

# 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/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>.

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.