

**REPL::ANNUAL GENERAL MEETING::VOLUNTARY**

## Issuer &amp; Securities

## Issuer/ Manager

GREAT EASTERN HOLDINGS LIMITED

## Security

GREAT EASTERN HLDGS LTD - SG1I55882803 - G07

## Announcement Details

## Announcement Title

Annual General Meeting

## Date &amp; Time of Broadcast

27-Apr-2020 17:23:47

## Status

Replacement

## Announcement Reference

SG200323MEETP1WL

## Submitted By (Co./ Ind. Name)

Jennifer Wong Pakshong

## Designation

Company Secretary

## Financial Year End

31/12/2019

## Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the Notice of the Twenty-First Annual General Meeting dated 23 March 2020 and Letter to Shareholders dated 23 March 2020 in relation to the Proposed Change of Auditor.
Additional Text	Please refer to the following documents in relation to the Adjourned Twenty-First Annual General Meeting ("Adjourned AGM"): <ol style="list-style-type: none"> <li>1. Notice of Adjourned AGM;</li> <li>2. Proxy Form for Adjourned AGM; and</li> <li>3. Announcement on participation in Adjourned AGM by electronic means.</li> </ol>

## Event Dates

## Meeting Date and Time

14/05/2020 15:00:00

## Response Deadline Date

11/05/2020 15:00:00

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**Event Venue(s)**

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**Place**

Venue(s)	Venue details
Meeting Venue	The Adjourned AGM will be held by electronic means. Therefore, members will not be able to attend the Adjourned AGM in person.

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**Attachments**[GEH%20-%20Notice%20of%20AGM.pdf](#)[Letter%20to%20Shareholders%20dated%2023%20March%202020.pdf](#)[Notice%20of%20Adjourned%20AGM.pdf](#)[Proxy%20Form%20for%20Adjourned%20AGM.pdf](#)[Announcement%20on%20Participation%20in%20Adjourned%20AGM.pdf](#)Total size = 1325K MB

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**Related Announcements**[Related Announcements](#)[23/03/2020 05:34:54](#)

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# GREAT EASTERN HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 199903008M)

## NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the adjourned Twenty-First Annual General Meeting of Great Eastern Holdings Limited (the “**Company**”) 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 Notice of Annual General Meeting dated 23 March 2020 (the “**Original AGM Notice**”).

Printed copies of the Original AGM Notice were sent to members on 23 March 2020. 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> by clicking on the hyperlink “Notice of Annual General Meeting (AGM) scheduled for 15 April 2020” under “23 March 2020”. The Original AGM Notice is also available on the Singapore Exchange Securities Trading Limited’s (“**SGX-ST**”) website at the URL <https://www.sgx.com/securities/company-announcements>.

By Order of the Board

**JENNIFER WONG PAKSHONG**

Company Secretary

Singapore

27 April 2020

Notes:

- 1. The Adjourned AGM is being convened, and will be held, by electronic means 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. Printed copies of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company’s website at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/agm-and-egm.html>. This Notice will also be made available on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>.*
- 2. Alternative arrangements relating to attendance at the Adjourned AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the Adjourned AGM, addressing of substantial and relevant questions at the Adjourned AGM and voting by appointing the Chairman of the Meeting as proxy at the Adjourned AGM, are set out in the accompanying Company’s announcement dated 27 April 2020. This announcement 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 will also be made available on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>.*
- 3. Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the Adjourned AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Adjourned AGM if such*

**member wishes to exercise his/her/its voting rights at the Adjourned AGM** . The accompanying proxy form for the Adjourned AGM 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 will also be made available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>.

Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 30 April 2020.

4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The proxy form appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (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](mailto:GEH_AGM@greateasternlife.com),

in either case, by **3.00 p.m. on 11 May 2020**, being 72 hours before the time for holding the Adjourned AGM.

A member 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.

**In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

6. The Company shall be entitled to, and will, treat any valid proxy form appointing the Chairman of the Meeting or other person(s) as proxy(ies) which was delivered by a member to the Company before 13 April 2020 as a valid proxy form appointing the Chairman of the Meeting as the member's proxy to attend, speak and vote at the Adjourned AGM if:
  - (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and
  - (b) the member has not withdrawn the appointment.
7. A member may withdraw a proxy form appointing the Chairman of the Meeting or other person(s) as proxy(ies) by sending an email to the Company at [GEH\\_AGM@greateasternlife.com](mailto:GEH_AGM@greateasternlife.com) to notify the Company of the withdrawal, by 3.00 p.m. on 11 May 2020, being 72 hours before the time for holding the Adjourned AGM.
8. Submission by a member of a valid proxy form appointing the Chairman of the Meeting as proxy by 3.00 p.m. on 11 May 2020, being 72 hours before the time for holding the Adjourned AGM, will supersede any previous proxy form appointing a proxy(ies) submitted by that member.
9. The 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**") may be accessed at the Company'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"; and

(b) the Letter to Shareholders may be accessed at the URL <https://www.greataeasternlife.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".

## **PERSONAL DATA PRIVACY**

By submitting a proxy form appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Adjourned AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the Adjourned AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Adjourned AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

## **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 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.

**IMPORTANT:****Alternative Arrangements for Adjourned Twenty-First Annual General Meeting (the "Adjourned AGM")**

- The Adjourned AGM of Great Eastern Holdings Limited (the "**Company**") is being convened, and will be held, by electronic means 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. Printed copies of the Notice of Adjourned AGM will not be sent to members. Instead, the Notice of Adjourned AGM will be sent to members by electronic means via publication on the Company's website at the URL <https://www.greasternlife.com/sg/en/about-us/investor-relations/aggm-and-egm.html>. The Notice of Adjourned AGM will also be made available on the Singapore Exchange Securities Trading Limited's ("**SGX-ST**") website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to attendance at the Adjourned AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the Adjourned AGM, addressing of substantial and relevant questions at the Adjourned AGM and voting by appointing the Chairman of the Meeting as proxy at the Adjourned AGM, are set out in the accompanying Company's announcement dated 27 April 2020. This announcement may be accessed at the Company's website at the URL <https://www.greasternlife.com/sg/en/about-us/investor-relations/aggm-and-egm.html>, and will also be made available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>.
- Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the Adjourned AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Adjourned AGM if such member wishes to exercise his/her/its voting rights at the Adjourned AGM.**
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the Adjourned AGM.**

**Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") Investors**

- 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 to submit their votes by 5.00 pm on 30 April 2020.

**Personal Data**

- By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of Adjourned AGM dated 27 April 2020.

# PROXY FORM

## ADJOURNED ANNUAL GENERAL MEETING

**GREAT EASTERN HOLDINGS LIMITED**  
 (INCORPORATED IN THE REPUBLIC OF SINGAPORE)  
 (COMPANY REGISTRATION NO.: 199903008M)

I/We, \_\_\_\_\_

NRIC/Passport/Company Registration No.: \_\_\_\_\_

of \_\_\_\_\_

being a member/members of Great Eastern Holdings Limited (the "**Company**"), hereby appoint the Chairman of the Meeting as my/our proxy to attend, speak and vote for me/us on my/our behalf at the adjourned Twenty-First Annual General Meeting of the Company (the "**Adjourned AGM**") to be convened and held by way of electronic means on Thursday, 14 May 2020 at 3.00 p.m. (Singapore time) and at any adjournment thereof.

I/We have indicated with an "X" or with the number of shares in the appropriate box against each item below how I/we wish the Chairman of the Meeting as my/our proxy to vote, or to abstain from voting.

No.	Ordinary Resolutions:	For	Against	Abstain
<b>ORDINARY BUSINESS</b>				
1	Adoption of Directors' Statement, 2019 audited Financial Statements and Auditor's Report			
2	Approval of a final one-tier tax exempt dividend of 50 cents per ordinary share			
3(i)	Re-election of Mr Koh Beng Seng			
3(ii)	Re-election of Mr Law Song Keng			
3(iii)	Re-election of Mr Soon Tit Koon			
3(iv)	Re-election of Mr Thean Nam Yew			
4	Approval of Directors' fees of S\$2,181,000			
5	Appointment of PricewaterhouseCoopers LLP as the new Auditor in place of the retiring Auditor, Ernst & Young LLP, and authorisation for Directors to fix its remuneration			
<b>SPECIAL BUSINESS</b>				
6	Authority for Directors to allot and issue shares and make or grant instruments convertible into shares			
7	Authority for Directors to allot and issue shares pursuant to the Great Eastern Holdings Limited Scrip Dividend Scheme			

**Note:** Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes "**For**" or "**Against**" a resolution, please indicate with an "X" in the "**For**" or "**Against**" box provided in respect of that resolution. Alternatively, please indicate the number of votes "**For**" or "**Against**" in the "**For**" or "**Against**" box provided in respect of that resolution. If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please indicate with an "X" in the "**Abstain**" box provided in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to abstain from voting in the "**Abstain**" box provided in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

**Total Number of Shares held**

\_\_\_\_\_  
 Signature(s) of Member(s) or Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF.**

**NOTES TO PROXY FORM:**

1. **Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the Adjourned AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Adjourned AGM if such member wishes to exercise his/her/its voting rights at the Adjourned AGM.** This proxy form may be accessed at the Company's website at the URL <https://www.greateasternlife.com/sg/en/about-us/investor-relations/aggm-and-egm.html>, and will also be made available on the Singapore Exchange Securities Trading Limited's website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it 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.
2. The proxy form appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (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](mailto:GEH_AGM@greateasternlife.com), in either case, by **3.00 p.m. on 11 May 2020**, being 72 hours before the time for holding the Adjourned AGM.A member 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.

**In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**
3. The Chairman of the Meeting, as proxy, need not be a member of the Company.
4. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you have shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this proxy form shall be deemed to relate to all the shares held by you.

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5. The proxy form appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the proxy form appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its seal or under the hand of a director or an officer or attorney duly authorised.
6. Where a proxy form appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the proxy form appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the proxy form or, if the proxy form appointing the Chairman of the Meeting as proxy is submitted electronically via email, be emailed with the proxy form, failing which the proxy form may be treated as invalid.
7. The Company shall be entitled to, and will, treat any valid proxy form appointing the Chairman of the Meeting or other person(s) as proxy(ies) which was delivered by a member to the Company before 13 April 2020 as a valid proxy form appointing the Chairman of the Meeting as the member's proxy to attend, speak and vote at the Adjourned AGM if:
  - (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and
  - (b) the member has not withdrawn the appointment.
8. A member may withdraw a proxy form appointing the Chairman of the Meeting or other person(s) as proxy(ies) by sending an email to the Company at [GEH\\_AGM@greateasternlife.com](mailto:GEH_AGM@greateasternlife.com) to notify the Company of the withdrawal, by 3.00 p.m. on 11 May 2020, being 72 hours before the time for holding the Adjourned AGM.
9. Submission by a member of a valid proxy form appointing the Chairman of the Meeting as proxy by 3.00 p.m. on 11 May 2020, being 72 hours before the time for holding the Adjourned AGM, will supersede any previous proxy form appointing a proxy(ies) submitted by that member.
10. The Company shall be entitled to reject the proxy form appointing or treated as appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the proxy form appointing or treated as appointing the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of members whose shares are entered against their names in the Depository Register, the Company may reject any proxy form appointing or treated as appointing the Chairman of the Meeting as proxy lodged or submitted if such members are not shown to have shares entered against their names in the Depository Register as at 3.00 p.m. on 11 May 2020, being 72 hours before the time appointed for holding the Adjourned AGM as certified by The Central Depository (Pte) Limited to the Company.

2<sup>nd</sup> fold here

**Proxy Form**

Postage  
will be paid by  
addressee.  
For posting in  
Singapore only.

**BUSINESS REPLY SERVICE  
PERMIT NO. 01008**



**THE COMPANY SECRETARY**  
Great Eastern Holdings Limited  
c/o The Great Eastern Life Assurance Company Limited  
1 Pickering Street  
#01-01 Great Eastern Centre  
Singapore 048659

3<sup>rd</sup> fold and glue overleaf. Do not staple

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# 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 2020<sup>1</sup>.

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.

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<sup>1</sup> 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 website<sup>2</sup> and will also be made available on the Singapore Exchange Securities Trading Limited's ("SGX-ST") website<sup>2</sup>. 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](mailto: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;

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<sup>2</sup> 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
<b>5.00 p.m. on 30 April 2020 (Thursday)</b>	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.
<b>3.00 p.m. on 11 May 2020 (Monday)</b>	Deadline for shareholders to: <ul style="list-style-type: none"> <li>• pre-register at <a href="https://meetings.vision/greateastern-agm-registration">https://meetings.vision/greateastern-agm-registration</a> for live audio-visual webcast or live audio-only stream of the Adjourned AGM proceedings;</li> </ul>

	<ul style="list-style-type: none"> <li>• submit questions in advance; and</li> <li>• submit proxy forms.</li> </ul>
<b>12 May 2020 (Tuesday)</b>	<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 “<b>Confirmation Email</b>”).</p> <p>Shareholders who do not receive the Confirmation Email by <b>12 May 2020</b>, but have registered by 3.00 p.m. on 11 May 2020, should contact the Company at <a href="mailto:GEH_AGM@greateasternlife.com">GEH_AGM@greateasternlife.com</a>, or alternatively, at +65 6248 2000.</p>
<p><b>Date and time of Adjourned AGM</b></p> <p><b>3.00 p.m. on 14 May 2020 (Thursday)</b></p>	<ul style="list-style-type: none"> <li>• 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</li> <li>• 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.</li> </ul>
<b>5.00 p.m. on 22 May 2020 (Friday)</b>	Record date for determining entitlements to the final dividend, subject to shareholders’ approval at the Adjourned AGM.
<b>2 June 2020 (Tuesday)</b>	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.	<b>Pre-registration</b>	<p><b>Shareholders must pre-register at the pre-registration website at the URL <a href="https://meetings.vision/greateastern-agm-registration">https://meetings.vision/greateastern-agm-registration</a> from now till 3.00 p.m. on 11 May 2020 to enable GEH to verify their status as shareholders.</b></p> <p>Following the verification, authenticated shareholders will receive an email by <b>12 May 2020</b>. 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 <b>12 May 2020</b>, but have registered by 3.00 p.m. on 11 May 2020, should contact the Company at <a href="mailto:GEH_AGM@greateasternlife.com">GEH_AGM@greateasternlife.com</a>, or alternatively, at +65 6248 2000.</p>
2.	<b>Submit questions in advance</b>	<p><b>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.</b></p> <p><b>Submission of questions:</b> 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) <b>Via email:</b> Shareholders may submit their questions via email to the Company at <a href="mailto:GEH_AGM@greateasternlife.com">GEH_AGM@greateasternlife.com</a>.</p> <p>(b) <b>By post:</b> 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"> <li>• full name (as per NRIC/passport);</li> <li>• correspondence address; and</li> <li>• Shareholding type(s) (e.g., CDP, CPF/SRS and/or scrip-based).</li> </ul> <p><b>Deadline to submit questions:</b> All questions must be submitted by <b>3.00 p.m. on 11 May 2020.</b></p> <p><b>Addressing questions:</b> 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><b>Minutes of Adjourned AGM:</b> The Company will publish the minutes of the Adjourned AGM on its website at <a href="https://www.greateasternlife.com">https://www.greateasternlife.com</a> 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.	<b>Submit proxy forms to vote</b>	<p><b>Appointment of Chairman of the Meeting as proxy:</b> 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><b>Specific voting instructions to be given:</b> 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><b>Submission of proxy forms:</b> Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> <li>(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</li> <li>(b) if submitted electronically, be submitted via email to the Company at <a href="mailto:GEH_AGM@greateasternlife.com">GEH_AGM@greateasternlife.com</a>,</li> </ul> <p>in either case, by <b>3.00 p.m. on 11 May 2020.</b></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><b>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.</b></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 <b>5.00 p.m. on 30 April 2020</b> to submit their votes.</p>