

WEE HUR HOLDINGS LTD.

Company Registration Number: 200619510K
(Incorporated in the Republic of Singapore)
(the “Company”)

MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING OF THE COMPANY (THE “AGM”) HELD BY ELECTRONIC MEANS ON FRIDAY, 29 APRIL 2022 AT 11.30 A.M.

1.0 CHAIRMAN AND QUORUM

- 1.1 As the quorum was present, Mr Goh Yeow Lian, Chairman of the Board, took the chair and called the meeting to order at 11.30 a.m. The Chairman extended a warm welcome to the shareholders who had joined the AGM by live webcast or live audio-only means. Shareholders who attended via live webcast or audio conference are set out in the attendance records maintained by the Company.
- 1.2 The Chairman informed that the Board of Directors and Management had addressed all substantial and relevant questions received from the shareholders prior to the AGM and the responses had been published on the SGXNet and the Company’s website on 23 April 2022.
- 1.3 The Chairman introduced his fellow Board members who were present in person, namely, the Lead Independent Director, Mr Teo Choon Kow @ William Teo, the Independent Director, Mr Wong Kwan Seng Robert, the Executive Director and Deputy Managing Director, Mr Goh Yew Tee, the Executive Director, Mr Goh Yeo Hwa and the Non-Executive Director, Mr Goh Yew Gee.
- 1.4 The Chairman informed that the Company Secretaries had attended the AGM remotely.

2.0 NOTICE

- 2.1 As the Notice of the AGM dated 14 April 2022 had been published on the SGXNet and the Company’s website, the Chairman took the Notice as read.
- 2.2 The Chairman informed the meeting that he had been appointed as proxy by several shareholders and had voted in accordance with the instructions of those shareholders.
- 2.3 The Chairman informed the meeting that all votes on the resolutions tabled at the AGM had been conducted by poll in accordance with the Company’s Constitution and the Listing Rule 730A(2) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).
- 2.4 In accordance with the guidelines issued by SGX-ST on 13 April 2020 which were updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022 (the “**Guidelines**”), the COVID-19 (Temporary Measures) Act 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the poll votes had been collected and tabulated in advance. The Chairman informed the meeting that he would announce the poll results for each resolution accordingly. All the resolutions and poll voting results were presented during the live webcast AGM.
- 2.5 The Chairman further informed the meeting that T S Tay Public Accounting Corporation had been appointed as the scrutineer and they had verified the validity of the proxy forms submitted within the stipulated deadline and tabulated the submitted votes.

3.0 **BUSINESS OF MEETING**

3.1 The Chairman proceeded with the business of the AGM.

4.0 **RESOLUTION 1**

ADOPTION OF DIRECTORS' STATEMENT, AUDITOR'S REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

4.1 The Chairman proposed Resolution 1 on the receipt and adoption of the Directors' Statement, Auditor's Report and the Audited Financial Statements for the financial year ended 31 December 2021.

4.2 The poll results received for Ordinary Resolution 1 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	578,787,673	100.0	-	-

4.3 The Chairman declared that the following Ordinary Resolution 1 carried and it was unanimously **RESOLVED**:

“That the Directors’ Statement, Auditor’s Report and the Audited Financial Statements for the financial year ended 31 December 2021 be and are hereby received and adopted.”

5.0 **RESOLUTION 2**

DECLARATION OF THE FINAL DIVIDEND

5.1 The Chairman proposed Resolution 2 on the approval of the declaration and payment of the final tax exempt (one-tier) dividend of S\$0.003 per ordinary share for the financial year ended 31 December 2021.

5.2 The poll results received for Ordinary Resolution 2 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	578,787,673	100.0	-	-

5.3 The Chairman declared that the following Ordinary Resolution 2 carried and it was unanimously **RESOLVED**:

“That the declaration and payment of the final tax exempt (one-tier) dividend of S\$0.003 per ordinary share for the financial year ended 31 December 2021 be hereby approved.”

5.4 The Chairman informed the meeting that the final dividend would be paid on 20 May 2022 to members registered in the books of the Company on 6 May 2022.

6.0 **RESOLUTION 3**

APPROVAL OF THE DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022

6.1 The Chairman proposed Resolution 3 on the approval of Directors' Fees of S\$180,000 for the financial year ending 31 December 2022 and to be paid quarterly in arrears.

- 6.2 The poll results received for Ordinary Resolution 3 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	578,787,673	100.0	-	-

- 6.3 The Chairman declared that the following Ordinary Resolution 3 carried and it was unanimously **RESOLVED**:

“That the Directors’ fees of S\$180,000 be approved for the financial year ending 31 December 2022 and be paid quarterly in arrears.”

- 6.4 As the next resolution related to the Chairman’s re-election as a Director of the Company, the Chairman handed over the conduct of the next item on the agenda to Mr Teo Choon Kow @ William Teo (“**Mr Teo**”), the Lead Independent Director of the Company.

7.0 RESOLUTION 4
RE-ELECTION OF MR GOH YEOW LIAN UNDER REGULATION 109 OF THE COMPANY’S CONSTITUTION

- 7.1 Mr Teo proposed Resolution 4 on the re-election of Mr Goh Yeow Lian as a Director of the Company.

- 7.2 The poll results received for Ordinary Resolution 4 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	578,787,673	100.0	-	-

- 7.3 Mr Teo declared that the following Ordinary Resolution 4 carried and it was **RESOLVED**:

“That Mr Goh Yeow Lian be and is hereby re-elected a Director of the Company in accordance with Regulation 109 of the Company’s Constitution.”

- 7.4 Mr Teo handed over the conduct of the remaining items on the agenda to the Chairman.

8.0 RESOLUTION 5
RE-ELECTION OF MR GOH YEW TEE UNDER REGULATION 109 OF THE COMPANY’S CONSTITUTION

- 8.1 The Chairman proposed Resolution 5 on the re-election of Mr Goh Yew Tee as a Director of the Company.

- 8.2 The poll results received for Ordinary Resolution 5 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	578,787,673	100.0	-	-

- 8.3 The Chairman declared that the following Ordinary Resolution 5 carried and it was **RESOLVED**:

“That Mr Goh Yew Tee be and is hereby re-elected a Director of the Company in accordance with Regulation 109 of the Company’s Constitution.”

**9.0 RESOLUTION 6
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITOR AND
FIXING THEIR REMUNERATION**

9.1 The Chairman proposed Resolution 6 on the re-appointment of PricewaterhouseCoopers LLP as the Auditor of the Company.

9.2 The poll results received for Ordinary Resolution 6 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	574,379,179	99.24	4,408,494	0.76

9.3 The Chairman declared that the following Ordinary Resolution 6 carried and it was **RESOLVED:**

“That PricewaterhouseCoopers LLP be and is hereby appointed as Auditor of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be agreed between the Directors and the Auditor.”

**10.0 RESOLUTION 7
AUTHORITY TO ISSUE SHARE UNDER SECTION 161 OF THE COMPANIES ACT**

10.1 The Chairman proposed Resolution 7 on the shares issue mandate as set out in item 7 of the Notice of Meeting dated 14 April 2022.

10.2 The poll results received for Ordinary Resolution 7 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
578,787,673	574,379,179	99.24	4,408,494	0.76

10.3 The Chairman declared that the following Ordinary Resolution 7 carried and it was **RESOLVED:**

“That pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”) and the listing rules of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) authority be and is hereby given to the Directors of the Company to:

- (a) *(i) issue shares in the capital of 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) 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 may 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 Instruments 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 Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), 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 existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);*
- (2) *(subject to such manner of 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 (1) above, the total number of issued Shares shall be based on 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:*
- (i) * new Shares arising from the conversion or exercise of any convertible securities;*
- (ii)* new Shares arising from the exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of SGX-ST; and*
- (iii) any subsequent bonus issue, consolidation or subdivision of Shares;*
- *Adjustments in accordance with (i) or (ii) 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 of the passing of this resolution approving the mandate.*
- and, in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holding” has the meaning given to it in the Listing Manual of the SGX-ST.*
- (3) *in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and*
- (4) *(unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution 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 of*

the Company is required by law to be held, whichever is the earlier.”

**11.0 RESOLUTION 8
RENEWAL OF THE MANDATE FOR INTERESTED PERSON TRANSACTIONS**

11.1 The Chairman informed the meeting that Resolution 8 relates to the proposed renewal of the mandate for interested person transactions. The mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting.

11.2 The Chairman also informed the meeting that the following interested persons and their respective associates, had abstained from voting on Resolution 8:

- (i) Mr Goh Yeow Lian;
- (ii) Mr Goh Yew Tee;
- (iii) Mr Goh Yeo Hwa;
- (iv) Mr Goh Yew Gee;
- (v) Mr Goh Yeu Toh;
- (vi) Mr Goh Yew Lay;
- (vii) GSC Holdings Pte Ltd;
- (viii) Madam Tan Ah Hio;
- (ix) Madam Liew Siew Keok;
- (x) Madam Liu Li;
- (xi) Madam Gaw Chu Lan;
- (xii) Ms Goh Liyan;
- (xiii) Mr Goh Wee Ping;
- (xiv) Mr Goh Wee Shian; and
- (xv) Ms Goh Shi Hui.

11.3 The Chairman proposed Resolution 8 as set out in item 8 of the Notice of Meeting dated 14 April 2022.

11.4 The poll results received for Ordinary Resolution 8 as detailed below were displayed on the screen:

No. of Shares	For		Against	
	No. of Shares	%	No. of Shares	%
83,062,208	83,062,208	100.0	-	-

11.5 The Chairman declared that the following Ordinary Resolution 8 carried and it was **RESOLVED:**

“That:

- (a) ***approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the SGX-ST, for the Company, its subsidiaries and associated companies that are considered to be “entities at risk” under Chapter 9 of the Listing Manual of the SGX-ST, or any of them, to enter into the Mandated Transactions with the Mandated Interested Person, provided that such transactions are (i) made on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders and (ii) in accordance with the review procedures for such Mandated Transactions (the “IPT Mandate”);***
- (b) ***the IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting of the Company;***

- (c) *the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of the procedures and/or modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Listing Manual of the SGX-ST, which may be prescribed by the SGX-ST from time to time, and such other applicable laws and rules; and*
- (d) *the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the transactions contemplated and/or authorised by and/or in connection with the proposed renewal of the IPT Mandate and/or this Ordinary Resolution (including approving any amendments to the IPT Mandate or variation orders)."*

12.0 CLOSURE

There being no other business, the Chairman thanked the shareholders for their attendance at this virtual AGM and their support. He wished everyone good health and stay safe.

The Chairman declared the meeting closed at 11.42 a.m.

Confirmed as a correct record

Signed
Goh Yeow Lian
Chairman