

**SINOSTAR PEC HOLDINGS LIMITED**

(Company Registration No.: 200609833N)  
(Incorporated in the Republic of Singapore)

**MINUTES OF ANNUAL GENERAL MEETING**

**PLACE** : Suntec Singapore Convention & Exhibition Centre, Level 3, Room 325-326, 1 Raffles Boulevard, Singapore 039593

**DATE** : 24 April 2025

**TIME** : 2.30 p.m.

**IN ATTENDANCE** : Mr Yan Tailing – Executive Director, Deputy CEO and CFO  
Mr Li Zhi - Non- Executive Director  
Mr John Chen Seow Phun -Lead Independent Non-Executive Director  
Mr Jiang Xinglu - Independent Non-Executive Director  
Mr Liu Xiaoyan- Independent Non-Executive Director

**PRESENT** : Auditors from CLA Global TS PAC  
Company Secretary from B&BG Advisory Pte Ltd  
Share Registrar from In.corp Corporate Advisory Pte. Ltd.  
Scrutineer from Corporate Backoffice Pte Ltd

**ABSENT WITH APOLOGIES** : Mr Li Xiang Ping – Executive Chairman and CEO

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of the Personal Data Protection Act 2012, the names of the shareholders and proxies present at the meeting will not be published in this minutes.

**CHAIRMAN OF THE MEETING :** Dr John Chen Seow Phun

**WELCOME BY CHAIRMAN**

The Chairman, Dr Chen Seow Phun welcomed shareholders, members and investors to the Annual General Meeting (“AGM”) of the Company

The Chairman introduced the Directors and Management of the Company who have attended the AGM.

The Chairman announced that no questions were submitted to the Company before the AGM regarding the Meeting agenda.

**QUORUM**

As a quorum was present, the Chairman declared the meeting open at 2.30 p.m.

## **POLL VOTING PROCEDURES**

As the AGM will be conducted purely by way of Poll instead of show of hands, Corporate Backoffice Pte. Ltd. has been appointed as Scrutineers. In.Corp Corporate Services Pte. Ltd. as polling agent. Chairman invited the representatives from Corporate Backoffice Pte. Ltd. to explain how the voting papers are to be completed

## **NOTICE**

With the permission of the shareholders present, the Notice convening the AGM dated 9 April 2025 was taken as read.

## **ORDINARY BUSINESS:**

### **1. RESOLUTION 1: TO RECEIVE AND ADOPT THE DIRECTORS' REPORT AND THE AUDITED ACCOUNTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE AUDITORS' REPORTS THEREON**

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 1	: 603,709,696 votes (representing 99.99%)
Against the proposed resolution 1	: 32,300 votes (representing 0.01%)

Based on the results, the Chairman declared Resolution 1 carried.

### **2. RESOLUTION 2: TO RE-ELECT MR LI ZHI AS DIRECTOR OF THE COMPANY PURSUANT TO THE COMPANY'S ARTICLES OF ASSOCIATION**

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 2	: 603,210,496 votes (representing 99.91%)
Against the proposed resolution 2	: 531,500 votes (representing 0.09 %)

Based on the results, the Chairman declared Resolution 2 carried.

### **3. RESOLUTION 3: TO RE-ELECT MR YAN TAILING AS DIRECTOR OF THE COMPANY PURSUANT TO THE COMPANY'S ARTICLES OF ASSOCIATION**

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 3	: 603,667,996 votes (representing 99.99%)
Against the proposed resolution 3	: 74,000 votes (representing 0.01%)

Based on the results, The Chairman declared Resolution 3 carried.

**4. RESOLUTION 4: TO APPROVE THE DIRECTORS' FEES PAYMENT OF S\$190,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025, TO BE PAID QUARTERLY IN ARREARS**

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 4	:	603,508,896 votes (representing 99.99%)
Against the proposed resolution 4	:	32,300 votes (representing 0.01%)

Based on the results, the Chairman declared Resolution 4 carried.

**5. RESOLUTION 5: TO RE-APPOINT CLA GLOBAL TS PUBLIC ACCOUNTING CORPORATION AS AUDITORS OF THE COMPANY, TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION.**

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 5	:	603,508,896 votes (representing 99.99%)
Against the proposed resolution 5	:	32,300 votes (representing 0.01%)

Based on the results, the Chairman declared Resolution 5 carried.

**SPECIAL BUSINESS:**

**6. RESOLUTION 6: RENEWAL OF SHAREHOLDERS' MANDATE FOR INTERESTED PERSON TRANSACTIONS ("SGX-ST").**

"That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of Singapore Exchange Securities Trading Limited (the "SGX-ST"), for the renewal of the mandate for interested person transactions (the "IPT General Mandate") which has been amended to incorporate certain changes including the revised individual and aggregate thresholds, particulars of which are set out in the Circular or any of them to enter into any of the transactions falling within the types of the interested person transactions described in the Circular;

(b) the IPT General Mandate shall, unless revoked or varied by the Company in general meeting, continue to be in force until the next Annual General Meeting of the Company; and

(c) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to this Resolution."

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 6 : 1,198,350 votes (representing 97.38%)  
Against the proposed resolution 6: 32,300 votes (representing 2.62%)

Based on the results, the Chairman declared Resolution 6 carried.

**7. RESOLUTION 7: TO AUTHORISE THE DIRECTORS TO ALLOT AND ISSUE NEW SHARES PURSUANT TO ARTICLES OF ASSOCIATION AND RULE 806 OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”).**

“That, pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual (the “Listing Manual”) of the SGX-ST, the Directors of the Company be authorized and empowered to:

- (A) (i) issue Shares in the Company 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 shall in their absolute discretion deem fit; and
- (B) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) and convertible securities to be issued pursuant to this Resolution shall not exceed fifty per cent. (50%) of the total number of issued Shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro-rata basis to the shareholders of the Company shall not exceed Twenty per cent. (20%) of the total number of issued Shares (excluding treasury shares) in the capital of the Company (as at the time of passing of this Resolution);
- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares and convertible securities that may be issued under sub-paragraph (1) above on a pro-rata basis, the total number of issued Shares (excluding treasury shares) in the capital of the Company shall be based on the total number of issued Shares (excluding treasury shares) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
  - (a) new Shares arising from the conversion or exercise of convertible securities;
  - (b) new Shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with the rules of the Listing Manual of the SGX-ST; and
  - (c) any subsequent bonus issue, consolidation or subdivision of Shares.
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST as amended from time to time (unless such compliance has been waived by the SGX-ST) and the Articles of Association of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next annual general meeting of the Company or

the date by which the next annual general meeting is required by law to be held, whichever is the earlier.”

The motion was duly proposed and seconded and the voting results of the poll were as follows:

For the proposed resolution 7	:	602,933,896 votes (representing 99.87%)
Against the proposed resolution 7	:	808,100 votes (representing 0.13%)

Based on the results, the Chairman declared Resolution 7 carried.

## **CONCLUSION**

There being no other business, the Chairman declared the Meeting closed at 4:30 p.m. and thanked all present for their attendance.

Confirmed as True Record

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John Chen Seow Phun  
Chairman of the Meeting