



HGH HOLDINGS LTD.

Company Registration No. : 200412064D
(Incorporated in the Republic of Singapore)

**MINUTES OF ANNUAL GENERAL MEETING ("AGM" OR "MEETING") OF THE
COMPANY HELD AT 60 BENOI ROAD, #03-02, SINGAPORE 629906
ON THURSDAY, 27 APRIL 2023 AT 10:00 A.M.**

Present : (a) Mr. Ng Chuan Heng (Executive Chairman)
(b) Mr. Tan Poh Guan (Executive Director and Chief Executive Officer)
(c) Ms. Amelia Vincent (Lead Independent Director)
(d) Mr. Ng Ser Chiang (Independent Director)
(e) Mr. Andrew Bek (Independent Director)

Shareholders / Proxies / : As per attendance list.
Invitees/Observers

CHAIRMAN

At the request of the Chairman of the Board, Mr. Tan Poh Guan ("**Chairman**") chaired the Meeting. He welcomed all shareholders for their attendance at this AGM. The Chairman introduced the members of the Board to the shareholders and updated the Meeting that External Auditors together with Sponsor, Company Secretary and Group Financial Controller were also in attendance at the Meeting.

QUORUM

With the requisite quorum being present, the Chairman called the Meeting to order at 10:08 a.m.

NOTICE

The notice of the AGM, which had been made available to all Shareholders by electronic means via publication on the Company's website and on Singapore Exchange Securities Trading Limited ("**SGX-ST**"), was, with the concurrence of the shareholders, taken as read.

POLL VOTING

The Chairman informed the shareholders that voting on the resolutions to be passed at the AGM would be conducted by way of poll pursuant to Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the SGX-ST.

The Chairman also informed that Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed by the Company to act as Polling Agent and Reliance 3P Advisory Pte. Ltd. will act as Independent Scrutineer for conducting the poll voting.

Thereafter, the Chairman of the Meeting proceeded with the ordinary business of the Meeting.



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**1) ORDINARY RESOLUTION 1
ADOPTION OF THE DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE AUDITORS' REPORT THEREON**

- 1.1 The Chairman informed that the Ordinary Resolution 1 was to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2022 together with Auditors' Report thereon.
- 1.2 As the Annual Report 2022 had been published on the Company's website and on SGXNET, the Chairman of the Meeting invited shareholders and/or proxy holders to raise questions relating to this motion.
- 1.3 There was no question raised by the shareholders or proxy holder present. Upon a proposal from Mr. Tan Jun Hao which was seconded by Ms. Sharon Mak, the following resolution was put to vote by poll:

"RESOLVED that the Directors' Statement and the audited financial statements of the Company for the financial year ended 31 December 2022 together with the auditors' report thereon be hereby received and adopted."

**2) ORDINARY RESOLUTION 2
RE-ELECTION OF MR ANDREW BEK AS A DIRECTOR**

- 2.1 The Chairman informed the Meeting that in accordance with the Regulation 107 of the Company's Constitution, at each AGM, 1/3 of the Board of Directors for the time being or the number nearest to 1/3 shall retire from office by rotation, so that all Directors shall retire from office at least once in each 3 years but shall be eligible for re-election. At this AGM, the following two Directors are subject to retirement by rotation: -
- (i) Mr. Andrew Bek; and
(ii) Mr. Ng Ser Chiang
- 2.2 It was noted that Mr. Andrew Bek, being eligible for re-election, had offered himself for re-election as Director of the Company and upon re-election of Mr. Andrew Bek as a Director of the Company, he will remain as Independent Non-Executive Director, Chairman of the Remuneration Committee and member of the Audit Committee and Nominating Committee respectively.
- 2.3 There being no question raised by the shareholders or proxy holder present and upon a proposal from Mr. Tan Jun Hao which was seconded by Ms. Sharon Mak, the following resolution was put to vote by poll:

"RESOLVED that Mr. Andrew Bek who retired pursuant to Regulation 107 of the Company's Constitution, be hereby re-elected as a Director of the Company."



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**3) ORDINARY RESOLUTION 3
RE-ELECTION OF MR NG SER CHIANG AS A DIRECTOR**

3.1 For the Ordinary Resolution 3 in relation to the re-election of Mr. Ng Ser Chiang as Director, it was noted that Mr. Ng Ser Chiang, being eligible for re-election, had offered himself for re-election as Director of the Company and upon re-election of Mr. Ng Ser Chiang as a Director of the Company, he will remain as Independent Non-Executive Director, Chairman of the Nominating Committee and member of the Audit Committee and Remuneration Committee respectively.

3.2 There being no question raised by the shareholders or proxy holder present and upon a proposal from Mr. Tan Jun Hao which was seconded by Ms. Sharon Mak, the following resolution was put to vote by poll:

“RESOLVED that Mr. Ng Ser Chiang who retired pursuant to Regulation 107 of the Company's Constitution, be hereby re-elected as a Director of the Company.”

**4) ORDINARY RESOLUTION 4
PAYMENT OF DIRECTORS' FEES OF UP TO S\$120,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023**

4.1 The following motion was proposed by Mr. Tan Jun Hao and seconded by Ms. Sharon Mak:-

“RESOLVED that the Directors' fees of up to S\$120,000 for the financial year ending 31 December 2023, payable half yearly in arrears, be and are hereby approved.”

**5) ORDINARY RESOLUTION 5
RE-APPOINTMENT OF MESSRS CROWE HORWATH FIRST TRUST LLP AS AUDITORS OF THE COMPANY AND AUTHORITY TO DIRECTORS TO FIX THEIR REMUNERATION**

5.1 The Chairman informed the Meeting that Messrs Crowe Horwath First Trust LLP have expressed their willingness to accept re-appointment.

5.2 There being no question raised by the shareholders or proxy holder present and upon a proposal from Mr. Tan Jun Hao which was seconded by Ms. Sharon Mak, the following resolution was put to vote by poll:

“RESOLVED that Messrs Crowe Horwath First Trust LLP be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Directors.”



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6) OTHER ORDINARY BUSINESS

6.1 As the Company did not receive notice from its shareholders on the other ordinary business to be transacted at this AGM, the Chairman then proceeded to the last item of the agenda of this AGM.

**7) ORDINARY RESOLUTION 6
AUTHORITY TO ISSUE SHARES**

7.1 The Chairman informed the Meeting that the Ordinary Resolution 6, if passed, will empower the Directors from the date of this meeting until the date of the next AGM to issue shares and convertible securities in the Company. The maximum number of shares which the Company may issue under this resolution shall not exceed the quantum set out in the Notice of AGM.

7.2 There being no question raised by the shareholders or proxy holder present and upon a proposal from Mr. Tan Jun Hao which was seconded by Ms. Sharon Mak, the Ordinary Resolution 6, the full text of which was set out in the Notice of AGM, was taken as read and was put to vote by poll.

8) POLL VOTING AND DECLARATION OF RESULTS

8.1 The Chairman informed the Meeting that all the motions to be tabled at this AGM had been introduced and explained. He then invited the Scrutineers to brief the shareholders on the poll voting procedure. The Scrutineers then briefed the Meeting on the administrative procedure on how to fill up the poll form and its submission thereon.

8.2 As there was no question, all the six (6) ordinary resolutions were put to vote by poll and the shareholders were informed to cast their votes on the poll forms provided.

8.3 The Meeting was adjourned for 10 minutes to allow the Scrutineers, Reliance 3P Advisory Pte. Ltd. to tabulate the votes and prepare their report.

8.4 After finalizing the report by Scrutineers on the poll results, the Meeting was resumed with requisite quorum.

8.5 Based on the results of the poll and the report from the Scrutineers, the Chairman declared the results of the poll as follows: -

Ordinary Resolution 1	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 1 was carried.



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Ordinary Resolution 2	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 2 was carried.

Ordinary Resolution 3	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 3 was carried.

Ordinary Resolution 4	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 4 was carried.

Ordinary Resolution 5	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 5 was carried.

Ordinary Resolution 6	<u>Number of Shares</u>	<u>Percentage (%)</u>
Number of votes casted "FOR"	682,268,017	100.00
Number of votes casted "AGAINST"	0	0.00
Total number of votes casted	<u>682,268,017</u>	<u>100.00</u>

Based on the results, the Chairman declared that Ordinary Resolution 6 was carried.



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CONCLUSION

There being no other business to transact at this AGM, the Chairman thanked all for the attendance and declared the AGM concluded at 10.33 a.m.

CONFIRMED:

[Signed]

TAN POH GUAN

Chairman of the Meeting