

GSS ENERGY LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 201432529C)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

- PLACE** : Block 4012 Ang Mo Kio Ave 10, #05-01
Techplace 1, Singapore 569628
- DATE** : Thursday, 16 November 2023
- TIME** : 10.00 a.m.
- PRESENT** : Board of Directors (“Directors”)
Mr Yeung Kin Bond, Sydney
(Group Chief Executive Officer (“CEO”) and Executive Director)
Mr Ng Say Tiong
(Executive Director)
Mr Fung Kau Lee, Glenn
(Non-Independent Non-Executive Director)
- TELE-PRESENCE** : Mr Kuek Eng Chye, Anthony
(Non-Executive Chairman)
Mr Lee Kok Beng
(Executive Director)
Mr Wong Quee Quee, Jeffrey
(Independent Non-Executive Director)
- IN ATTENDANCE** : Company Secretary
Ms Kiar Lee Noi
- Company Sponsor
Mr Bernard Lui, Stamford Corporate Services Pte. Ltd.
- Management and Professionals
As set out in the attendance records maintained by the Company
- Shareholders
As set out in the attendance records maintained by the Company
- CHAIRMAN OF THE MEETING** : Mr Yeung Kin Bond, Sydney

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the names of the shareholders present at the meeting will not be published in these minutes. These minutes should be read with Appendix A which records the questions posed and answers given during the meeting.

QUORUM

As a quorum was present, Mr Yeung Kin Bond, Sydney (“**Mr Sydney Yeung**”), Group CEO and Executive Director, who was appointed as the Chairman of the meeting to conduct the proceedings of the extraordinary general meeting (“**EGM**”) of the Company, welcomed the shareholders to the EGM of the Company and called the EGM to order at 10.00 a.m.. Thereafter, the Chairman introduced the Directors and Company Sponsor present at the EGM.

The Chairman informed the meeting that the Chief Financial Controller, Company Secretary, representatives of the proposed new External Auditors, Share Registrar, Polling Agent and Scrutineer were also in attendance at the EGM.

CIRCULAR TO SHAREHOLDERS AND NOTICE

The Chairman informed the meeting that:

- (a) The circular to shareholders dated 1 November 2023 (“**Circular to Shareholders**”) in relation to the proposed change of auditors of the Company from BDO LLP to RSM Chio Lim LLP together with the notice of EGM (“**Notice of EGM**”), had been circulated to the shareholders within the statutory period. With the consent of the shareholders, the Notice of EGM convening the meeting was taken as read;
- (b) All pertinent information relating to the proposed ordinary resolution (the “**Ordinary Resolution**”) was set out in the Notice of EGM dated 1 November 2023;
- (c) Proxy forms lodged at the Company’s registered office or emailed to the Company had been checked and found to be in order;
- (d) In the Circular and Notice of EGM, the Company had invited shareholders to submit their questions in advance in relation to the Ordinary Resolution. The Company informed that a SGXNet announcement was released on 8 November 2023 to inform shareholders that the Company had not received any questions from its shareholders as at 10.00 a.m. on 8 November 2023 (being the deadline for the submission of questions in advance of the EGM);
- (e) He has demanded the Ordinary Resolution set out in the Notice of EGM be voted by way of poll pursuant to Regulation 58(b) of the Company’s Constitution and Rule 730A of the Listing Manual Section B: Rules of Catalist of Singapore Exchange Securities Trading Limited;
- (f) There would be no requirement for the seconding of the Ordinary Resolution and the Ordinary Resolution would be the only resolution proposed at this meeting;
- (g) In his capacity as Chairman of the meeting, he had been appointed as proxy by shareholders who have directed him to vote on their behalf. Therefore, he would vote in accordance with the wishes of shareholders who had appointed him as proxy; and
- (h) Boardroom Corporate & Advisory Services Pte. Ltd. was appointed as the Polling Agent and Elly McKellie Pte. Ltd. (“**EMK**”) was appointed as the Scrutineer.

POLLING PROCEDURES

The representative from EMK, briefed the meeting on the procedure for the poll voting process.

After the briefing by EMK, the Chairman then proceeded with the business of the meeting and ran through the Ordinary Resolution which had been put forth at this EGM. He also informed that the voting would be conducted at the end of this segment.

ORDINARY RESOLUTION – THE PROPOSED CHANGE OF AUDITORS FROM BDO LLP TO RSM CHIO LIM LLP

The only Ordinary Resolution was to approve the proposed change of auditors from BDO LLP to RSM Chio Lim LLP as Auditors of the Company.

The following Ordinary Resolution was proposed by the Chairman:

“ORDINARY RESOLUTION – PROPOSED CHANGE OF AUDITORS

That:

- (a) RSM Chio Lim LLP having consented to act, be and is hereby appointed as Auditors of the Company in place of BDO LLP to hold office until the conclusion of the next annual general meeting of the Company at a fee and on such terms as may be agreed between the Directors and RSM Chio Lim LLP; and
- (b) the Directors or any of them be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the proposed change of Auditors of the Company and/or the transactions authorised by this Ordinary Resolution.

Explanatory Notes:

Shareholders should note that in accordance with of Rule 712(3) of the Catalist Rules:

- (1) by way of letter dated 13 September 2023, BDO LLP has confirmed to RSM Chio Lim LLP that they are not aware of any professional reasons why RSM Chio Lim LLP should not accept the appointment as Auditors of the Company;
- (2) the Company confirms that there were no disagreements with BDO LLP on accounting treatments within the last twelve (12) months up to the date of their resignation, being 13 October 2023;
- (3) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in the Circular;
- (4) the Company confirms that the specific reasons for the Proposed Change of Auditors are disclosed in Section 2.1 of the Circular. The Proposed Change of Auditors is not due to BDO LLP having declined to stand for election, having been dismissed or having been directed by the SGX-ST to be replaced under Rule 305(1)(eb) of the Catalist Rules; and
- (5) the Company confirms that it complies with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of RSM Chio Lim LLP as the new Auditors of the Company.”

The Chairman then invited questions from shareholders on the proposed change of auditors from BDO LLP to RSM Chio Lim LLP as Auditors of the Company. He also requested the shareholders to limit themselves to a reasonable number and length of questions and to matters that were relevant to the agenda of the meeting.

After dealing with questions from shareholders, the Chairman proceeded to the poll voting process.

VOTING AND POLL RESULTS

The Chairman informed that the Ordinary Resolution which has been tabled at this EGM has been duly proposed. He proceeded to put the motions to vote for the Ordinary Resolution.

After an interval, the representatives from the Polling Agent collected the duly completed poll voting slips from the shareholders.

After all the poll voting slips of the shareholders and proxies present were handed in to the Polling Agent, the Chairman declared the voting closed and no further poll voting slips will be accepted.

The meeting was adjourned at 10.15 a.m. for the Scrutineer to do the counting.

After the Scrutineers completed their verification of all polls received, the Scrutineers handed over the poll results to the Chairman, and the EGM resumed at 10.26 a.m.. The Chairman announced the results of the polls for the Ordinary Resolution. The result of the polls are set out below:

Resolution Number and Details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution					
To approve the Proposed Change of Auditors from BDO LLP to RSM Chio Lim LLP	210,568,299	210,568,299	100.00	-	-

The Chairman declared that the Ordinary Resolution was duly carried.

CONCLUSION

There being no other business, the Chairman concluded the business of the EGM and declared the EGM of the Company closed at 10.27 a.m. and thanked everyone for their attendance.

The Chairman also informed shareholders that the Company will post the minutes of this EGM proceedings on SGXNet and the Company's corporate website.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

**YEUNG KIN BOND, SYDNEY
CHAIRMAN OF THE MEETING**