

GREAT EASTERN HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 199903008M)



ADJOURNED ANNUAL GENERAL MEETING TO BE HELD ON 14 MAY 2020

1. **Background:** Great Eastern Holdings Limited (“GEH” or the “Company”) refers to:
 - (a) the Notice of the Twenty-First Annual General Meeting of GEH dated 23 March 2020 (the “**Original AGM Notice**”) convening the Annual General Meeting to be held on 15 April 2020 (the “**Twenty-First AGM**”);
 - (b) GEH’s announcement dated 3 April 2020 on the deferral of the Twenty-First AGM to a future date to be determined, due to the stricter measures to minimise further spread of Covid-19 announced by the Ministry of Health on 24 March 2020;
 - (c) GEH’s announcement dated 16 April 2020 on the automatic time extension of 60 days provided by Singapore Exchange Regulation and the Accounting and Corporate Regulatory Authority to issuers with financial year-ends on or before 31 March 2020 to hold their annual general meetings;
 - (d) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
 - (e) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
2. **Date, time and conduct of adjourned Annual General Meeting:** GEH wishes to announce that pursuant to the Order, the adjourned Twenty-First AGM will be convened and held by way of electronic means on **Thursday, 14 May 2020 at 3.00 p.m.** (Singapore time) (the “**Adjourned AGM**”) to transact the business set out in the Original AGM Notice. Printed copies of the Original AGM Notice were sent to shareholders on 23 March 2020¹.

Chairman, Mr Koh Beng Seng and Group Chief Executive Officer, Mr Khor Hock Seng of GEH will conduct the proceedings of the Adjourned AGM and address substantial and relevant questions which shareholders have submitted in advance.

¹ The Original AGM Notice may be accessed at the Company’s website at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/agm-and-egm.html> and on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>.

3. **Notice of Adjourned AGM and new proxy form:** The Notice of the Adjourned AGM and new proxy form will be sent to shareholders solely by electronic means via publication on the Company's website² and will also be made available on the Singapore Exchange Securities Trading Limited's ("SGX-ST") website². Printed copies of these documents will not be sent to shareholders.
4. **No personal attendance at the Adjourned AGM:** Due to the current Covid-19 restriction orders in Singapore, **shareholders will not be able to attend the Adjourned AGM in person.**
5. **Alternative arrangements for participation at the Adjourned AGM:** Shareholders may participate at the Adjourned AGM by:
 - (a) observing and/or listening to the Adjourned AGM proceedings via live audio-visual webcast or live audio-only stream;
 - (b) submitting questions in advance of the Adjourned AGM; and
 - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the Adjourned AGM are set out in the Appendix to this announcement.

6. **Shareholders who previously submitted proxy forms:** Shareholders who had already submitted valid proxy forms for the Twenty-First AGM previously **do not have to submit proxy forms again provided that** (a) they had indicated in their proxy forms how they wished to vote for or vote against or abstain from voting on each resolution; and (b) they do not withdraw the proxy forms. In these circumstances, if these shareholders are verified as shareholders as at **3.00 p.m. on 11 May 2020**, the Company shall be entitled to, and will, treat such proxy forms as appointing the Chairman of the Meeting as their proxy to attend, speak and vote at the Adjourned AGM in accordance with their specified instructions.

Submission by a shareholder of a valid proxy form appointing the Chairman of the Meeting as proxy by **3.00 p.m. on 11 May 2020** will supersede any previous proxy form appointing a proxy(ies) submitted by that shareholder.

7. **Withdrawal of proxy form:** A shareholder may withdraw a proxy form which had previously been submitted by sending an email to the Company at GEH_AGM@greateasternlife.com to notify the Company of the withdrawal, by **3.00 p.m. on 11 May 2020**.
8. **Persons who hold shares through relevant intermediaries:** Persons who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors, and who wish to participate in the Adjourned AGM by:
 - (a) observing and/or listening to the Adjourned AGM proceedings via live audio-visual webcast or live audio-only stream;

² The Notice of the Adjourned AGM and new proxy form may be accessed at the Company's website at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/agm-and-egm.html> and on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>

- (b) submitting questions in advance of the Adjourned AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM,

should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the Adjourned AGM.

9. **2019 Annual Report and Letter to Shareholders:** The Company's Annual Report for the financial year ended 31 December 2019 ("**2019 Annual Report**") and the Letter to Shareholders dated 23 March 2020 in relation to the proposed change of Auditor ("**Letter to Shareholders**") have been published on GEH's website as follows:

- (a) The 2019 Annual Report may be accessed at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/annual-reports.html> by clicking on the "Download PDF" hyperlink under "FY2019 Annual Report".
- (b) The Letter to Shareholders may be accessed at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/agm-and-egm.html> by clicking on the hyperlink "Letter to Shareholders dated 23 March 2020 in relation to the proposed change of Auditor" under "23 March 2020".

10. **Record and payment dates for final dividend:** Subject to the approval of the members to the final one-tier tax exempt dividend at the Adjourned AGM, the Share Transfer Books and Register of Members of the Company will be closed on 26 May 2020 for the purpose of determining the entitlement of members to the recommended final one-tier tax exempt dividend of 50 cents per ordinary share. Duly completed registrable transfers of shares received by the Company's Share Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902 up to 5.00 p.m. on 22 May 2020 will be registered to determine members' entitlements to the proposed dividend. Subject to the aforesaid, members whose securities accounts with The Central Depository (Pte) Limited ("**CDP**") are credited with shares as at 5.00 p.m. on 22 May 2020 will be entitled to the proposed dividend. The final one-tier tax exempt dividend, if approved by members, will be paid on 2 June 2020.

11. **Key dates/deadlines:** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
5.00 p.m. on 30 April 2020 (Thursday)	Deadline for CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
3.00 p.m. on 11 May 2020 (Monday)	Deadline for shareholders to: <ul style="list-style-type: none"> • pre-register at https://meetings.vision/greateastern-agm-registration for live audio-visual webcast or live audio-only stream of the Adjourned AGM proceedings;

	<ul style="list-style-type: none"> • submit questions in advance; and • submit proxy forms.
12 May 2020 (Tuesday)	<p>Authenticated shareholders will receive an email with login credentials and instructions to access the live audio-visual webcast or live audio-only stream of the Adjourned AGM proceedings (the “Confirmation Email”).</p> <p>Shareholders who do not receive the Confirmation Email by 12 May 2020, but have registered by 3.00 p.m. on 11 May 2020, should contact the Company at GEH_AGM@greateasternlife.com, or alternatively, at +65 6248 2000.</p>
Date and time of Adjourned AGM	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the login credentials and follow the instructions to access the live audio-visual webcast of the Adjourned AGM proceedings; or
3.00 p.m. on 14 May 2020 (Thursday)	<ul style="list-style-type: none"> • Dial the toll-free telephone number in the Confirmation Email and access code to access the live audio-only stream of the Adjourned AGM proceedings.
5.00 p.m. on 22 May 2020 (Friday)	Record date for determining entitlements to the final dividend, subject to shareholders’ approval at the Adjourned AGM.
2 June 2020 (Tuesday)	Payment date for final dividend, subject to shareholders’ approval at the Adjourned AGM.

12. **Further information:** For more information, shareholders can refer to the Frequently Asked Questions on the pre-registration website at the URL <https://meetings.vision/greateastern-agm-registration> and on the Company’s website at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/agm-and-egm.html>, or call our hotline number at +65 6248 2000.

13. **Important reminder:** Due to the constantly evolving Covid-19 situation in Singapore, we may be required to change the arrangements for the Adjourned AGM at short notice. Shareholders should check the Company’s website and the Company’s announcements posted on the SGX-ST’s website for any updates on the Adjourned AGM.

GEH would like to thank all shareholders for their patience and co-operation in enabling it to hold the Adjourned AGM with the optimum safe distancing measures amidst the Covid-19 pandemic.

By Order of the Board

Jennifer Wong Pakshong
Company Secretary
27 April 2020

APPENDIX

Steps for pre-registration, pre-submission of questions and voting at the Adjourned AGM

Shareholders will be able to observe or listen to the Adjourned AGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the Adjourned AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the Adjourned AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p>Shareholders must pre-register at the pre-registration website at the URL https://meetings.vision/greateastern-agm-registration from now till 3.00 p.m. on 11 May 2020 to enable GEH to verify their status as shareholders.</p> <p>Following the verification, authenticated shareholders will receive an email by 12 May 2020. The email will contain login credentials and instructions to access the live audio-visual webcast or the live audio-only stream of the Adjourned AGM proceedings.</p> <p>Shareholders who do not receive an email by 12 May 2020, but have registered by 3.00 p.m. on 11 May 2020, should contact the Company at GEH_AGM@greateasternlife.com, or alternatively, at +65 6248 2000.</p>
2.	Submit questions in advance	<p>Shareholders will not be able to ask questions during the live audio-visual webcast and live audio-only stream of the Adjourned AGM proceedings. Therefore, it is important for shareholders to pre-register and submit their questions in advance of the Adjourned AGM.</p> <p>Submission of questions: Shareholders can submit questions related to the resolutions to be tabled for approval at the Adjourned AGM to the Chairman of the Meeting, in advance, in the following manner:</p> <p>(a) Via email: Shareholders may submit their questions via email to the Company at GEH_AGM@greateasternlife.com.</p> <p>(b) By post: Shareholders may also submit their questions by post to the Company, c/o The Great Eastern Life Assurance Company Limited, 1 Pickering Street, #01-01 Great Eastern Centre, Singapore 048659.</p>

No.	Steps	Details
		<p>When sending in questions via email or by post, please also provide the Company with the following details:</p> <ul style="list-style-type: none"> • full name (as per NRIC/passport); • correspondence address; and • Shareholding type(s) (e.g., CDP, CPF/SRS and/or scrip-based). <p>Deadline to submit questions: All questions must be submitted by 3.00 p.m. on 11 May 2020.</p> <p>Addressing questions: The Company will endeavour to address all substantial and relevant questions received from shareholders during the Adjourned AGM through live audio-visual webcast and live audio-only stream.</p> <p>Minutes of Adjourned AGM: The Company will publish the minutes of the Adjourned AGM on its website at https://www.greateasternlife.com and on SGXNET, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the Adjourned AGM.</p>
3.	Submit proxy forms to vote	<p>Appointment of Chairman of the Meeting as proxy: Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the Adjourned AGM proceedings and wish to vote on the resolutions to be tabled at the Adjourned AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the Adjourned AGM, in accordance with the instructions on the proxy form.</p> <p>Specific voting instructions to be given: Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p>Submission of proxy forms: Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> (a) if submitted by post, be deposited with the Company, c/o The Great Eastern Life Assurance Company Limited, 1 Pickering Street, #01-01 Great Eastern Centre, Singapore 048659; or (b) if submitted electronically, be submitted via email to the Company at GEH_AGM@greateasternlife.com, <p>in either case, by 3.00 p.m. on 11 May 2020.</p>

No.	Steps	Details
		<p>A shareholder who wishes to submit a proxy form 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.</p> <p>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 completed proxy forms electronically via email.</p> <p>CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators) by 5.00 p.m. on 30 April 2020 to submit their votes.</p>