



GS HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201427862D)

RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING HELD ON 15 APRIL 2016

Unless otherwise defined therein, capitalised terms used in this announcement shall have the same meanings ascribed to them in the circular dated 31 March 2016 to the shareholders of the Company.

The Board of Directors (the "**Board**") of GS Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") wishes to announce that pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalyst of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**"), the ordinary resolution relating to the matter as set out in the Notice of Extraordinary General Meeting ("**EGM**") dated 31 March 2016 was duly passed by way of poll.

The result of the poll on the ordinary resolution put to the vote at the EGM is set out below for information:-

Ordinary Resolution	Total number of shares represented by votes For and Against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
The Proposed Adoption of the Shareholders' Mandate for Recurrent Interested Person Transactions (" Proposed IPT Mandate ")	5,643,000	5,643,000	100	0	0

Details of parties who are required to abstain from voting on the resolution

Rule 919 and 920(1)(b)(viii) of the Catalyst Rules state that interested persons shall abstain and undertake that their Associates shall abstain from voting on the resolution approving interested person transactions involving them and the Group. Such interested persons and their Associates also shall not act as proxies in relation to such resolutions unless voting instructions have been given by the relevant Shareholder.

The Interested Person and/or any of their Associates who are Shareholders (which includes Mr Pang Pok) shall abstain from voting in respect of each of their shareholdings in the Company on the ordinary resolution approving the Proposed IPT Mandate as set out in the Notice of EGM.

The abovementioned persons (which includes Mr Pang Pok) shall decline appointment(s) as proxy(ies) to vote in respect of the ordinary resolution relating to the Proposed IPT Mandate unless the Shareholders concerned shall have given specific instructions as to the manner in which his/her votes are to be cast at the EGM.

Mr Pang Pok, an Executive Chairman and Chief Executive Officer of the Company, holding 84,200,000 ordinary shares in the Company, had abstained from voting on the Proposed IPT Mandate.

Name of firm and/or person appointed as a scrutineer

Acres Advisory Private Limited was appointed as scrutineer for the EGM.

BY ORDER OF THE BOARD

Pang Pok
Executive Chairman and Chief Executive Officer

15 April 2016

*This announcement 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 Catalist Rules. The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this announcement.*

The contact persons for the Sponsor are Mr Alvin Soh, Head of Catalist Operations, Senior Vice President, and Mr Lan Kang Ming, Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.