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. The forthcoming AGM will be held by electronic means to minimise physical interactions and COVID-19 transmission risk 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 (as amended from time to time). Printed copies of the Notice of AGM, Depositor Proxy Form (as defined below), the Company's annual report for the financial year ended 31 December 2021 (the "**Annual Report**"), the appendix to the Annual Report in relation to the Company's proposed renewal of the share purchase mandate and its 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) watching or listening to the AGM proceedings via a Live Webcast (as defined below). Shareholders who wish to participate will have to pre-register in the manner as outlined in Notes 3 to 6 below;

   (b) submitting questions ahead of the AGM. Please refer to Notes 7 to 9 below for further details; and/or

   (c) voting by proxy at the AGM. Please refer to Notes 10 to 18 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 25 April 2022** (the "**Registration Deadline**") at the URL https://go.lumiengage.com/ghy2022, so as to enable the Company to verify the shareholder's status.

4. After verification, the authenticated members of the Company will receive a confirmation email by **4.00 p.m. on 27 April 2022** with access link and the password details to access the audio-visual 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/ghy2022 to observe and listen to the AGM proceedings via the Live Webcast); (b) submitting questions in advance of the AGM; and/or (c) 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 27 April 2022** may contact the 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: (1) the member's full name, and (2) 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 PRIOR TO THE AGM

7. Please note that members will not be able to ask questions during the Live Webcast, and therefore it is important for members who wish to ask questions to submit their questions in advance. 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 no later than **20 April 2022, 4.00 p.m.**. 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 on the SGXNet and the Company's website on **23 April 2022, 4.00 p.m.**. The Company will publish the minutes of the AGM on the SGXNet and the Company's website within one month after the date of the AGM.

8. All questions must be submitted no later than **20 April 2022, 4.00 p.m.** through any one of the following means:–

   (a) via the pre-registration website at the following URL https://go.lumiengage.com/ghy2022; or

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

VOTING BY PROXY

10. Members and Depositors (whether individual or corporate) may only exercise their voting rights at the AGM via proxy voting. 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.

11. A Depositor holding Shares through The Central Depository (Pte) Limited who is an individual or a corporation and wishes to vote on any or all of the resolutions at the AGM must appoint the Chairman of the AGM as a nominee of The Central Depository (Pte) Limited's proxy to attend and vote on his/her/its behalf, by completing, signing and returning the Depositor Proxy Form and deposit the duly completed Depositor Proxy Form in the manner as set out in Note 14 below.

12. 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 meeting, he/she/it should use the Depositor Proxy Form for the Shares entered against his/her/its name in the Depository Register.

13. 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 18 April 2022), to ensure that their votes are submitted.

14. The instrument appointing the Chairman of the AGM as proxy must be submitted to the Company in the following manner:

    (a) if submitted by post, be lodged at the office of the 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 25 April 2022, 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.

    In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit their completed Depositor Proxy Forms by post, Depositors are strongly encouraged to submit their completed Depositor Proxy Forms electronically via email.

15. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointer or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as 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 the Chairman of the AGM as 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 or proxy.**

16. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding of the AGM in order for the Depositor to be entitled to vote at the AGM.

17. An electronic copy of the Annual Report, Notice of AGM, Depositor Proxy Form, Appendix 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.

18. **Please note that Depositors will not be able to vote through the Live Webcast and can only vote with their Depositor Proxy Form which are required to be submitted in accordance with the foregoing paragraphs.**