GKE CORPORATION LIMITED
(Company Registration No. 200001941G)
(Incorporated in the Republic of Singapore)

APPROVAL IN-PRINCIPLE FOR THE PROPOSED SPIN-OFF OF THE INFRASTRUCTURAL MATERIALS & SERVICES BUSINESS OF THE COMPANY

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1. INTRODUCTION

1.1. The Board of Directors (the "**Board**") of GKE Corporation Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that the Company intends to conduct a potential spin-off (the "**Proposed Spin-off**") of its infrastructural materials and services business through the proposed initial public offering and listing of GKE Holdings (HK) Co., Limited ("**GKEH**" and together with its subsidiaries, the "**GKEH Group**") on the Catalist Board of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

1.2. In connection with the foregoing, the Company had submitted a pre-clearance application to the SGX-ST in relation to the Proposed Spin-off. The Company is pleased to announce that the SGX-ST had, based on the Company's submissions and representations, advised that the SGX-ST has no objection to the Proposed Spin-Off, subject to compliance with the SGX-ST's listing requirements and guidelines (the "**SGX-ST Concurrence**").

1.3. The SGX-ST reserves the right to amend and/or vary the SGX-ST Concurrence and such decision is subject to changes in the SGX-ST's policies.

2. THE PROPOSED SPIN-OFF

2.1. The Company has appointed RHT Capital Pte. Ltd. ("**RHT Capital**") as the financial adviser to the Company in respect of the Proposed Spin-off. RHT Capital is also the Company's Continuing Sponsor.

2.2. The business of the Group is currently categorised into two broad areas:

(a) **Warehousing & logistics**, provision of integrated supply chain solutions including storage, freight forwarding, transportation, chemical handling and port management services to serve diverse industries locally and globally; and

(b) **Strategic investments**, comprising:

(i) **Infrastructural materials & services** – manufacturing and supply of environmentally friendly ready-mix concrete and building materials; and

(ii) **Others** – provision of indoor farming solutions and distribution of telecommunications mobile handsets and accessories business.

2.3. The Company had conducted its business in the infrastructural materials & services since 2012 through GKEH, an investment holding company incorporated in Hong Kong on 5 June 2012. The GKEH Group is involved in the production and manufacturing of environmentally friendly lightweight brick, building materials and cement products in People's Republic of China.

2.4. The Proposed Spin-off of the infrastructural materials & services business is intended to be conducted through an initial public offering and listing of GKEH and its subsidiaries, through an Singapore investment holding company expected be incorporated as the listing company, on the Catalist Board of the SGX-ST (the "**Proposed Listing**"). As at the date of this announcement, the structure of the Proposed Listing is yet to be confirmed.

2.5. The Proposed Spin-off and Proposed Listing are dependent on, *inter alia*, the results of the preparatory work to be undertaken, requisite approvals from relevant regulatory authorities and any relevant third parties, and the then-prevailing market conditions, amongst others. Accordingly, there is no assurance that the Proposed Spin-off or Proposed Listing will materialise.

3. SHAREHOLDER APPROVAL

3.1. The Company notes that Rule 805(2) of the Catalist Rules provides that except as provided in Rule 806 of the Catalist Rules, an issuer must obtain the prior approval of shareholders in general meeting if a principal subsidiary of an issuer issues shares that will or may result in a percentage reduction of 20.0% or more of the issuer's equity interest in the principal subsidiary. In this regard, whilst the structure of the Proposed Listing is not yet finalised as at the date of this announcement, as the Company currently expects that its effective shareholding interest in GKEH may be diluted by 20.0% or more following completion of the Proposed Listing in connection with the public offering, the Company will seek the prior approval of its shareholders in a general meeting. As and when necessary under the Catalist Rules, the Company will make further announcements in due course to provide details of any extraordinary general meeting to be held.

4. FURTHER ANNOUNCEMENTS CAUTIONARY STATEMENT

4.1. As at the date of this announcement, save for their directorships and (if any) shareholdings in the Company, none of the directors or substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Spin-Off.

4.2. The Company will continue to keep shareholders updated and will make further announcements when there are material developments in respect of the Proposed Spin-off or when appropriate from time to time.

4.3. **Shareholders and potential investors should note that the Proposed Spin-off and the final structure of the GKEH Group are in their preliminary stages and are dependent on and subject to, among others, the prevailing market conditions and approvals from the relevant authorities, including but not limited to the SGX-ST. Accordingly, there is no assurance as to whether and when the Proposed Spin-off will be implemented or completed.**

4.4. **This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities nor is it intended or calculated to invite any such offer or invitation in Singapore or on any foreign stock exchange. Any public offering of securities to be made in Singapore or on any foreign stock exchange will be made by way of a prospectus or an offering document or analogous (as applicable) and will contain detailed information about the Proposed Spin-off as required by the laws and regulations of the relevant jurisdiction and stock exchange.**

4.5. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully and to exercise caution when trading in or dealing in the securities of the Company. Persons who are in doubt as to the action they should consult their stockbrokers, bank managers, solicitors or other professional advisers immediately.

BY ORDER OF THE BOARD

Neo Cheow Hui
Chief Executive Officer and Executive Director
22 December 2025

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*This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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