

GOLDEN ENERGY AND RESOURCES LIMITED

(Company Registration No. 199508589E)
(Incorporated in the Republic of Singapore)

ANNUAL GENERAL MEETING TO BE HELD ON 28 APRIL 2023

1. **Introduction**

Golden Energy and Resources Limited (the “**Company**”) refers to the Company’s Notice of Annual General Meeting dated 6 April 2023 for the financial year ended 31 December 2022 (“**FY2022**”).

2. **Date, Time and Conduct of the AGM**

The Company wishes to announce that its Annual General Meeting for FY2022 (“**AGM**”) will be convened and held by way of electronic means on **Friday, 28 April 2023 at 11.00 a.m.** 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 (“**Order**”).

3. **Alternative Arrangements on the Dissemination of Documents Relating to the AGM**

The Company has issued the following documents in connection with the AGM:

- (a) Annual Report 2022;
- (b) Notice of AGM dated 6 April 2023;
- (c) Proxy Form; and
- (d) Appendix in relation to the Proposed Renewal of the Sinar Mas IPT Mandate dated 6 April 2023, (collectively, the “**AGM Documents**”).

In line with the provisions under the Order, printed copies of the AGM Documents will not be sent to shareholders. Electronic copies of the AGM Documents have been made available on:

- (a) the Company’s corporate website at the URL <http://investor.gear.com.sg/ar.html>; and
- (b) SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

4. **No Physical Attendance at the AGM**

Shareholders will NOT be able to attend the AGM in person. Shareholders who wish to participate at the AGM will need to do so in accordance with the alternative arrangements set out in paragraph 5 below.

5. **Alternative Arrangements for Participation at the AGM**

Alternative arrangements are in place to allow shareholders 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 (“**Electronic Means**”);
- (b) submitting questions in advance of the AGM, or “live” via text-based questions through the audio-visual webcast platform at the AGM; and
- (c) voting through their duly appointed proxy(ies), or “live” at the AGM.

Details of the steps and deadlines for pre-registration, submission of questions in advance of or “live” at the AGM, and voting at the AGM by shareholders (including Central Provident Fund (“**CPF**”) and Supplementary Retirement Scheme (“**SRS**”) investors) are set out in the Appendix to this announcement.

6. **Persons Holding Shares Through Relevant Intermediaries**

(a) Persons who hold shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF and SRS investors, and who wish to participate in the AGM by:

- (i) observing and/or listening to the AGM proceedings via Electronic Means;
- (ii) submitting questions in advance of, or “live” at the AGM in relation to any resolutions to be tabled for approval at the AGM; and/or
- (iii) voting at the AGM “live” by themselves or by appointing the Chairman of the AGM as proxy to vote on their behalf,

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

(b) CPF and SRS investors should note that they (i) may vote “live” via electronic means at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (ii) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes **by 11.00 a.m. on 18 April 2023**.

7. **Submission of Questions Related to the Resolutions to be Tabled for Approval at the AGM**

(a) Shareholders may also submit questions in advance related to the resolutions to be tabled for approval at the AGM **by 11.00 a.m. on 18 April 2023**:

- (i) via the pre-registration website at the URL <https://conveneagm.sg/GEARAGM2023>;
- (ii) by email to srs.teamd@boardroomlimited.com; or
- (iii) by post to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (“**Boardroom**”), at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

(b) For questions submitted by email or post, shareholders are to provide their full name, address and the manner in which the shareholder holds the shares in the Company (e.g. via CDP, scrip, CPF or SRS). The Company will answer all substantial and relevant questions. Answers to questions received by 11.00 a.m. on 18 April 2023 will be published on the Company’s website and SGXNet at the URLs listed above in paragraph 3 by 21 April 2023.

8. **Further Queries**

If shareholders have further queries on participation at the AGM, please submit such queries by email to support@conveneagm.com.

9. **Important Reminder**

Shareholders who are participating at the AGM are reminded that the AGM is a private event. Invitations extended to shareholders for the AGM via Electronic Means shall not be forwarded to anyone who is not a shareholder of the Company or who is not authorised to attend the AGM. Recording of the AGM proceedings in whatever form is also strictly prohibited.

By order of the Board

Lai Kuan Loong, Victor
Company Secretary
Singapore, 6 April 2023

APPENDIX

Steps for pre-registration of attendance at the AGM via electronic means, submission of questions and voting at the AGM

Shareholders (including CPF and SRS investors) will be able to observe and/or listen to the AGM proceedings through a “live” audio-visual webcast or “live” audio-only stream by pre-registering, submitting questions in advance of, or “live” at the AGM and vote at the AGM (a) “live” by themselves via electronic means; or (b) through duly appointed proxy(ies) via electronic means.

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

PRE-REGISTRATION	
Steps	Details
Pre-registration	<p>Shareholders (including CPF and SRS investors) or, where applicable, their appointed proxy(ies) MUST pre-register for the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings at the pre-registration website at the URL https://conveneagm.sg/GEARAGM2023 (“Registration Link”) by 11.00 a.m. on 25 April 2023 to enable the Company to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders or, where applicable, their appointed proxy(ies) will receive an email by 11.00 a.m. on 27 April 2023 (the “Confirmation Email”), and instructions on how to access the live webcast.</p> <p>Shareholders or, where applicable, their appointed proxy(ies) who have pre-registered by the registration deadline but did not receive the Confirmation Email by 11.00 a.m. on 27 April 2023 should email support@conveneagm.com for assistance with the following details included (i) the full name of the shareholder, and (ii) his/her/its identification/registration number.</p> <p>Persons who hold shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), other than CPF or SRS investors, will not be able to pre-register at the Registration Link for the “live” audio-visual webcast / “live” audio-only stream of the AGM proceedings. If they wish to participate in the “live” broadcast of the AGM, they should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.</p>
SUBMISSION OF QUESTIONS	
Steps	Details
Submission of Questions (if any) in Advance	<p>Shareholders (including CPF and SRS investors) of the Company may also submit questions relating to the resolutions to be tabled for approval at the AGM, in advance of the AGM. To do so, all questions must be submitted in the following manner:</p> <p>(a) via the Registration Link; (b) by email to srs.teamd@boardroomlimited.com; or (c) by posting a physical copy to the office of the Company’s Share Registrar, Boardroom, at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.</p> <p>Shareholders who submit questions by email or post, must provide the following information for verification purposes, failing which, the</p>

	<p>submission will be treated as invalid:</p> <ul style="list-style-type: none"> (a) the shareholder's full name; (b) the shareholder's address; (c) the number of shares held; and (d) the manner in which the shareholder holds shares in the Company (e.g. via CDP, scrip, CPF or SRS). <p>Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify their shareholder status.</p> <p>All questions must be submitted by 11.00 a.m. on 18 April 2023. The Company will endeavor to address all substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM by 21 April 2023, and publish them on the Company's website at the URL http://investor.gear.com.sg/ar.html as well as SGXNet at the URL https://www.sgx.com/securities/company-announcements.</p>
<p>Submission of questions "live" at the AGM</p>	<p>Shareholders (including CPF and SRS investors) or, where applicable, their appointed proxy(ies), who have pre-registered and are verified to attend the AGM may submit text-based questions "live" through the "live" "Ask a Question" function via the online platform hosting the audio-visual webcast during the AGM.</p> <p>Shareholders who wish to appoint a proxy(ies) (other than the Chairman of the AGM) to ask questions "live" at the AGM on their behalf must, in addition to completing and submitting the proxy form, pre-register for their proxy(ies) via the pre-registration website by 11.00 a.m. on 25 April 2023.</p> <p>The Company will, during the AGM itself, address as many substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) which have not already been addressed prior to the AGM, as well as those received "live" at the AGM, as reasonably practicable. Where there are substantially similar questions, the Company will consolidate such questions; consequently, not all questions may be individually addressed.</p> <p>Shareholders (including CPF and SRS investors) or, where applicable, their appointed proxy(ies), must access the AGM proceedings via "live" audio-visual webcast or "live" audio feed in order to ask questions "live" at the AGM.</p>
Voting at the AGM	
Steps	Details
<p>Shareholders (including CPF and SRS investors) to exercise voting rights at the AGM</p>	<p>Shareholders (including CPF and SRS investors) who have pre-registered themselves and wish to exercise their voting rights at the AGM, must attend and exercise their voting rights at the AGM via Electronic Means.</p> <p>CPF and SRS investors who hold the Company's shares through CPF Agent Banks or SRS Operators:</p> <ul style="list-style-type: none"> (a) may attend and vote "live" via Electronic Means at the AGM if they are appointed as proxies by their CPF Agent Banks and SRS Operators, and should contact their respective CPF Agent Banks and SRS Operators if they have any queries regarding their appointment as proxies; or

	<p>(b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks and SRS Operators to submit their votes by 11.00 a.m. on 18 April 2023.</p>
<p>Appointing a proxy(ies) to vote at the AGM</p>	<p>Shareholders may appoint proxy(ies) to vote on their behalf at the AGM. The Proxy Form is available for download at the Company's website at the URL http://investor.gear.com.sg/ar.html and SGXNet at the URL https://www.sgx.com/securities/company-announcements.</p> <p>The Proxy Form must be submitted to the Company in the following manner:</p> <p>(a) If submitted by post, be lodged at the office of Boardroom at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(b) If submitted electronically,</p> <p>(i) via email to srs.teamd@boardroomlimited.com, or</p> <p>(ii) via the Registration Link.</p> <p>in either case by 11.00 a.m. on 25 April 2023 (being not less than seventy-two (72) hours before the time appointed for holding the AGM).</p> <p>A shareholder who wishes to submit the Proxy Form by post or email must first download, print, complete and sign the Proxy Form, before scanning and submitting it to the email address or posting it to the office address provided above.</p> <p>CPF and SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 11.00 a.m. 18 April 2023.</p>