CIRCULAR DATED 05 AUGUST 2025

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

This Circular is issued by Goodland Group Limited (the "Company", and with its subsidiaries, the "Group"). If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

If you have sold or transferred all your shares in the capital of the Company held through The Central Depository (Pte) Limited ("**CDP**"), you need not forward this Circular to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee. If you have sold or transferred all your shares represented by physical share certificate(s), you should at once hand this Circular to the purchaser or transferee or to the bank, stockbroker or agent through whom you effected the sale or transfer, for onward transmission to the purchaser or transferee.

The Singapore Exchange Securities Trading Limited (the "**SGX-ST"**) assumes no responsibility for the accuracy of any of the statements made, opinion expressed or reports contained in this Circular.

GOODLAND GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200405522N)

CIRCULAR TO SHAREHOLDERS

in relation to

THE PROPOSED CHANGE OF AUDITORS

Important Dates and Times

Last date and time for lodgement of Proxy Form	:	18 August 2025 at 9:00 a.m.
Date and time of Extraordinary General Meeting	:	20 August 2025 at 9:00 a.m.
Place of Extraordinary General Meeting	:	3 Kim Chuan Lane #06-01 Goodland Group Building Singapore 537069

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DEFINITIONS

In this Circular, the following definitions apply throughout unless where the context otherwise requires:

"**ACRA**"	:	The Accounting and Corporate Regulatory Authority of Singapore
"**Act**"	:	The Companies Act, Chapter 50, of Singapore, as amended or modified from time to time or re-enactment thereof for the time being in force
"**Audit Committee**"	:	The audit committee of the Company as at the date of this Circular, comprising Mr. Chong You Fook Charles, Mr. Yeo Eng Ching Danny and Mr. Christopher Yong Shu Wei
"**Board**"	:	The Board of Directors of the Company as at the date of this Circular
"**CDP**"	:	The Central Depository (Pte) Limited
"**Circular**"	:	This circular to Shareholders dated 05 August 2025 in relation to the Proposed Change of Auditors
"**Company**"	:	Goodland Group Limited
"**Directors**"	:	The directors of the Company as at the date of this Circular
"**EGM**"	:	The extraordinary general meeting of the Company to be held at 3 Kim Chuan Lane #06-01 Goodland Group Building Singapore 537069, on 20 August 2025 at 9:00 a.m., notice of which is set out on pages 10 to 12 of this Circular
"**FKT**"	:	Messrs Foo Kon Tan LLP
"**NS**"	:	Messrs Nexia Singapore PAC
"**FY**"	:	Financial year ended or ending on 30 September
"**Group**"	:	The Company and its subsidiaries collectively
"**Listing Manual**"	:	The Listing Manual of the SGX-ST, as the same may be amended, varied or supplemented from time to time
"**Proposed Change of Auditors**"	:	The proposed appointment of NS as auditors of the Company following FKT's resignation as auditors of the Company
"**SGX-ST**"	:	Singapore Exchange Securities Trading Limited
"**Securities Account**"	:	The securities account maintained by a Depositor with CDP (but does not include a securities sub-account)

"**Shareholders**"	:	The registered holders of Shares in the Register of Members of the Company, except where the registered holder is the 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 those Shares
"**Shares**"	:	Ordinary shares in the capital of the Company

The term "associate", "associated company" and "subsidiary" shall have the meanings ascribed to them respectively in the Fourth Schedule of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 and the Act.

The terms "Depositor" and "Depository Register" shall have the meanings ascribed to them respectively in Section 130A of the Act.

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

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

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

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. References to persons shall, where applicable, include corporations.

GOODLAND GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200405522N)

Directors:

Mr. Tan Chee Beng (Executive Chairman)
Mr. Tan Chee Tiong (Chief Executive Officer and Group Managing Director)
Ms. Tan Bee Bee (Executive Director)
Mr. Chong You Fook Charles (Lead Independent Director)
Mr. Yeo Eng Ching Danny (Independent Director)
Mr. Christopher Yong Shu Wei (Independent Director)

Registered Office:

3 Kim Chuan Lane #07-01
Goodland Group Building
Singapore 537069

05 August 2025

To: The Shareholders of the Company

Dear Sir / Madam

PROPOSED CHANGE OF AUDITORS

1. INTRODUCTION

The Board is proposing to convene an EGM to seek Shareholders' approval for the Proposed Change of Auditors, the rationale for which is set out in detail in paragraph 2 below.

The purpose of this Circular is to provide Shareholders with information pertaining to the Proposed Change of Auditors, and to seek Shareholders' approval in respect of the same at the EGM to be held on 20 August 2025 at 9:00 a.m. at 3 Kim Chuan Lane #06-01 Goodland Group Building Singapore 537069, the notice of which is set out on pages 10 to 12 of this Circular.

2. PROPOSED CHANGE OF AUDITORS

2.1 Rationale for the Proposed Change of Auditors

FKT, the Company's present auditors, had on 11 June 2025, given notice (the "**Initial Notice**") to the Company that it had applied for consent from ACRA to resign as the auditors of the Company, and on 17 July 2025, given notice to the Company of their resignation as auditors of the Company. FKT's resignation was part of the Company's ongoing good corporate governance practices and was approved by ACRA in accordance with Section 205AB of the Act. FKT has served as auditors of the Company for 10 financial years since 2015. The Group is changing auditors as part of the Company's ongoing good corporate governance practices. The Board is of the view that a change of auditors would enable the Company to benefit from the fresh perspectives and views of another professional audit firm and thus, further enhance the value of the audit.

In relation to the foregoing, the Board has in consultation with the Audit Committee, reviewed and determined that the proposal given by NS is best suited to the needs of the Group, and that the same is reasonable and competitive.

Following the Initial Notice, the Company had on 17 July 2025 received: (i) a letter from FKT giving notice of their resignation as auditors of the Company; and (ii) a letter from ACRA approving FKT's resignation as auditors of the Company with effect from 17 July 2025. The Company had also, following the Initial Notice, on 20 June 2025, received a letter from NS giving notice of their provisional acceptance to be appointed as auditors of the Company, subject to the approval of Shareholders at the EGM.

Pursuant to Rule 712(3) of the Listing Manual, the Proposed Change of Auditors will be effective only upon the approval of Shareholders at the EGM.

The Board wishes to express their appreciation for the past services rendered by FKT.

2.2 **Requirements under Rule 712 of the Listing Manual of the SGX-ST**

The Audit Committee has reviewed and deliberated, and after taking into consideration the suitability of NS and compliance with the Listing Manual, has recommended the Proposed Change of Auditors.

The Board, having taken into account the Audit Committee's recommendation, and having considered various factors including, *inter alia*, the adequacy of the resources and experience of NS and the engagement partner and persons assigned to the audit, the number and experience of supervisory and professional staff to be assigned to the audit of the Group, NS's other audit engagements, the size and complexity of the Group, and NS's proposed audit arrangements for the Group, is of the opinion that NS will be able to meet the audit requirements of the Company and that Rule 712 of the Listing Manual has been complied with. Accordingly, the Board has recommended the Proposed Change of Auditors.

2.3 **Requirements under Rule 715 of the Listing Manual**

The Board confirms that pursuant to the Proposed Change of Auditors, NS will be engaged to audit: (i) the Company's accounts; and (ii) the accounts of its Singapore and Malaysia incorporated subsidiaries and significant associated companies. Accordingly, Rule 715 of the Listing Manual has been complied with and/or will be complied with upon obtaining Shareholders' approval for the Proposed Change of Auditors.

2.4 **Requirements under Rule 1203(5) of the Listing Manual**

For the purposes of Rule 1203(5) of the Listing Manual, the Company confirms that:

(a) it has received confirmation from FKT that it is not aware of any professional reasons why NS should not accept appointment as auditors of the Company;

(b) there were no disagreements with FKT on accounting treatments within the last twelve (12) months from the date of this Circular;

(c) it is not aware of any circumstances connected with FKT's resignation and the Proposed Change of Auditors that should be brought to the attention of the Shareholders;

(d) the specific reasons for FKT's resignation and the Proposed Change of Auditors are as disclosed in paragraph 2.1 of this Circular; and

(e) it is in compliance with Rules 712 and 715 of the Listing Manual in relation to the appointment of NS as the auditors of the Company.

3. INFORMATION ON NEXIA SINGAPORE PAC

Nexia Singapore PAC is a public accounting corporation registered with ACRA and is approved under the Accountants Act to provide public accountancy services. Nexia provides services to clients such as public listed companies, private business, entrepreneurs, and individuals across various industry sectors. Nexia Singapore PAC is a member of Nexia International Limited, which operates in 119 countries with about 200 member firms, more than 500 offices and more than 1,900 partners and providing a resource of over 22,000 professional and support staff.

Ms. Chan Rouh Ting ("Ms. Chan") is the designated audit engagement partner who will be in charge of the audit of the Company. Ms. Chan is a partner with the audit and assurance division of Nexia and has over 20 years of experience in the auditing professional and commercial sector. She has been involved in audit engagements with clients such as public listed companies on the SGX-ST and small to medium privately owned companies, covering a wide range of industries, including shipping, trading, manufacturing, construction, agriculture, energy and not-for-profit companies.

Mr. Chang Fook Kay, the engagement quality reviewer, has more than 25 years audit experience and acted as the audit engagement partner for the past 16 years of SGX-listed companies. Mr. Chang's audit experience over the last 3 years also includes listed companies across various industries, including engineering, investment holding, property development and construction, food processing and distribution, and agricultural and food products.

4. AUDIT COMMITTEE'S RECOMMENDATION

The Audit Committee has reviewed the Proposed Change of Auditors and recommends the appointment of NS as the auditors of the Company, having satisfied itself of the suitability of NS and ensuring compliance with the requirements of the Listing Manual.

5. DIRECTORS' RECOMMENDATION

The Board, having considered the rationale and benefit of the Proposed Change of Auditors, is of the opinion that the Proposed Change of Auditors is in the best interests of the Company and the Shareholders. Accordingly, the Board recommends that the Shareholders vote in favour of the resolution in respect of the Proposed Change of Auditors at the EGM.

6. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 10 to 12 of this Circular, will be held on 20 August 2025 at 9:00 a.m. at 3 Kim Chuan Lane #06-01 Goodland Group Building Singapore 537069 (or any adjournment thereof) for the purpose of considering and, if thought fit, passing (with or without any modification) the resolution set out in the notice of EGM.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors of the Company 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 Auditors, 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 this 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 this Circular in its proper form and context.

8. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM and wish to appoint a proxy to attend and vote on his behalf, should complete, sign and return the proxy form attached to this Circular in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company's registered office at 3 Kim Chuan Lane, #07-01, Goodland Group Building, Singapore 537069, not less than 48 hours before the time fixed for the EGM. The completion and return of the Proxy Form by a Shareholder will not prevent him from attending and voting at the EGM, if he wishes to do so, in place of his proxy.

A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register 48 hours before the EGM, as certified by CDP to the Company.

9. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at 3 Kim Chuan Lane, #07-01, Goodland Group Building, Singapore 537069, during normal business hours from the date of this Circular up to and including the time and date of the EGM:

(a) the Constitution of the Company;

(b) the annual report of the Company for the FY ended 30 September 2024;

(c) the letter from FKT dated 17 July 2025 giving notice of their resignation as auditors of the Company;

(d) the letter from ACRA dated 17 July 2025 approving FKT's resignation as auditors of the Company with effect from 17 July 2025;

(e) the letter of provisional acceptance to be appointed as auditors of the Company from NS dated 20 June 2025; and

(f) the letter of professional clearance from FKT to NS dated 4 June 2025.

Yours faithfully
BY ORDER OF THE BOARD

Hor Swee Liang
Company Secretary
05 August 2025

NOTICE OF EXTRAORDINARY GENERAL MEETING

GOODLAND GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200405522N)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of Goodland Group Limited (the "**Company**") will be held at 3 Kim Chuan Lane #06-01 Goodland Group Building Singapore 537069 on 20 August 2025 at 9:00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION
Proposed Change of Auditors

"That:

(a) Messrs Nexia Singapore PAC ("**NS**") be hereby appointed as the auditors of the Company following the resignation of Messrs Foo Kon Tan LLP as auditors of the Company with effect from 17 July 2025, to hold office until the conclusion of the next annual general meeting of the Company at a fee and on such terms to be agreed between the directors of the Company and NS (the "**Proposed Change of Auditors**"); and

(b) approval be and is hereby given to the directors of the Company to take such steps and exercise such discretion and do all such acts and things as any of them may deem desirable, necessary, advisable or expedient to give effect to the matters set out in (a) above."

BY ORDER OF THE BOARD

Hor Swee Liang
Company Secretary

Singapore: 05 August 2025

NOTES:

1 The Extraordinary General Meeting will be held, in a wholly physical format, at the venue, date and time stated above. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Extraordinary General Meeting by attending the Extraordinary General Meeting in person. **There will be no option for shareholders to participate virtually**.

Printed copies of this Notice of Extraordinary General Meeting and the accompanying Proxy Form will be sent by post to members. These documents will also be published on the Company's website at the URL https://goodlandgroup.listedcompany.com and the SGX website at the URL https://www.sgx.com/securities/company-announcements.

2 **Arrangements for participation in the EGM physically**

Members (including CPFIS and SRS investors) may participate in the EGM by:

(a) attending the EGM in person;

(b) submitting questions to the Chairman of the Meeting in advance of, or at, the EGM; and/or

(c) voting at the EGM

(i) themselves personally; or (ii) through their duly appointed proxy(ies).

CPFIS and SRS investors who wish to appoint the Chairman of the Meeting (and not third party proxy(ies)) as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes. Please see item 6 below for details.

Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives are advised not to attend the Extraordinary General Meeting if they are feeling unwell.

3 (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the EGM.

(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

4 A proxy need not be a member of the Company.

5 A member can appoint the Chairman of the Meeting as his/her/its proxy **but** this is **not mandatory**.

If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.

6 CPFIS/SRS investors who hold SGX shares through CPF Agent Banks/SRS Operators:

(a) may vote at the Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or

(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Meeting, in which case they should approach their CPF Agent Banks/SRS Operators to submit their votes at least 7 working days prior to the date of EGM i.e. by 9:00 a.m. on 11 August 2025.

7 Submission of instrument of proxy or proxy ("Proxy Form") – By 9:00 a.m. on 18 August 2025.

The Proxy Form must be submitted through any one of the following means:

(a) by depositing a physical copy at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896; or

(b) by sending a scanned PDF copy by email to goodland@goodlandgroup.com.sg,

in either case, not less than 48 hours before the time appointed for holding the Meeting i.e. by 9:00 a.m. on 18 August 2025, and failing which, the Proxy Form will not be treated as valid.

8 The Company shall be entitled to, and will, treat any valid Proxy Form which was delivered by a member to the Company **before 9:00 a.m. on** 18 August 2025 as a valid instrument as the member's proxy to attend, speak and vote at the Meeting if: (a) the member had indicated how he/she/it wished to vote for, against, or abstain from voting on the Resolutions; and (b) the member has not withdrawn the appointment by 9:00 a.m. on 18 August 2025.

9 If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.

10 Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the Meeting if he/she so wishes. The appointment of the proxy(ies) for the Meeting will be deemed to be revoked if the member attends the Meeting in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the Meeting.

11 Submission of questions by members in advance of the Meeting – By 9:00 a.m. on 13 August 2025

(a) Members may also submit questions related to the resolutions to be tabled for approval at the Meeting. All questions, together with the members' full names, identification numbers, contact numbers and email addresses and manner in which they hold shares in the Company ("**Shares**"), must be submitted no later than 9:00 a.m. on 13 August 2025 or by post to the registered office of the Company at 3 Kim Chuan Lane #07-01 Goodland Group Building, Singapore 537069.

(b) The Company will publish the responses to substantial and relevant questions on the SGX website at https://www.sgx.com/securities/company-announcements and the Company's website https://goodlandgroup.listedcompany.com/newsroom.html by 15 August 2025, if any.

(c) The Company endeavours to address (i) subsequent clarifications sought (ii) follow-up questions or (iii) subsequent substantial and relevant questions which are received after its Responses to Q&A at the Meeting itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.

(d) Minutes of EGM - The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNET, and the minutes will include the responses to the questions which are addressed during the EGM, if any.

12 Important reminder. Members are reminded to check SGXNet for any latest updates on the status of the EGM.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

GOODLAND GROUP LIMITED
Company Registration No. 200405522N
(Incorporated in the Republic of Singapore)

PROXY FORM
EXTRAORDINARY GENERAL MEETING
(Please see notes overleaf before completing this Form)

Important
The Extraordinary General Meeting ("**EGM**") will be held, in a wholly physical format, at the venue, date and time stated below. There will be no option for shareholders to participate virtually.
Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy(ies).
This Proxy Form is not valid for use (and shall be ineffective for all intents and purposes if used or purported to be used) by CPF and SRS investors. CPF and SRS Investors:

- may vote at the Extraordinary General Meeting 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
- may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Extraordinary General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 9:00 a.m. on 11 August 2025.

I/We, ... (Name) ..... (NRIC/Passport No/Co Reg Number)
of ..... (Address)
being a member / members of **GOODLAND GROUP LIMITED** (the "Company"), hereby appoint:

Name		***NRIC/Passport No.**	**Proportion of Shareholdings**	
			No. of Shares	**%**
Address				

and/or (delete as appropriate)

Name		***NRIC/Passport No.**	**Proportion of Shareholdings**	
			No. of Shares	**%**
Address				

or failing the person, or either or both of the persons referred to above, the Chairman of the Extraordinary General Meeting of the Company as *my/our *proxy/proxies to attend, speak or vote for *me/us on *my/our behalf at the Extraordinary General Meeting of the Company to be held physically at 3 Kim Chuan Lane #07-01 Goodland Group Building, Singapore 537069 on 20 August 2025 at 9:00 a.m. and at any adjournment thereof.

*I/We direct *my/our *proxy/proxies to vote for, against, or abstain from voting on the Resolutions proposed at the Extraordinary General Meeting as indicated hereunder.

If no specific direction as to voting is given or in the event of any other matter arising at the Extraordinary General Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion. All resolutions put to the vote at the Extraordinary General Meeting shall be decided by way of poll.

(If you wish to exercise all your votes "For", "Against" or "Abstain", please tick [✓] within the box provided. Alternatively, please indicate the number of votes as appropriate.)

No.	**Resolutions relating to:**	**For***	**Against***	**Abstain***
	Ordinary Resolution			
1.	Approval of Proposed Change of Auditors			

Dated this ..... day of 2025

Total number of Shares held

.....

Signature(s) of member(s) or common seal

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

Notes:

1. Each of the resolutions to be put to the vote of members at the EGM (and at any adjournment thereof) will be voted on by way of a poll.

2. Please insert the total number of shares of the Company ("Shares") held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.

3. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company.

4. Where a member appoints two proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy pursuant to Regulation 90(2) of the Company's Constitution. The proxy form may be accessed on the SGX website.

5. A member who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than two proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

   "Relevant intermediary" means:

(a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
(b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or
(c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

   A member can appoint the Chairman of the Meeting as his/her/its proxy but this is not mandatory.

6. The instrument appointing a proxy(ies) ("Proxy Form") must be submitted to the Company in the following manner:-

   by depositing a physical copy at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896; or

   by sending a scanned PDF copy by email to goodland@goodlandgroup.com.sg,

   in either case, not less than 48 hours before the time appointed for holding the EGM, that is by 9:00 a.m. on 18 August 2025, failing which, the Proxy Form will not be treated as valid.

7. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of the proxy(ies) for the EGM will be deemed to be revoked if the member attends the EGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.

8. The Proxy Form must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.

9. A corporation which is a member may authorise by 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 1967 of Singapore.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 05 August 2025.

General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

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