HS OPTIMUS HOLDINGS LIMITED
(Incorporated in Singapore)
(Company Registration No. 199504141D)
(the "**Company**")

MINUTES OF ANNUAL GENERAL MEETING

DATE	:	31 July 2026 (Friday)
TIME	:	10.00 a.m.
CHAIRMAN OF THE MEETING	:	Mr Chia Fook Sam
PRESENT	:	<u>Board of Directors</u> Mr Chia Fook Sam – Executive Director and Chief Operating Officer Mr Mark Leong Kei Wei – Independent Director Mr Ang Wee Ming – Independent Director
ABSENT WITH APOLOGIES	:	Pengiran Muda Abdul Qawi – Non-Executive Chairman Ms Vivien Goo Bee Yen – Independent Director
IN ATTENDANCE	:	Shareholders, Management and other external professionals who attended the meeting in person, as set out in the attendance records maintained by the Company.

1. INTRODUCTION & QUORUM

Mr Chia Fook Sam, the Executive Director and Chief Operating Officer was appointed as the Chairman of Annual General Meeting ("**AGM**" or the "**Meeting**"). As a quorum was present, the Chairman called the Meeting to order.

The Chairman introduced the Directors present and sent apologies on behalf of Pengiran Muda Abdul Qawi and Ms Vivien Goo Bee Yen, who were unable to attend the AGM.

2. MANAGEMENT PRESENTATION

The following were presented to shareholders by the Chairman:

- Financial Highlights for FY2026; and
- Business updates in respect of the Company's (i) door business; (ii) property investment and development business; (iii) secured property financing business; and (iv) investment business.

A copy of the full presentation slides for the AGM had been released via SGXNET.

3. POLL VOTING & APPOINTMENT OF CHAIRMAN OF MEETING AS PROXY

The Meeting noted that voting was conducted by poll. Complete Corporate Services Pte Ltd and Moore Stephens LLP had been appointed as polling agent and independent scrutineer, respectively. The validity of the proxies submitted by shareholders had been duly reviewed and the votes of all such valid proxies had been duly counted and verified.

The Chairman informed shareholders that he had been appointed as proxy by some shareholders and would be voting in accordance with their instructions.

4. QUESTION & ANSWERS (“Q&A”) SESSION

It was noted that there were no questions received from shareholders in advance of the AGM as at the submission deadline of 16 July 2026.

Shareholders were given the opportunity to raise their questions during the Q&A session with regards to the resolutions tabled at the AGM. As no questions were raised at the Q&A session, the Chairman proceeded with the agenda of the Meeting.

5. NOTICE OF AGM

The Notice convening the AGM dated 9 July 2026 (the “**Notice**”) was taken as read. The Chairman informed shareholders that as Chairman of the AGM, he would be proposing the motions for all resolutions tabled at the Meeting.

ORDINARY BUSINESS

6. ORDINARY RESOLUTION 1 – DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS

The first resolution was to receive and adopt Directors' Statement and Audited Financial Statements together with the Auditors’ Report thereon, for the financial year ended 31 March 2026.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 1 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 1 Adoption of Directors' Statement and Audited Financial Statements together with the Auditors’ Report thereon, for the financial year ended 31 March 2026.	2,159,476,585	2,159,476,585	100.00	0	0.00

IT WAS RESOLVED that the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2026, together with the Auditor’s Report, be received and adopted.

7. ORDINARY RESOLUTION 2 – DIRECTORS’ FEES FOR FY2027

Ordinary Resolution 2 was to approve the payment of Directors’ fees of up to S$203,000 for the financial year ending 31 March 2027.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 2 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 2 Payment of Directors' fees of up to S$203,000 for the financial year ending 31 March 2027.	2,135,136,585	2,127,357,585	99.64	7,779,000	0.36

IT WAS RESOLVED that the payment of Directors' fees of up to S$203,000 for the financial year ending 31 March 2027 be approved.

As the next agenda item concerned the Chairman, the chairing of the proceedings was handed over to Mr Mark Leong Kei Wei.

8. ORDINARY RESOLUTION 3 – RE-APPOINTMENT OF MR CHIA FOOK SAM AS A DIRECTOR

The Meeting was informed that Mr Chia Fook Sam, who was retiring pursuant to Regulation 109 of the Company's Constitution and Listing Rule 720(4) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), had given his consent to remain in the office. Upon re-election as a Director of the Company, Mr Chia Fook Sam shall remain as the Executive Director and Chief Operating Officer of the Company.

The motion was duly proposed by Mr Leong.

Based on the results of the poll as set out below, Mr Leong declared Ordinary Resolution 3 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 3 Re-election of Mr Chia Fook Sam, a Director retiring in accordance with Regulation 109 of the Company's Constitution.	2,159,476,585	2,159,476,585	100.00	0	0.00

IT WAS RESOLVED that Mr Chia Fook Sam be re-appointed as a Director of the Company.

The chairing of the Meeting's proceedings was handed back to Mr Chia Fook Sam.

9. ORDINARY RESOLUTION 4 – RE-APPOINTMENT OF MR ANG WEE MING AS A DIRECTOR

The Meeting was informed that Mr Ang Wee Ming, who was retiring pursuant to Regulation 109 of the Company's Constitution and Listing Rule 720(4) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), had given his consent to remain in the office. Upon re-election as a Director of the Company, Mr Ang Wee Ming shall remain as an Independent Director of the Company, Chairman of the Remuneration Committee, a member of the Audit Committee, and a member of the Nominating Committee.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 4 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 4 Re-election of Mr Ang Wee Ming, a Director retiring in accordance with Regulation 109 of the Company's Constitution.	2,135,136,585	2,135,136,585	100.00	0	0.00

IT WAS RESOLVED that Mr Ang Wee Ming be re-appointed as a Director of the Company.

10. ORDINARY RESOLUTION 5 – RE-APPOINTMENT OF AUDITORS

Ordinary Resolution 5 was to approve the re-appointment of Messrs Ernst & Young LLP as the Company's Auditors and to authorise the Company's Directors to fix their remuneration.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 5 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 5 Re-appointment of Messrs Ernst & Young LLP as the Company's Auditors and to authorise the Company's Directors to fix their remuneration.	2,135,136,585	2,135,136,585	100.00	0	0.00

IT WAS RESOLVED that Messrs Ernst & Young LLP be re-appointed as Auditors of the Company and that Directors be authorised to fix their remuneration.

SPECIAL BUSINESS

There being no other ordinary business, the Chairman proceeded to deal with the special business of the Meeting.

11. ORDINARY RESOLUTION 6 – SHARE ISSUE MANDATE

Ordinary Resolution 6 is to authorise the Directors to allot and issue shares in the Company and the full text of the resolution was taken as read.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 6 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 6 Authority for Directors to allot and issue Shares.	2,159,476,585	2,135,136,585	98.87	24,340,000	1.13

IT WAS RESOLVED that pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and Rule 806 of the Catalist Rules of the SGX-ST, authority be and is hereby given to the Directors of the Company to:

(a) (i) allot and issue shares in the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force), issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:

(i) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 100% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b)(ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b)(ii) below);

(ii) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (b)(i) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, at the time this Resolution is passed after adjusting for:

(a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities or share options or vesting of share awards outstanding and subsisting at the time this Resolution is passed;

(b) new Shares arising from exercising share options or vesting of share awards which are issued and outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of Catalist Rules; and

(c) any subsequent bonus issue, consolidation or subdivision of Shares;

provided that any adjustments made in accordance with (b)(ii)(a) or (b)(ii)(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time this Resolution is passed;

(iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by SGX-ST) and the Company's Constitution; and

(iv) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (i) the conclusion of the next Annual General Meeting of the Company or (ii) the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

12. ORDINARY RESOLUTION 7 – RENEWAL OF SHARE PURCHASE MANDATE

Ordinary Resolution 7 was to approve the renewal of the Share Purchase Mandate of the Company and the full text of the resolution was taken as read.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 7 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Ordinary Resolution 7 Approval for the renewal of Share Purchase Mandate.	2,159,476,585	2,159,476,585	100.00	0	0.00

IT WAS RESOLVED that:

a. for the purposes of Sections 76C and 76E of the Companies Act, the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to but not exceeding the Maximum Price (as hereafter defined), whether by way of:

   (i) on-market purchase(s) ("**On-Market Share Purchase(s)**") transacted on the SGX-ST through the SGX-ST's ready market trading system or, as the case may be, any other stock exchange on which the Shares may for the time being be listed and quoted (the "**Other Exchange**"), through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or

   (ii) off-market purchase(s) ("**Off-Market Share Purchase(s)**") (if effected otherwise than on the SGX-ST) in accordance with an equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

   and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, the Other Exchange, as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Purchase Mandate**");

b. unless revoked or varied by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

   (i) the date on which the next Annual General Meeting of the Company is held or required by law to be held (whereupon it will lapse, unless renewed at such meeting);

   (ii) the date on which the purchases and/or acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated; or

(iii) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied by the Company at general meeting (if so varied or revoked prior to the next Annual General Meeting);

c. in this Resolution:

"**Average Closing Price**" means the average of the closing market prices of a Share over the last five (5) Market Days, on which transactions in the Shares were recorded on the SGX-ST, immediately preceding the date of making the On-Market Share Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to Off-Market Share Purchase, and deemed to be adjusted in accordance with the Catalist Rules for any corporate action that occurs during the relevant five (5) Market Days' period and the day on which such purchases were made;

"**closing market price**" means the last dealt price for a Share transacted through the SGX-ST's trading system as shown in any publication of the SGX-ST or other sources;

"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price for an Off-Market Share Purchase calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Share Purchase;

"**Market Day**" means a day on which the SGX-ST is open for trading in securities;

"**Maximum Percentage**" means that number of issued Shares representing 10% of the issued Shares (excluding subsidiary holdings and treasury shares) as at the date of the passing of this Resolution unless the Company has effected a reduction of its issued share capital in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the issued share capital of the Company shall be taken to be the issued share capital of the Company as altered (excluding subsidiary holdings and any treasury shares that may be held by the Company as at that date);

"**Maximum Price**" in relation to a Share to be purchased, means an amount per Share (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

(i) in the case of an On-Market Share Purchase, 105% of the Average Closing Price; and

(ii) in the case of an Off-Market Share Purchase, 120% of the Average Closing Price,

in either case, excluding related expenses of the purchase or acquisition of Shares by the Company pursuant to the Share Purchase Mandate;

"**Relevant Period**" means the period commencing from the date of the general meeting at which the renewal of the Share Purchase Mandate is approved and expiring on the earliest of:

(i) the date on which the next Annual General Meeting of the Company is held or required by law to be held (whereupon it will lapse, unless renewed at such meeting);

(ii) the date on which the purchases and/or acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated; or

(iii) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied by the Company at general meeting (if so varied or revoked prior to the next Annual General Meeting);

d. the Directors of the Company be and are hereby authorised to deal with the Shares purchased or acquired by the Company, pursuant to the Share Purchase Mandate, in any manner as they think fit, which is permitted under the Companies Act; and

e. the Directors and/or any of them be and are and/or is hereby authorised and empowered to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

13. SPECIAL RESOLUTION 8 – ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

Resolution 8 was to approve the proposed adoption of the New Constitution of the Company and the full text of the resolution was taken as read.

The motion was duly proposed by the Chairman.

Based on the results of the poll as set out below, the Chairman declared Special Resolution 8 carried:

Resolution Number and Details	Total Number of Shares	For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
Special Resolution 8 Proposed Adoption of the New Constitution of the Company	2,127,423,085	2,127,423,085	100.00	0	0.00

IT WAS RESOLVED that:

(a) the New Constitution submitted to this meeting and reproduced in its entirety in the Appendix dated 9 July 2026 be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and

(b) the Directors and/or any of them be and are/is hereby authorised and empowered to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

14. CONCLUSION

There being no other business to transact, the Chairman declared the AGM of the Company closed at 10.30 a.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD
OF PROCEEDINGS HELD

MR CHIA FOOK SAM
CHAIRMAN OF THE MEETING