G.H.Y CULTURE & MEDIA HOLDING CO., LIMITED

(the "Company")

IMPORTANT NOTICE TO MEMBERS IN RELATION TO THE CONDUCT AND PROCEEDINGS OF THE COMPANY'S ANNUAL GENERAL MEETING ("AGM")

GENERAL

1. 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, the Company has the option to hold its general meeting via electronic means, even where the Company is permitted under safe distancing regulations to hold a physical meeting. As per the SGX RegCo Regulator's Column dated 23 May 2022, general meetings which are conducted via electronic means on or after 1 October 2022 and annual general meetings for financial years ending 30 June 2022 onwards, will need to utilise both (i) real-time electronic voting; and (ii) real-time electronic communication at the general meetings. In view thereof, members will not be able to physically attend the AGM in person. Printed copies of the Notice of AGM, the Depositor Proxy Form, the Company's annual report for the financial year ended 31 December 2022 (the "**Annual Report**"), the appendix to the Annual Report in relation to the Company's proposed renewal of the share purchase mandate and the proposed renewal of the shareholders' general mandate for interested parties transactions (the "**Appendix**"), and the Request Form for members to request for a physical copy of the Annual Report, will not be sent to members by post. Instead, they will be made available to members by electronic means via publication on the Company's corporate website at the URL https://ghyculturemedia.com/investor-relations/sgx-announcements/ and on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at the URL https://www.sgx.com/securities/company-announcements.

2. Alternative arrangements would be put in place to allow members to participate in the AGM by:–

   (a) observing or listening to the AGM proceedings via a Live Webcast (as defined below). Members who wish to participate will have to pre-register in the manner as outlined in Notes 3 to 6 below;

   (b) submitting questions relating to the proposed resolutions in advance of, or "live" at, the AGM and addressing of relevant and substantial questions in advance of, or "live", at the AGM. Please refer to Notes 7 to 11 below for further details; and/or

   (c) voting at the AGM (i) "live" via electronic means by the members themselves or their duly appointed proxy(ies) (other than the Chairman of the AGM) or corporate representatives (where applicable); or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM. Please refer to Notes 12 to 22 below for further details.

PARTICIPATION IN THE AGM VIA LIVE WEBCAST OR LIVE AUDIO FEED

3. A member of the Company (whether individual or corporate) will be able to watch or listen to the proceedings of the AGM through a "live" audio-and-video webcast or listen to the "live" audio feed of the AGM proceedings (the "**Live Webcast**"). To join the Live Webcast, members must pre-register by **4.00 p.m. on 24 April 2023** (the "**Registration Deadline**") at the URL https://go.lumiengage.com/GHYAGM2023 so as to enable the Company to verify the member's status.

4. After verification, the authenticated members of the Company will receive a confirmation email by **4.00 p.m. on 26 April 2023** with the access link and the password details to access the audio-and-video or audio-only stream. Members must not forward the access link to other persons who are not members of the Company and who are not entitled to attend the AGM.

5. Investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) (the "**Relevant Intermediary Participants**"), and who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings via the Live Webcast (does not apply to Supplementary Retirement Scheme ("**SRS**") investors who must pre-register by the Registration Deadline at the URL https://go.lumiengage.com/GHYAGM2023 to observe and listen to the AGM proceedings via the Live Webcast); (b) submitting questions relating to the proposed resolutions in advance of, or "live" at, the AGM; and/or (c) voting at the AGM (i) "live"; or (ii) by appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the AGM.

6. Members (whether individual or corporate) who have registered by the Registration Deadline in accordance with Note 3 above but do not receive an email by **4.00 p.m. on 26 April 2023** may contact the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. for assistance at the following email address: ghy@boardroomlimited.com, with the following details included: (a) the member's/Depositor's full name, and (b) his/her/its identification/passport/registration number. Alternatively, the concerned member may call the general telephone number at +65 6536 5355 during office hours for assistance.

SUBMISSION OF QUESTIONS

7. A member of the Company may submit questions relating to the resolutions to be tabled for approval at the AGM or on the Company's businesses and operations in advance of the AGM no later than **4.00 p.m. on 19 April 2023**, or "live" at the AGM. The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion), and will endeavour to publish its responses to those questions received in advance of the AGM on the SGXNet and the Company's website by **4.00 p.m. on 21 April 2023**. If the Company is unable to do so, the Company will address those relevant and substantial questions which have not already been addressed prior to the AGM, as well as those received "live" at the AGM itself, during the AGM through the "live" audio-and-video webcast and "live" audio-only stream of the AGM proceedings. The Company will publish the minutes of the AGM on the SGXNet and the Company's corporate website within one month after the date of the AGM.

8. All questions submitted in advance of the AGM must be submitted no later than **4.00 p.m. on 19 April 2023**, through any one of the following means:–

   (a) via the pre-registration website at the following URL https://go.lumiengage.com/GHYAGM2023; or

   (b) by depositing a physical copy of the questions at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

9. If the questions are deposited in physical copy at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., but are not accompanied by a completed and duly executed Depositor Proxy Form, the following details must be included with the submitted questions: (i) the member's/Depositor's full name; and (ii) his/her/its identification/passport/registration number for verification purposes, failing which the submission will be treated as invalid.

10. Members (including SRS investors) and, where applicable, appointed proxy(ies), who wish to ask questions "live" at the AGM must first pre-register at the pre-registration website at the URL https://go.lumiengage.com/GHYAGM2023.

11. Members and proxyholders who pre-registered and are verified to attend the AGM will be able to ask questions relating to the agenda of the AGM by typing in and submitting their questions at the AGM through the live chat function via the audio-and-video webcast platform.

VOTING

12. Members who wish to exercise their voting rights at the AGM may:

    (a) (where such members are individuals) vote "live" via electronic means at the AGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the Meeting) or corporate representatives (where applicable) to vote "live" via electronic means at the AGM on their behalf; or

    (b) (where such members are individuals or corporates) appoint the Chairman of the AGM as their proxy to vote on their behalf at the AGM.

13. The Depositor Proxy Form can be accessed via the Company's corporate website at the URL https://ghyculturemedia.com/investor-relations/sgx-announcements/, and it will also be made available on the SGX-ST's website at the URL https://www.sgx.com/securities/company-announcements.

14. Members (including SRS investors) and, where applicable, appointed proxy(ies), who wish to vote "live" at the AGM must first pre-register at the pre-registration website via the URL https://go.lumiengage.com/GHYAGM2023 by the Registration Deadline.

15. Members (whether individual or corporate) appointing the Chairman of the AGM or any other person(s) as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment for that resolution will be treated as invalid.

16. A Depositor which is a corporation holding Shares through The Central Depository (Pte) Limited ("**CDP**") and wishes to vote on any or all of the resolutions at the AGM, or a Depositor who is an individual holding Shares through CDP and wishes to appoint a proxy to vote on any or all of the resolutions at the AGM, must complete, sign and return the Depositor Proxy Form and deposit the duly completed Depositor Proxy Form in the manner as set out in Note 19 below.

17. If a person or corporation who has Shares entered against his/her/its name in the Depository Register wishes to vote and to be represented at the AGM, he/she/it should use the Depositor Proxy Form for the Shares entered against his/her/its name in the Depository Register.

18. Investors who hold Shares through Relevant Intermediaries (including SRS investors) should approach their respective relevant intermediary as soon as possible to submit their questions and specify their voting instructions. SRS investors who wish to vote should approach their SRS Operator at least seven working days before the AGM (i.e. by 4.00 p.m. on 17 April 2023), to ensure that their votes are submitted.

19. The instrument appointing a proxy must be submitted to the Company in the following manner:

    (a) if submitted by post, be lodged at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

    (b) if submitted electronically, be submitted via email to ghy@boardroomlimited.com,

    in either case, not later than 4.00 p.m. on 24 April 2023, being not less than 72 hours before the time appointed for holding the AGM.

    A Depositor who wishes to submit an instrument of proxy must first download and/or complete and sign the Depositor 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.

Depositors are encouraged to submit their completed Depositor Proxy Forms electronically via email.

20. The instrument appointing a proxy must be under the hand of the appointer or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or signed on its behalf by its attorney duly authorised in writing or by an authorised officer of the corporation or by any other person duly authorised. **Where the instrument appointing a proxy is executed by an attorney on behalf of the appointor, the power of attorney (or other authority) or a certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy.**

21. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited not earlier than 72 hours before the time fixed for holding of the AGM in order for the Depositor to be entitled to vote at the AGM.

22. An electronic copy of the Annual Report, Notice of AGM, Depositor Proxy Form, Appendix, the Request Form for members to request for a physical copy of the Annual Report and an accompanying announcement setting out the alternative arrangements for the AGM are available on:

    (a) the Company's corporate website at the URL https://ghyculturemedia.com/investor-relations/sgx-announcements/; and

    (b) the SGX-ST's website at the URL https://www.sgx.com/securities/company-announcements.