

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Seventh Annual General Meeting (“**AGM**”) of GSS Energy Limited will be convened and held by way of electronic means on 29 April 2022 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors’ Reports thereon. **(Resolution 1)**
2. To approve the payment of Directors’ Fees of S\$111,000 for the financial year ended 31 December 2021 (2020: S\$80,000). **(Resolution 2)**
3. To approve the payment of Directors’ Fees of S\$116,000 for the financial year ending 31 December 2022. **(Resolution 3)**
4. To re-elect the following Directors of the Company retiring pursuant to Regulation 89 of the Constitution of the Company and Rule 720 (4) of the Listing Manual Section B: Rules of Catalist of Singapore Exchange Securities Trading Limited (“SGX-ST”):
 - (i) Mr Yeung Kin Bond, Sydney (see Explanatory Note 1) **(Resolution 4a)**
 - (ii) Mr Fung Kau Lee, Glenn (see Explanatory Note 2) **(Resolution 4b)**
5. To re-elect Mr Wong Quee Quee, Jeffrey, Director of the Company retiring pursuant to Regulation 88 of the Constitution of the Company.
(see Explanatory Note 3) **(Resolution 5)**
6. To re-appoint Messrs BDO LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 6)**
7. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

8. Authority to allot and issue shares

That pursuant to Section 161 of the Companies Act 1967 of Singapore and Rule 806 of Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**Catalist Rules**”), the Directors of the Company be authorised and empowered to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of the shares to be allotted and issued pursuant to this Resolution shall not exceed one hundred per centum (100%) of the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, of which the aggregate of shares and convertible securities to be issued other than on a pro-rata basis to

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all shareholders of the Company shall not exceed fifty per centum (50%) of the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) and that such authority shall, unless revoked or varied by the Company in general meeting, continue in force (i) until the conclusion of the Company's next annual general meeting or the date by which the next annual general meeting of the Company is required by the law to be held, whichever is earlier; or (ii) in the case of shares to be issued in accordance with the terms of convertible securities issued, made or granted pursuant to this Ordinary Resolution 7, until the issuance of such shares in accordance with the terms of such convertible securities.

(See Explanatory Note 4)

(Resolution 7)

9. Authority to grant share options, allot and issue shares under GSS Energy Limited Executives' Share Option Scheme

That the Directors of the Company be and are hereby authorised, pursuant to Section 161 of the Companies Act 1967 of Singapore, to offer and grant options ("**Options**") in accordance with the GSS Energy Limited Executives' Share Option Scheme (the "**GEL Scheme**"), and to allot and issue from time to time such number of shares as may be required to be issued pursuant to the exercise of the options granted or to be granted under the GEL Scheme and to do all such acts and things as may be necessary or expedient to carry the same into effect, provided always that:

- (a) the aggregate number of shares over which Options may be granted on any date (when added to the number of shares issued and/or are issuable upon the exercise of all Options and the number of shares issued and/or issuable in respect of all shares, options or awards granted under any other share option or share scheme of the Company then in force (if any)) shall not exceed fifteen per cent (15%) of the total number of the total issued share capital of the Company (excluding treasury shares and subsidiary holdings) of the Company on the day preceding that date; and
- (b) the aggregate number of shares to be offered to certain participants collectively and individually during the duration of the GEL Scheme (subject to adjustments, if any, made under the GEL Scheme) shall not exceed such limits or (as the case may be) sub-limits as may be prescribed in the GEL Scheme.

(See Explanatory Note 5)

(Resolution 8)

10. Authority to grant share options, allot and issue shares under GSS Energy Limited 2018 Executives' Share Option Scheme

That the Directors of the Company be and are hereby authorised, pursuant to Section 161 of the Companies Act 1967 of Singapore, to offer and grant options ("**Options**") in accordance with the GSS Energy Limited 2018 Executives' Share Option Scheme (the "**GEL 2018 Scheme**"), and to allot and issue from time to time such number of shares as may be required to be issued pursuant to the exercise of the options granted or to be granted under the GEL 2018 Scheme and to do all such acts and things as may be necessary or expedient to carry the same into effect, provided always that:

- (a) the aggregate number of shares over which Options may be granted on any date (when added to the number of shares issued and/or are issuable upon the exercise of all Options and the number of shares issued and/or issuable in respect of all shares, options or awards granted under any other share option or share scheme of the Company then in force (if any)) shall not exceed fifteen per cent (15%) of the total number of the total issued share capital of the Company (excluding treasury shares and subsidiary holdings) of the Company on the day preceding that date; and

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- (b) the aggregate number of shares to be offered to certain participants collectively and individually during the duration of the GEL 2018 Scheme (subject to adjustments, if any, made under the GEL 2018 Scheme) shall not exceed such limits or (as the case may be) sub-limits as may be prescribed in the GEL 2018 Scheme.

(See Explanatory Note 6)

(Resolution 9)

11. The proposed renewal of the Share Buy-Back Mandate

That:

- (a) pursuant to Section 76C and 76E of the Companies Act 1967 of Singapore (the "**Act**"), and Part XI of Chapter 8 of the Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorised and empowered to purchase or otherwise acquire issued ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:

- (i) on-market purchases through the ready market of the SGX-ST or, as the case may be, any other stock exchange on which the Shares may for the time be listed and quoted ("**Other Exchange**"), through one or more duly licensed stockbrokers appointed by the Company for the purpose (the "**On-Market Share Buy-Back**"); and/or
- (ii) off-market purchases (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as defined in Section 76C of the Act as may be determined or formulated by the Directors as they may consider fit and in the best interests of the Company, which scheme(s) shall satisfy all the conditions prescribed by the Act and the Catalist Rules (the "**Off-Market Share Buy-Back**");

and otherwise in accordance with all other laws, regulations and rules of the SGX-ST or, as the case may be, Other Exchange, as may for the time be applicable, be and is hereby authorised and approved generally and unconditionally ("**Share Buy-Back Mandate**");

- (b) any Share purchased or acquired by the Company is deemed cancelled immediately on purchase or acquisition (and all rights and privileges attached to the Share will expire on such cancellation) unless such Share is held by the Company as a treasury share in accordance with the Act;
- (c) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors of the Company pursuant to the proposed renewal of the Share Buy-Back Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the passing of this resolution and expiring on the earliest of:
 - (i) the date on which the next annual general meeting of the Company is held or required by law to be held;
 - (ii) the date on which purchases and acquisitions of Shares pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; and
 - (iii) the date on which the authority contained in the Share Buy-Back Mandate is varied or revoked by the Company in a general meeting;

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(d) In this resolution:

“Maximum Limit” means the number of Shares representing ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this resolution unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Act at any time during the Relevant Period (as defined hereinafter), in which event the issued share capital of the Company shall be taken to be the amount of the issued share capital of the Company as altered (excluding any treasury shares and subsidiary holdings that may be held by the Company from time to time);

“Maximum Price” in relation to a Share to be purchased, means the purchase price (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of an On-Market Share Buy-Back, one hundred and five per centum (105%) of the Average Closing Price; and
- (ii) in the case of an Off-Market Share Buy-Back, one hundred and twenty per centum (120%) of the Average Closing Price,

where:

“Relevant Period” means the period commencing from the date on which this resolution is passed and expiring on the date the next annual general meeting of the Company is held or is required by law to be held, whichever is earlier, or until it is varied or revoked by the Company in a general meeting, after the date of the passing of this Ordinary Resolution 10;

“Average Closing Price” means the average of the closing market prices of a Share over the last five (5) market days on which the Shares were transacted on the SGX-ST or, as the case may be, Other Exchange, preceding the day of the On-Market Share Buy-Back or, as the case may be, the day of the making of the offer pursuant to an Off-Market Share Buy-Back, as deemed to be adjusted for any corporate action that occurs during the relevant five (5) market day period and the day of the On-Market Share Buy-Back or, as the case may be, the day of the making of the offer pursuant to the Off-Market Share Buy-Back;

“day of the making of the offer” means the day on which the Company announces its intention to make an offer for the purchase of Shares from holders of Shares, stating the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Share Buy-Back; and

- (e) The Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Ordinary Resolution 10.

(See Explanatory Note 7)(**Resolution 10**)

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12. The proposed diversification of the Group's business to include the electric vehicle mobility business (the "Proposed Diversification")

That:

- (a) approval be and is hereby given for the diversification by the Company and its subsidiaries of its core business into the electric vehicle mobility sector (the "**New Business**"), including (i) engaging in research, ideation, engineering and prototyping of electric motorcycles and other electric vehicles and related components and peripherals; (ii) engaging in the development, manufacture, production assembly and distribution of electric motorcycles and other electric vehicles and related components and peripherals including but not limited to battery solution for electric motorcycles and other electric vehicles; (iii) holding investments in the electric vehicle mobility sector (including without limitation investments or participation in units, securities, partnership interests or any form of economic participation in any trust, entity or unincorporated association that carries on or invests, directly or indirectly, in the new Business); (iv) engaging in the marketing and promotion of total solutions in the electric vehicle sector, including the provision of advisory or other solutions in relation to the development, manufacture, assembly and distribution of electric motorcycles and other electric vehicles, swapping and charging stations for electric vehicles and other electric vehicles and software development for electric motorcycles and other electric vehicles; and (v) any other ancillary activities related to the New Business;
- (b) subject to compliance with the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalyst requiring approval from shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, any such assets, businesses, investments and shares/interests in any entity that is related to the New Business, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and

the Directors be authorised and empowered, jointly and/or severally, to complete and do and execute all such things and acts (including, without limitation, executing all such documents as may be required) as they or he may think necessary or expedient to give effect to this resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

(See Explanatory Note 8)

(Resolution 11)

BY ORDER OF THE BOARD

GSS Energy Limited

Anthony Kuek
Chairman

14 April 2022

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Explanatory Notes:

1. Mr Yeung Kin Bond, Sydney will, upon passing the Ordinary Resolution 4a in item 4 above, remain as a member of Nominating Committee.
2. Mr Fung Kau Lee, Glenn will, upon passing the Ordinary Resolution 4b in item 4 above, remain as a member of Audit Committee and Remuneration Committee respectively, and is considered non-independent for the purpose of Rule 704(7) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited.
3. Mr Wong Quee Quee, Jeffrey will, upon passing the Ordinary Resolution 5 above, remain as Chairman of the Audit Committee, and a member of Nominating Committee and Remuneration Committee respectively, and will be considered independent for the purpose of Rule 704(7) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited. Mr. Wong Quee Quee, Jeffrey has no relationship with the Company, its related corporations, its substantial shareholders or its officers.
4. The Ordinary Resolution 7 in item 8 above, if passed, will empower the Directors from the date of this meeting until the date of the next annual general meeting or the date by which the next annual general meeting is required by law to be held or when varied or revoked by the Company in general meeting, whichever is the earlier, to allot and issue shares and convertible securities in the Company. The number of shares and convertible securities that the Directors may allot and issue under this Resolution would not exceed one hundred per centum (100%) of the total number of issued shares of the Company at the time of passing this Resolution. For issue of shares and convertible securities other than on a pro-rata basis to all shareholders, the aggregate number of shares and convertible securities to be issued shall not exceed fifty per centum (50%) of the total number of issued shares of the Company.

For the purpose of Ordinary Resolution 7, the percentage of issued shares is based on the total number of issued shares at the time Ordinary Resolution 7 is passed after adjusting for (a) new shares arising from the conversion or exercise of convertible securities; (b) new shares arising from the exercise of share options or the vesting of share awards outstanding or subsisting at the time when Ordinary Resolution 7 is passed, provided the options and awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and (c) any subsequent bonus issue, consideration or subdivision of shares.

5. The Ordinary Resolution 8 in item 9 above, if passed, will empower the Directors of the Company, to grant options and to allot and issue shares upon the exercise of such options granted or to be granted in accordance with the GEL Scheme provided that the number of shares which the Directors may allot and issue under this Resolution, together with any shares issued and issuable in respect of all options granted or to be granted under the GEL Scheme as well as any shares, options or awards granted under any other share option or share scheme of the Company then in force (if any), shall not, in aggregate, exceed fifteen per centum (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company on the day preceding that date.
6. The Ordinary Resolution 9 in item 10 above, if passed, will empower the Directors of the Company, to grant options and to allot and issue shares upon the exercise of such options granted or to be granted in accordance with the GEL 2018 Scheme provided that the number of shares which the Directors may allot and issue under this Resolution, together with any shares issued and issuable in respect of all options granted or to be granted under the GEL 2018 Scheme as well as any shares, options or awards granted under any other share option or share scheme of the Company then in force (if any), shall not, in aggregate, exceed fifteen per centum (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company on the day preceding that date.
7. The Ordinary Resolution 10 in item 11 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next annual general meeting of the Company, or the date by which the next annual general meeting of the Company required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to purchase or otherwise acquire issued ordinary Shares of the Company by way of On-Market Share Buy-Backs or Off-Market Share Buy-Backs of up to the Maximum Limit at the Maximum Price in accordance with the terms and conditions set out in the Appendix A to this Notice of Annual General Meeting, the Act and the Catalist Rules. Please refer to the Appendix A to this Notice of Annual General Meeting for more details.
8. Please refer to Appendix B to this Notice of Annual General Meeting for more details on the Proposed Diversification.

Notes:

1. In view of the constantly evolving COVID-19 situation and to comply with the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 of the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020) and the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (as updated from time to time) which included a checklist to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place. The AGM is being convened, and will be held, by way of electronic means.

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2. This Notice of AGM will accordingly be sent to the shareholders of the Company (the “Shareholders”) solely by electronic means via publication on the Company’s website at the URL <https://gssenergy.com.sg/agm/> and will also be available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. **To minimise physical interactions and Covid-19 transmission risks, Shareholders will not be able to attend the AGM in person. A Shareholder (including a Relevant Intermediary) must appoint the Chairman of AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM, if such Shareholder wishes to exercise his/her/its voting rights at the AGM. The Chairman, as proxy, need not to be a Shareholder.**

Alternative arrangements have been put in place to allow Shareholders to participate at the AGM:

- (a) watching a “live” webcast or listening to a “live” audio feed;
- (b) asking questions “live” at the virtual information session (“VIS”) or submitting questions in advance of the AGM; and
- (c) voting by appointing the Chairman of the AGM as proxy at the AGM,

as set out in the notes 4 to 8 below.

“Relevant Intermediary” means:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore 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 license to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
4. **Shareholders will NOT be able to ask questions during the “live” webcast of the AGM proceedings avoid any technical disruption and interference to the “live” webcast.** However, Shareholders may ask questions related to the resolutions to be tabled for approval at the AGM (which includes the proposed diversification of the business of the Company) during the VIS to be held prior to the AGM or by submitting questions in advance of the AGM in accordance with the instructions as set out in note 6 below.

A VIS will be held for Shareholders prior to the AGM, at **10.00 a.m on 20 April 2022** and the Company shall address any questions which Shareholders may have in relation to the resolutions tabled for approval at the AGM (which includes the proposed diversification of the business of the Company). The VIS will be moderated by Mr Yeung Kin Bond, Sydney, the Group Chief Executive Officer. Mr Yeung will also explain the rationale for the Proposed Diversification and Shareholders will be able to ask questions “live” during the VIS.

Shareholders who wish to attend the VIS should register online via the following URL <https://gssenergy.com.sg/registration-VIS/>, latest by **10.00 a.m on 19 April 2022**. An email confirmation will contain user ID and password details, as well as the link to access the VIS. Pre-registration is compulsory. Shareholders are not permitted to appoint a proxy to join the “live” webcast on their behalf.

Shareholders who do not receive an email by **3.00 pm on 19 April 2022**, but have registered by the 19 April 2022 deadline should contact our Share Registrar at (65) 6536 5355 or send an email to registration@gssenergy.com.sg.

The minutes of the VIS will be published via an announcement on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s website URL <https://gssenergy.com.sg/agm/>, no later than **10.00 a.m. on 23 April 2022**, which is at least 72 hours prior to the closing date and time for the lodgment of the proxy forms to facilitate members’ votes and to allow Shareholders to make an informed decision on the resolutions to be tabled at the AGM.

5. **Attendance of AGM via electronic means:** Shareholders may participate in the AGM by:

- (a) watching the live audio-visual webcast of the AGM proceedings; or
- (b) listening to the live audio-only stream of the AGM proceedings.

Shareholders who wish to attend the AGM should register online via the following URL <https://gssenergy.com.sg/registration/>, latest by **10.00 a.m. on 26 April 2022**. Full instructions and details are available at Company’s website URL <https://gssenergy.com.sg/agm/>. An email confirmation will contain user ID and password details, as well as the link to access the AGM. Pre-registration is compulsory.

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Shareholders who do not receive an email by **6.00 pm on 27 April 2022**, but have registered by the 26 April 2022 deadline should contact our Share Registrar at (65) 6536 5355 or send an email to registration@gssenergy.com.sg.

- 6. Submission of questions in advance of the AGM:** Shareholders will NOT be able to ask questions during the “live” webcast of the AGM proceedings avoid any technical disruption and interference to the “live” webcast. Shareholders may attend the VIS by following the instructions as set out in note 4 above or may pre-submit any questions they wish to ask in relation to the resolutions to be tabled at the AGM by (a) visiting the AGM page of the Company’s website at the URL <https://gssenergy.com.sg/registration/>, or (b) email to the Company’s Share Registrar at srs.teamc@boardroomlimited.com, or (c) submitting by post, be submitted at the Company’s Registered Office at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632. The submission deadline for the questions is **10.00 a.m. on 21 April 2022**.

The Company will consider all questions and endeavour to address all substantial and relevant questions on the resolutions tabled for approval at the AGM (which includes the proposed diversification of the business of the Company) which are received from Shareholders, via an announcement on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s website at URL <https://gssenergy.com.sg/announcements/> no later than **10.00 a.m. on 23 April 2022**, which is at least 72 hours prior to the closing date and time for the lodgment of the proxy forms to facilitate Shareholders’ votes and to allow shareholders to make an informed decision on the resolutions to be tabled at the AGM.

- 7. Voting by appointing the Chairman of the AGM as proxy:** A Shareholder (whether individual or corporate) must:

- (a) use the proxy form to appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in accordance with the instructions on the proxy form. The proxy form can be obtained electronically from the AGM page of the Company’s website at the URL <https://gssenergy.com.sg/aggm/>, or from the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of the proxy form will not be sent to the Shareholders;
- (b) give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which appointment of the Chairman of the AGM as proxy for the resolution will be treated as invalid; and
- (c) submit the proxy form, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, in the following manner:
 - (i) if submitted by post, be submitted at the Company’s Registered Office at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
 - (ii) if submitted electronically, be submitted via email to the Company’s Share Registrar at srs.teamc@boardroomlimited.com,

in either case not less than seventy-two (72) hours before the time appointed for the AGM (i.e. by **10.00 a.m. on 26 April 2022**) or any adjournment thereof.

A Shareholder who wishes to submit an instrument of proxy must first download, complete and sign the 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 shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit proxy forms electronically by email.

- (d) The instrument appointing a proxy must be under the hand of the appointor 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 seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy 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.
- (e) Investors who hold the Shares via a securities sub-account with a Depository Agent (“DA”) and wish to appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, should contact their respective DAs as soon as possible in order of the necessary arrangements to be made by their DAs for such appointment.
- (f) The Chairman of the AGM, as proxy, need not be a Shareholder.
- (g) The Company shall be entitled to reject the instrument appointing a proxy 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. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy lodged if the Shareholder, 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 AGM, as certified by The Central Depository (Pte) Limited to the Company.

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8. Persons who hold shares through Relevant Intermediaries:

- (a) Central Provident Fund Investment Scheme investor (“**CPF Investor**”) and/or Supplementary Retirement Scheme investor (“**SRS Investor**”) who hold the Shares through the respective CPF Agent Banks/SRS Operators (being relevant intermediaries) and who wish to participate in the AGM by (a) watching or listening to the AGM proceedings via the live audio-visual webcast or the live audio-only stream, and/or (b) submitting questions in advance of the AGM, may pre-register at the AGM page of the Company’s website at the URL <https://gssenergy.com.sg/agm/>.

CPF Investors / SRS Investors who wish to participate in the AGM by appointing Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM should approach their respective CPF Agent Bankers/SRS Operators to submit their votes by **10.00 a.m. on 19 April 2022** if they wish to appoint the Chairman of the AGM as proxy. The proxy form is not valid for use by CPF Investors and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

- (b) Investors who hold the Shares via a securities sub-account with a DA (being a Relevant Intermediary) and who wish to participate in the AGM by (a) watching or listening to the AGM proceedings via the live audio-visual webcast or the live audio-only stream, and/or (b) asking questions “live” at the VIS and/or submitting questions in advance of the AGM, may refer to the relevant instructions as set out above. Further, full instructions and details are available at Company’s website URL <https://gssenergy.com.sg/agm/>. However, such investors should note that they will not be registered unless their DA has written to the Company to confirm that they are a securities sub-account holder with the DA, and that they hold the Shares. Such investors should inform their DA that they have pre-registered for the VIS and/or the AGM, and provide their DA with the same name, email address, identification number and contact number as they have provided on the registration page. If such investors wish to appoint the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, they should contact their respective DAs as soon as possible in order for the necessary arrangements to be made by their DAs as for such appointment.

9. The AR2021, the Appendices to this Notice of AGM, this Notice of AGM and the proxy form are available on the Company’s website at the URL <https://gssenergy.com.sg/agm/> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies will not be sent to Shareholders.
10. Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the AGM at shorter notice. Shareholders should check the AGM page of the Company’s website at the URL <https://gssenergy.com.sg/agm/> for the latest updates on the status of the AGM.

Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the AGM to attend, speak and vote at the AGM and/or any adjournment thereof, or (b) pre-registering for the VIS or the live audio-visual webcast or live audio-only stream of the AGM (collectively, the “**Virtual Meetings**”), or (c) submitting any questions prior to the AGM in accordance with this Notice of AGM, a Shareholder (i) consents to the collection, use and disclosure of the Shareholder’s personal data by the Company (or its agents) for the following purposes:

- (a) processing and administration by the Company (or its agents) of the appointment of the Chairman of the AGM as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof);
- (b) processing of the registration for purpose of granting access to Shareholders (or their corporate representatives in the case of Shareholders which are legal entities) to observe the proceedings of the Virtual Meetings and providing them with any technical assistance where necessary;
- (c) addressing relevant and substantial questions from Shareholders received before the AGM and if necessary, following up with the relevant Shareholders in relation to such questions; and
- (d) in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound and/or video recordings of the VIS and/or the AGM (where applicable) may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the VIS and/or the AGM (where applicable). Accordingly, the personal data of a Shareholder (such as his/her name, his/her presence at the VIS and/or the AGM (where applicable) and any questions he/she may raise or motions he/she propose/second) may be recorded by the Company for such purpose.