

**GAYLIN HOLDINGS LIMITED**  
(Company Registration No. 201004068M)  
(Incorporated in Singapore)

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**PROPOSED CHANGE OF NAME AND PROPOSED CHANGE OF AUDITORS**

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**1 INTRODUCTION**

The board of directors (the "**Board**") of Gaylin Holdings Limited (the "**Company**") wishes to announce that, subject to the approval of shareholders of the Company ("**Shareholders**") at an extraordinary general meeting ("**EGM**") to be convened, it is proposed that:

- (a) the name of the Company be changed from "Gaylin Holdings Limited" to "AMOS Group Limited" (the "**Proposed Change of Name**"); and
- (b) the external auditor of the Company ("**Auditor**") be changed from Deloitte & Touche LLP ("**Deloitte**") to KPMG LLP ("**KPMG**") ("**Proposed Change of Auditors**") for the current financial year ending 30 March 2019.

**2 PROPOSED CHANGE OF NAME**

- 2.1 The Board is of the view that the Proposed Change of Name will better reflect the Group's profile, business activities and direction following the acquisition of the entire issued and paid-up share capital of Amos International Holdings Pte. Ltd. as the name "AMOS" refers to "All Marine Offshore Solutions", which is a vision that the Company wishes to achieve in being able to provide comprehensive suite of services and solutions to the marine and, offshore oil and gas sectors. Accordingly, the Proposed Change of Name will more appropriately reflect this intention and represents an important signal that the Company wishes to send to the market.
- 2.2 An application was made to the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") to reserve the name "AMOS Group Limited". The application has been approved and the name will be reserved until 8 February 2019.
- 2.3 Shareholders should note that notwithstanding the Proposed Change of Name, the Company will not be recalling existing share certificates in respect of the ordinary shares of the Company. Existing share certificates of the Company bearing the current name, that is, "Gaylin Holdings Limited", issued prior to the date on which the Proposed Change of Name takes effect, will continue to be *prima facie* evidence of legal title and no further action is required to be taken on the part of the Shareholders.

**3 PROPOSED CHANGE OF AUDITORS**

- 3.1 The Company's existing Auditor, Deloitte, were appointed as the Auditor at the last annual general meeting ("**AGM**") of the Company held on 23 July 2018 to hold office until the conclusion of the Company's next AGM. Deloitte has served as the Company's Auditor for eight (8) years since financial year 2011. The audit committee of the Company ("**Audit Committee**") meets on a quarterly basis to, *inter alia*, review the independence and objectivity of the Auditor. As part of ongoing good corporate governance initiatives, the Audit Committee is of the view that it would be appropriate to effect a change of the Auditor for the current financial year ending 31 March 2019, to enable the Company to benefit from fresh perspectives and views of another professional accounting firm, thereby enhancing the value of the audit.

- 3.2 In connection with the above, the Company has received a notice from Deloitte informing the Company that Deloitte had applied to ACRA to seek its consent for resignation as the Auditor. KPMG had given their written consent to be appointed as the new Auditor, subject to the approval of the Shareholders at the EGM.
- 3.3 The resignation of Deloitte will only take effect upon the appointment of KPMG, which will only be effective upon the approval of the Shareholders at the EGM to be held in due course. Upon appointment, KPMG will hold office as Auditor until the conclusion of the next annual general meeting of the Company.
- 3.4 The Board wishes to express their appreciation for the services rendered by Deloitte in the past.

#### **4 EXTRAORDINARY GENERAL MEETING**

The approval of the Shareholders for the Proposed Change of Name and the Proposed Change of Auditors will be sought by way of special resolution and ordinary resolution, respectively, at an EGM to be convened. A circular will be despatched to Shareholders to provide further information on the Proposed Change of Name and the Proposed Change of Auditors in due course.

BY ORDER OF THE BOARD

Kyle Arnold Shaw, Jr.  
Executive Chairman  
**GAYLIN HOLDINGS LIMITED**

19 October 2018