by electronic means on Tuesday, 27 April 2021 at 11.00 a.m. and at any adjournment thereof to vote for, against or abstain from the resolutions to be proposed at the EGM as indicated hereunder. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.**

SPECIAL RESOLUTION	FOR**	AGAINST**	ABSTAIN**
To approve the Proposed Change of Name of the Company			

Dated this _____ day of _____ 2021

Total number of Shares in	Number of Shares
(a) Depository Register	
(b) Register of Members	

 Signature(s) or Common Seal of Member(s)

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. If the member has shares entered against his name in the Depository Register, he should insert that number of shares. If the member has shares registered in his name in the Register of Members, he should insert that number of shares. If the member has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this instrument of proxy will be deemed to relate to all the shares held by the member.
2. To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the EGM in person. Members (whether individual or corporate) must appoint the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM if such members wish to exercise their voting rights at the EGM. Where the members (whether individual or corporate) appoint the Chairman of the EGM as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
3. The Chairman of the EGM, being a proxy, need not be a member of the Company.
4. This instrument appointing a proxy, duly executed, must be submitted to the Company's Share Registrar address, Tricor Barbinder Share Registration Services, either (a) by hand at 80 Robinson Road, #11-02, Singapore 068898 or (b) by post at 80 Robinson Road, #02-00, Singapore 068898; (c) by email to StarlandProxyFormSubmission@grp.com.sg, not less than 48 hours before the time appointed for holding the EGM. In view of the current COVID-19 situation, members are strongly encouraged to submit completed proxy forms electronically via email.
5. This instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.
6. Where this instrument appointing a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a notarially certified copy thereof (failing previous registration with the Company) must be lodged with this instrument of proxy, failing which this instrument of proxy may be treated as invalid.
7. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50, including investors who buy shares using SRS monies, and who wish to exercise their votes by appointing the Chairman of the EGM as proxy should approach their respective relevant intermediaries, including SRS Operators, to submit their voting instructions at least seven working days before the EGM (i.e. by 11.00 a.m. on 15 April 2021) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date.
8. A corporation which is a member may authorise by a resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM in accordance with Section 179 of the Companies Act, Chapter 50.
9. The Company shall be entitled to reject this instrument appointing a proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this instrument appointing a proxy (including any related attachment). In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject any instrument appointing a proxy lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting this instrument appointing a proxy, the member is deemed to have accepted and agreed to the personal data privacy terms set out in the notice of EGM of the Company dated 5 April 2021.