

**THIS NOTICE AND THE ACCOMPANYING FORM OF PROXY ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to what action you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor or other professional adviser duly authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

If you sell or have recently sold or transferred all of your ordinary shares in Golden Rock Global Plc, please forward this Notice and accompanying Form of Proxy at once to the purchaser or transferee or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares. If you sell or have sold only part of your holding of ordinary shares in Golden Rock Global Plc, please consult the person through whom the sale or transfer was effected. However, this Notice should not be forwarded to or sent in or into any jurisdiction in which to do so would constitute a breach of the relevant laws of such jurisdiction.

## **Golden Rock Global Plc**

*(incorporated in Jersey, Channel Islands, company number 121560)*

### **NOTICE OF ANNUAL GENERAL MEETING**

Notice of the Annual General Meeting of Golden Rock Global Plc (the "Company") to be held at InterContinental Bangkok, 973 Phloen Chit Rd, Krung Thep Maha Nakhon 10330, Thailand at 11.00 a.m. Bangkok local time on 13 May 2017 is set out in pages 3 to 4 of this document.

A form of proxy for use at the Annual General Meeting is enclosed and, to be valid, should be completed and returned in accordance with the instructions printed on the form so as to be received by the Company's Registrars, Capita Registrars (Jersey) Limited at Capita Asset Services, PXS1, 34 Beckenham Road, Beckenham, BR3 4ZF as soon as possible and in any event so as to arrive no later than 11 a.m. 11 May 2017. Completion and return of a form of proxy will not prevent members from attending and voting in person should they wish to do so.

**Golden Rock Global Plc**  
(incorporated in Jersey, Channel Islands, company number 121560)

**Registered Office**  
11 Bath Street, St Helier, JE2 4ST, Jersey

19 April 2017

To the holders of shares in Golden Rock Global Plc

**Notice of Annual General Meeting 2017**

Dear Shareholder

**Details of Meeting**

I am pleased to be writing to you with details of our Annual General Meeting (“AGM”) which we are holding at 11.00 a.m. Bangkok local time on 13 May 2017 at InterContinental Bangkok, 973 Phloen Chit Rd, Krung Thep Maha Nakhon 10330, Thailand.

You will find enclosed with this notice the Company’s annual accounts and reports for the year ended 31 December 2016

The formal notice of AGM is set out on pages 3 to 4 of this document. A copy of this notice and the Company’s annual report and accounts for the year ended 31 December 2016 can be viewed on our website at [www.grg.london](http://www.grg.london).

The AGM provides an opportunity for your directors to meet with you, provide our thoughts on the development of the Company and answer your questions. If you would like to vote on the resolutions but cannot come to the AGM, please fill in the proxy form sent to you with this notice and return it in accordance with the instructions printed on the form as soon as possible. It must be received by 11 a.m. on 11 May 2017.

**Recommendation**

The directors consider that all the resolutions to be put to the meeting are in the best interests of the Company and its shareholders as a whole. Your board will be voting in favour of them and unanimously recommend that you vote in favour of them.

My board colleagues and I look forward to seeing as many of you as possible at the AGM and thank you for your support.

Yours faithfully

**Ross Andrews**  
Chairman

NOTICE is hereby given that the Annual General Meeting of Golden Rock Global Plc (the "Company") will be held at InterContinental Bangkok, 973 Phloen Chit Rd, Krung Thep Maha Nakhon 10330, Thailand at 11.00 a.m. Bangkok local time on 13 May 2017 to consider and, if thought fit, pass the following resolutions which will be proposed as indicated.

**ORDINARY RESOLUTIONS**

1. To receive and consider the audited Statement of Accounts for the Company for the year ended 31 December, 2016;
2. To re-elect Ross Andrews as a director;
3. To re-elect John Croft as a director;
4. To reappoint Moore Stephens LLP as auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the Company;
5. To authorise the directors to determine the auditors' remuneration;
6. To approve the directors remuneration policy set out on page 4 in the annual accounts and reports for the period ended 31 December 2016;

By Order of the Board  
Ms Bin Shi, ACCA  
*Company Secretary*  
Dated: 19 April 2017

Registered Office:  
11 Bath Street  
St Helier, JE2 4ST  
Jersey

**Notes:**

1. A member of the Company is entitled to attend and to speak and to vote at the meeting, and is entitled to appoint one or more proxies to attend and vote in his place provided that each proxy is appointed to exercise rights attached to a different share or shares held by him or her. A proxy need not be a member of the Company.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
3. A Form of Proxy is enclosed with this notice. Instructions for use are shown on the form. The completion and return of a Form of Proxy will not prevent a member from attending and voting in person at the meeting. In the case of a member which is a company, the Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the Form of Proxy is signed (or a notarially certified copy of such power or authority) must be included with the Form of Proxy.

4. To be valid, a completed Form of Proxy together with a power of attorney or other authority (if any) under which it is executed (or a notarially certified copy of such power or authority), must be deposited at the offices of the Company's registrars, Capita Registrars (Jersey) Limited at Capita Asset Services, PXS1, 34 Beckenham Road, Beckenham, BR3 4ZF not less than 48 hours before the time set for the meeting or adjourned meeting (as the case may be).
5. Only those members entered on the register of members of the Company by the close of business in Jersey on 11 May 2017, or in the event that this meeting is adjourned, in the register of members as at the close of business in Jersey on the day two days before the date of any adjourned meeting, shall be entitled to attend and vote at the meeting in respect of the number of Ordinary Shares in their names at that time. Changes to the entries on the register of members after the close of business in Jersey on 11 May 2017 or, in the event that this meeting is adjourned, in the register of members before the close of business on the day two days before the date of the adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.
6. As at 18 April 2017 (being the last practicable date prior to publication of this notice) the Company's issued share capital consisted of 16,000,000 ordinary shares of £0.01 each. Each ordinary share carries the right to vote at a general meeting of the Company, and therefore, the total number of voting rights in the Company as at 18 April 2017 is 16,000,000.
7. If you hold ordinary shares in CREST, you may appoint a proxy by completing and transmitting a CREST Proxy Instruction to the Company's Registrars, Capita Registrars (Jersey) Limited under CREST participant ID number (RA10) so that it is received by no later than 11 a.m. on 11 May 2017.
8. A copy of this notice and other information required by section 311A of the Companies Act 2006 can be found at [www.grg.london](http://www.grg.london).