

HC SURGICAL SPECIALISTS LIMITED
(the “**Company**”)
(Company Registration No.: 201533429G)
(Incorporated in the Republic of Singapore)

Minutes of the Annual General Meeting (“**AGM**” or “**Meeting**”) of the Company held at 5 Stevens Road, Raffles Room, Level 2 – Main Clubhouse, Tanglin Club, Singapore 257814 on Tuesday, 29 September 2026 at 2.00 p.m.

PRESENT

MEMBERS

As per the attendance sheet maintained by the Company.

DIRECTORS

Mr. Chan Pengee, Adrian	- Non-Executive Chairman and Independent Director
Dr. Heah Sieu Min	- Executive Director and Chief Executive Officer
Dr. Chia Kok Hoong	- Executive Director and Medical Director
Mr. Lim Jun Xiong Steven	- Independent Non-Executive Director
Mr. Chong Weng Hoe	- Non-Independent Non-Executive Director

IN ATTENDANCE

As per the attendance sheet maintained by the Company.

WELCOME AND INTRODUCTION

The Chairman of the Board, Mr. Chan Pengee, Adrian, welcomed all to the Meeting and introduced his fellow Directors as below:

- Dr. Heah Sieu Min (“**Dr. Heah**”), the Executive Director and Chief Executive Officer
- Dr. Chia Kok Hoong (“**Dr. Chia**”), the Executive Director and Medical Director
- Mr. Lim Jun Xiong Steven, the Independent Non-Executive Director, Chairman of the Audit and Risk Management Committee and member of the Nominating Committee and Remuneration Committee.
- Mr. Chong Weng Hoe, the Non-Independent Non-Executive Director and member of the Audit and Risk Management Committee, Nominating Committee and Remuneration Committee.

The Chairman informed the Members that Dr. Chia had conveyed his apologies for being unable to attend the Meeting on time due to his involvement in a complex surgical procedure.

QUORUM

There being a quorum present, the Chairman declared the Meeting open.

WRITTEN QUESTIONS BEFORE THE MEETING

The Chairman informed that the Company had received questions from the Securities Investors Association (Singapore) and a shareholder. The Company's responses were announced via SGXNet and published on the Company's website on 23 September 2026.

NOTICE OF MEETING

The notice convening the Meeting, having been published on the SGXNet and the Company's website within the requisite period, was taken as read.

VOTING BY WAY OF POLL

The Chairman informed that all the proposed resolutions would be voted on by way of poll after they have been formally tabled at the Meeting.

The Chairman also informed that Entrust Advisory Pte. Ltd. had been appointed as the independent scrutineer for the polling process of the Meeting and the results of the poll would be announced once they were duly verified by the independent scrutineer.

AUDITED FINANCIAL STATEMENTS

The Chairman tabled the directors' statement, audited financial statements of the Group for the financial year ended 31 May 2026 ("FY2026") to the Members.

QUESTIONS AND ANSWERS ON PROPOSED RESOLUTIONS

The Chairman opened the floor to Members for questions they may have with regard to the audited financial statements and to the proposed resolutions in the notice for the Meeting, before tabling the proposed resolutions. There were no questions raised by any member on the proposed resolutions.

The Chairman proposed and put forward the resolutions as set out in the notice of the Meeting to the Members for their consideration.

The Chairman then invited the representative from Tricor Singapore Pte Ltd ("**Vistra**") to brief the Members on the poll voting procedure.

The Meeting was paused for completion of voting slips by Members, tabulation, and verification of polls results by the appointed scrutineer.

QUESTIONS AND ANSWERS ON BUSINESS OPERATION

While the vote counting process was in progress, the Members were presented with some slides with the following information by Dr. Heah:

- Headlines from The Business Times dated 1 September 2026 stating that the Company is a standout performer, a rare exception that significantly outperforms its peers.
- FY2026 Year in Review
- Non-operating Income /(Loss)
- Dividend Yield (Dividend vs Share Price)
- Cash versus Debt
- Acquisitions and Investments

Dr. Heah then re-opened the floor for Members for questions relating to the business operation of the Company.

(The full text of the substantive questions raised, and answers given are contained in Appendix A as attached herewith and forms part of these minutes.)

(Dr. Chia joined the Meeting at this juncture at 2.37pm)

Upon due verification, the Scrutineer handed over the poll results to the Chairman for announcement.

VERIFIED RESULTS OF THE POLLS

After all the questions have been duly answered and addressed, the Chairman announced the verified poll results as below:

RESOLUTION 1 – RE-ELECTION OF DR. CHIA KOK HOONG

“That Dr. Chia Kok Hoong, who retires pursuant to Regulation 97 of the Company’s Constitution, be re-elected as a Director of the Company.”

The verified results of the vote were:

No. of votes for	:	112,583,397 shares representing 100.00%
No. of votes against	:	0 shares representing 0.00%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 1 carried.

RESOLUTION 2 – RE-ELECTION OF MR. CHONG WENG HOE

“That Mr. Chong Weng Hoe, who retires pursuant to Regulation 97 of the Company’s Constitution, be re-elected as a Director of the Company.”

The verified results of the vote were:

No. of votes for	:	112,583,397 shares representing 100.00%
No. of votes against	:	0 shares representing 0.00%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 2 carried.

RESOLUTION 3 – DIRECTORS’ FEES

“That the payment of Directors’ Fees of S\$129,250/- for the financial year ended 31 May 2026 be approved.”

The verified results of the vote were:

No. of votes for	:	112,583,397 shares representing 100.00%
No. of votes against	:	0 shares representing 0.00%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 3 carried.

RESOLUTION 4 – FINAL DIVIDEND

“That a final dividend (tax-exempt one-tier) of S\$0.0118 per ordinary share for the financial year ended 31 May 2026 be hereby approved.”

The verified results of the vote were:

No. of votes for	:	112,583,397 shares representing 100.00%
No. of votes against	:	0 shares representing 0.00%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 4 carried.

RESOLUTION 5 – RE-APPOINTMENT OF AUDITORS

“That Messrs BDO LLP, be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

The verified results of the vote were:

No. of votes for	:	112,583,397 shares representing 100.00%
No. of votes against	:	0 shares representing 0.00%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 5 carried.

SPECIAL BUSINESS

RESOLUTION 6 – AUTHORITY TO ALLOT AND ISSUE SHARES

That, pursuant to Section 161 of the Companies Act 1967 (“**Companies Act**”), and Rule 806 of the Singapore Exchange Securities Trading Limited (“**Exchange**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), approval be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors of the Company may in their absolute discretion deem fit, to:

- (a) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;
- (b) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, “**Instruments**”) including but not limited to the creation and issue of options, warrants, debentures or other instruments convertible into shares;
- (c) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and
- (d) (Notwithstanding the authority conferred by the Shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always 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) does not exceed one hundred per cent (100%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) to be issued other than on a *pro-rata* basis to Shareholders of the Company does not exceed fifty percent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, and (subject to such manner of calculation as may be prescribed by the Exchange for the purpose of determining the aggregate number of shares that may be issued under this paragraph) for the purpose of this resolution, the issued share capital shall be the Company’s total number of issued shares excluding treasury shares and subsidiary holdings at the time this resolution is passed, after adjusting for:
 - (a) new shares arising from the conversion or exercise of convertible securities, or
 - (b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules, and
 - (c) any subsequent bonus issue, consolidation or subdivision of the Company’s shares;
 - (ii) 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 the Exchange) and the Constitution for the time being of the Company; and

such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next annual general meeting (“**AGM**”) or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

The verified results of the vote were:

No. of votes for	:	112,441,597 shares representing 99.87%
No. of votes against	:	141,800 shares representing 0.13%
Total votes cast	:	112,583,397

The Chairman declared Ordinary Resolution 6 carried.

RESOLUTION 7 – THE PROPOSED RENEWAL OF THE SHARE BUY-BACK MANDATE

That:

- (a) for the purposes of the Catalist Rules and the Companies Act, the Directors of the Company be and are hereby authorised to exercise all the powers of the Company to purchase or acquire its issued and fully paid-up shares not exceeding in aggregate the Maximum Limit (as defined below), at such price(s) as may be determined by the Directors or a committee of Directors that may be constituted for the purposes of effecting purchases or acquisitions of shares by the Company from time to time up to the Maximum Price (as defined below), whether by way of:
- (i) a market purchase ("**Market Purchase**"), transacted on the Exchange through the ready market, and which may be transacted through one or more duly licensed stockbrokers appointed by the Company for the purpose: and/or
 - (ii) an off-market purchase ("**Off-Market Purchase**"), effected otherwise than on the Exchange pursuant to an equal access scheme in accordance with Section 76C of the Companies Act, and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act and the Catalist Rules as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buy-Back Mandate**"),
- (b) unless varied or revoked by the Shareholders in a general meeting, purchases or acquisitions of shares pursuant to the Share Buy-Back Mandate may be made, 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 the next AGM is held, or is required by law to be held;
 - (ii) the date on which the Share buy-backs are carried out to the full extent mandated; or
 - (iii) the date on which the authority conferred in the Share Buy-Back Mandate is varied or revoked by the Shareholders in a general meeting
- the ("**Relevant Period**").
- (c) in this Resolution:

"**Maximum Limit**" means that number of shares of the Company representing not more than ten per cent (10%) of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of

the Company with the applicable provisions of the Companies Act at any time during the Relevant Period, in which event the total number of issued Shares shall be taken to be the total number of issued shares of the Company as altered (excluding any treasury shares that may be held by the Company from time to time and subsidiary holdings);

“Maximum Price”, in relation to a share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) as determined by the Directors, shall not exceed:

- (i) in the case of a Market Purchase, one hundred and five per cent (105%) of the Average Closing Price (as defined below); and
- (ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, one hundred and twenty per cent (120%) of the Average Closing Price, where:

“Average Closing Price” means the average of the closing market prices of the shares of the Company over the last five (5) Market Days, on which transactions in the shares were recorded, before the day on which the purchase or acquisition of shares was made, or as the case may be, before the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5) Market Days period and the day on which the purchases are made;

“day of the making of the offer” means the day on which the Company announces its intention to make an offer for an Off-Market Purchase, stating therein the purchase price (which shall not be more than the Maximum Price for an Off-Market Purchase calculated on the foregoing basis) for each share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

“Market Day” means a day on which the Exchange is open for trading in securities; and

- (d) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.”

The verified results of the vote were:

No. of votes for	:	48,572,617 shares representing 99.96%
No. of votes against	:	21,800 shares representing 0.04%
Total votes cast	:	48,594,417

The Chairman declared Ordinary Resolution 7 carried.

RESOLUTION 8 – THE PROPOSED ADOPTION OF THE 2026 HCSS EMPLOYEE SHARE OPTION SCHEME (THE “2026 HCSS ESOS”)

“That the employee share option scheme to be known as the 2026 HCSS Employee Share Option Scheme, the details and particulars of which have been set out in the Appendix, be and is hereby approved and adopted substantially in the form set out in the Rules of the 2026 HCSS ESOS, and the Share Option Scheme Administration Committee and/or Directors of the Company be and are hereby authorised:

- (a) to establish and administer the 2026 HCSS ESOS;
- (b) to modify and/or amend the 2026 HCSS ESOS from time to time provided that such modifications and/or amendments are effected in accordance with the provisions of the 2026 HCSS ESOS and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2026 HCSS ESOS; and
- (c) offer and grant option(s) in accordance with the Rules of the 2026 HCSS ESOS and pursuant to Section 161 of the Companies Act 1967, to allot and issue from time to time such number of fully paid-up new shares or deliver or transfer such number of treasury shares as may be required to be issued or transferred pursuant to the exercise of the Option(s) under the 2026 HCSS ESOS, provided always that the aggregate number of new shares to be issued or issuable pursuant to the 2026 HCSS ESOS and in respect of all other share-based incentive schemes of the Company shall not exceed 15.0% of the issued shares of the Company from time to time (excluding treasury shares and subsidiary holdings).”

The verified results of the vote were:

No. of votes for	:	13,590,777 shares representing 99.84%
No. of votes against	:	21,800 shares representing 0.16%
Total votes cast	:	13,612,577

The Chairman declared Ordinary Resolution 8 carried.

RESOLUTION 9 – AUTHORITY TO OFFER AND GRANT OPTION(S) AT A DISCOUNT UNDER THE 2026 HCSS ESOS

“That subject to and contingent upon the passing of Ordinary Resolution 8, the Share Option Scheme Administration Committee and/or Directors of the Company be and are hereby authorised to offer and grant option(s) in accordance with the Rules of the 2026 HCSS ESOS with the exercise price set at a discount to the market price, provided that such discount does not exceed 20.0% of the market price of a share, or such other percentage or amount as may be determined in accordance with the Rules of the 2026 HCSS ESOS, provided that such discount does not exceed the relevant limits set by the Exchange from time to time.”

The verified results of the vote were:

No. of votes for	:	13,470,777 shares representing 98.96%
No. of votes against	:	141,800 shares representing 1.04%
Total votes cast	:	13,612,577

The Chairman declared Ordinary Resolution 9 carried.

RESOLUTION 10 - THE PROPOSED ADOPTION OF THE 2026 HCSS PERFORMANCE SHARE PLAN (THE “2026 HCSS PSP”)

“That the performance share plan to be known as the 2026 HCSS Performance Share Plan, the details and particulars of which have been set out in the Appendix, be and is hereby approved and adopted substantially in the form set out in the Rules of the 2026 HCSS PSP, and the Performance Share Plan Committee and/or Directors of the Company be and are hereby authorised:

- (a) to establish and administer the 2026 HCSS PSP;
- (b) to modify and/or amend the 2026 HCSS PSP from time to time provided that such modifications and/or amendments are effected in accordance with the provisions of the 2026 HCSS PSP and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2026 HCSS PSP; and
- (c) to grant award(s) in accordance with the Rules of the 2026 HCSS PSP and pursuant to Section 161 of the Companies Act 1967, to allot and issue from time to time such number of fully paid-up new shares or deliver or transfer such number of treasury shares as may be required to be issued or delivered pursuant to the vesting and release of award(s) under the 2026 HCSS PSP, provided always that the aggregate number of new shares to be issued or issuable pursuant to the 2026 HCSS PSP and in respect of all other share-based incentive schemes of the Company shall not exceed 15.0% of the issued shares of the Company from time to time (excluding treasury shares and subsidiary holdings).”

The verified results of the vote were:

No. of votes for	:	13,590,777 shares representing 99.84%
No. of votes against	:	21,800 shares representing 0.16%
Total votes cast	:	13,612,577

The Chairman declared Ordinary Resolution 10 carried

There being no other business, the Meeting ended at 3.17 p.m..

Signed as a correct record of the proceedings,

Chan Pengee, Adrian
Chairman of the Board