

# SYSMA HOLDINGS LIMITED

(the "Company")  
(Company Registration No. 201207614H)  
(Incorporated in the Republic of Singapore)

**MINUTES** of the Extraordinary General Meeting ("**EGM**") of the Company held via electronic means on Friday, 26 November 2021 at 10:20 a.m.

## **PRESENT**

As set out in the attendance list maintained by the Company.

## **CHAIRMAN OF THE MEETING**

The Executive Director and Deputy Chief Executive Officer, Mr Sin Ee Wuen ("**SEW**") assisted the Executive Chairman, Mr Sin Soon Teng, with the conduct of the proceedings of the EGM.

## **QUORUM**

With the requisite quorum being present, the Meeting was declared open.

## **NOTICE OF MEETING**

The Notice convening the Meeting, having been in the hands of shareholders for the requisite period was taken as read.

## **RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS**

The Chairman informed the Meeting that the Company had not received any questions from the shareholders prior to the EGM.

## **POLL VOTING**

It was highlighted to the shareholders that, there would be no live voting during the meeting and the Chairman had been appointed as proxy by the shareholders to vote on their behalf in accordance with their specific instructions.

The Meeting was further informed that all resolutions tabled at the EGM would be voted upon by way of poll. All the motions had been duly voted by the shareholders through the submissions of the Proxy Forms and the Scrutineer has verified the counting of all votes cast through the Proxy Forms.

Entrust Advisory Pte. Ltd. was appointed as scrutineer for the poll (the "**Independent Scrutineer**").

It was noted that the results of the poll, duly verified by the Independent Scrutineer, were set out as follows:-

## **RESULTS OF THE POLL**

### RESOLUTIONS:

		<u>No. of Shares</u>	<u>Percentage</u>
ORDINARY RESOLUTION 1	FOR	7,803,200	76.83%
	AGAINST	2,353,857	23.17%
	TOTAL NO. OF VALID VOTES	10,157,057	100%
ORDINARY RESOLUTION 2	FOR	7,803,200	76.83%
	AGAINST	2,353,857	23.17%
	TOTAL NO. OF VALID VOTES	10,157,057	100%

Based on the result of the poll, the Chairman declared that the following resolutions were carried:-

**ORDINARY BUSINESS**

**ORDINARY RESOLUTION 1**

- **TO APPROVE THE PROPOSED ADOPTION OF SYSMA PERFORMANCE SHARE PLAN 2021 (THE “SYSMA PSP 2021”)**

**ORDINARY RESOLUTION 2**

- **TO APPROVE THE PROPOSED GRANT OF AUTHORITY TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES UNDER THE SYSMA PSP 2021**

RESOLVED THAT:-

- (i) the performance share plan to be known as Sysma Performance Share Plan 2021 (the “**Sysma PSP 2021**”) details of which are set out in the Circular dated 3 November 2021 to the Shareholders, under which awards (“**Awards**”) of Shares or cash, wholly or partly (as the case may be), will be granted, free of payment, to selected employees of the Group, be and is hereby approved.
- (ii) the Directors of the Company be and are hereby authorised:
  - a. to establish and administer the Sysma PSP 2021;
  - b. to modify and/or amend the Sysma PSP 2021 from time to time provided that such modification(s) and/or amendment(s) are effected in accordance with the provisions of the Sysma PSP 2021 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 Sysma PSP 2021;
  - c. to grant Awards in accordance with the provisions of the Sysma PSP 2021 and pursuant to Section 161 of the Companies Act, to allot and issue from time to time such number of fully paid-up Shares in the capital of the Company as may be required to be issued pursuant to the vesting of Awards provided that the aggregate number of Shares to be issued or issuable pursuant to the Sysma PSP 2021, together with other existing share schemes of the Company (if any), subject to the passing of the Ordinary Resolution 1, shall not exceed fifteen per cent (15%) of the issued Shares of the Company from time to time (excluding Treasury Shares); and
  - d. to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by these Resolutions.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 3 November 2021.

**ABSTENTION FROM VOTING**

All Shareholders of the Company who are eligible to participate in the Sysma PSP 2021, had abstained from voting on Ordinary Resolutions 1 and 2 of the EGM.

**CONCLUSION**

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

Confirmed as True Record of Proceedings Held

(S I G N E D)

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**Sin Soon Teng**  
Chairman of the Meeting

By Order of the Board  
**SYSMA HOLDINGS LIMITED**

Sin Soon Teng  
Executive Chairman and Group Chief Executive Officer

8 December 2021

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

*The contact person for the Sponsor is Ms. Foo Jien Jieng, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.*