

UMS INTEGRATION LIMITED
(Company Registration No.:200100340R)
(Incorporated in Singapore)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : 16 Seletar Aerospace Crescent Singapore 797567

DATE : Thursday, 30 April 2026

TIME : 11.40 a.m.

CHAIRMAN : Datuk Phang Ah Tong

PRESENT : **Directors**
Mr Luong Andy
Mr Loh Meng Chong, Stanley
Mr Chua Siong Kiat
Datin Poon Lee Fah
Ms Xie Xingbei, Pearlyn

Shareholders
Please see Attendance List

QUORUM

At 11.40 a.m., the Chairman welcomed all shareholders present at the Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of the Company. It was noted that the Board of Directors on the panel was introduced at the Annual General Meeting (“**AGM**”) that was held before the Meeting.

As a quorum was present, the Chairman called the EGM to order.

NOTICE

The Chairman informed the Meeting that Notice of EGM had been sent to members by electronic means via publication on the Company’s website, SGXNet and Bursa Malaysia. Pertinent information relating to the proposed Resolutions tabled for the EGM was set out in the Notice of EGM issued on 14 April 2026. As such, the Notice convening the Meeting was taken as read.

The Chairman informed the Meeting that there were no questions received from the shareholders in advance of the EGM.

The Meeting was informed that several shareholders had appointed the Chairman as their proxy and he will be voting on the resolutions according to their instructions.

In compliance with Rule 730A of the Listing Manual, the Chairman informed that all resolutions tabled at the Meeting would be voted by way of poll. In.Corp Corporate Services Pte. Ltd. was appointed as scrutineers for the poll, and the poll would be conducted in a paperless manner using a wireless hand-held device. Complete Corporate Services Pte Ltd was appointed as the polling agent. The poll procedures were explained to the shareholders earlier at the AGM.

1. ORDINARY RESOLUTION 1 – PROPOSED ADOPTION OF THE UMS EMPLOYEE SHARE OPTION SCHEME 2026

The first item on the Agenda was to seek shareholders’ approval for the Proposed Adoption of the UMS Employee Share Option Scheme 2026, details of which were set out in the Circular.

The Chairman informed the Meeting that pursuant to Rule 859 of the Listing Manual of the Singapore Exchange Securities Trading Limited, shareholders who are eligible to participate in the scheme must abstain from voting on any resolution relating to the scheme.

Accordingly, all Group Employees (including Group Executive Directors) who are eligible to participate in the UMS Employee Share Option Scheme 2026 and the UMS Performance Share Plan 2026 and who are also Shareholders will abstain from voting at the EGM on Ordinary Resolutions 1, 2 and 3. Such persons also will not accept appointments as proxy to vote on the aforesaid resolutions at the EGM unless specific instructions have been given in the proxy form on how the vote is to be cast.

The Chairman invited shareholders to raise questions on the aforesaid resolution.

Shareholder A enquired whether the UMS Employee Share Option Scheme 2026 applies solely to 2026 or would also extend to subsequent years. Mr Loh Meng Chong, Stanley ("**Mr Loh**") responded that, upon approval by shareholders, the resolution will remain valid for a period of 10 years.

Shareholder A further enquired whether the use of share option as a form of employee retention and motivation is effective, given that any value uplift is borne by shareholders rather than the Company.

Mr Andy Luong ("**Mr Luong**") explained that the primary objective of the scheme is to attract, retain and motivate employees. The programme is intended for employees (excluding the CEO) and is designed to complement existing remuneration tools such as bonuses and salary increments. He added that many companies have adopted share-based incentive plans to remain competitive in attracting talent. In the Malaysian context, where the talent pool is relatively small and employee mobility is high, such incentives are important for retention. The share option scheme is structured with a vesting period, typically over three years, to encourage long-term commitment. Mr Luong further emphasised that participation will be selectively determined to ensure appropriate targeting of key employees, rather than being distributed uniformly across all employees.

Shareholder A sought clarification from Management on the difference between issuing share options at a discount and at market price, noting that both appear to serve the purpose of employee retention. He further commented that, if options are granted at market price and the share price increases over time, employees would still benefit from the upside, with greater rewards for longer tenure, thereby aligning their interests with the Company's long-term performance.

Mr Loh explained that share options granted at a discount are typically subject to a vesting period of approximately three years before they can be exercised. The maximum discount is 20%, and employees will only benefit if the share price increases. If the share price remains unchanged, the maximum gain is limited to the discount. He added that, in practice, most employees are not motivated solely by a fixed return after the vesting period but are more inclined towards participating in the Company's long-term growth and achieving greater upside through share price appreciation.

Throughout the questions and answers session, questions raised by the shareholders of the Company was addressed by the Board of Directors of the Company. There being no further question, the motion:

was proposed by Bustard Vikram Raj and seconded by Teo Peck Ling and put to a poll. The results of Ordinary Resolution 1 taken on a poll, were as follows:

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% 'For'	No. of Ordinary Shares AGAINST	% 'Against'
340,578,522	183,466,467	53.87	157,112,055	46.13

The motion was declared carried.

RESOLVED:-

“THAT:

- (a) the employee share option scheme to be known as the “UMS Employee Share Option Scheme 2026, the details of and rules of which are set out in the Circular and under which Options may be granted to selected Participants, be and is hereby approved and adopted;
- (b) the Directors be and are hereby authorised to:
 - (i) establish and administer the UMS ESOS 2026;
 - (ii) modify and/or amend the UMS ESOS 2026 from time to time, provided that such modification or amendment is effected in accordance with the rules of the UMS ESOS 2026, 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 UMS ESOS 2026;
 - (iii) offer and grant Options in accordance with the rules of the UMS ESOS 2026; and
 - (iv) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) allot, issue and/or deliver from time to time such number of Shares in the capital of the Company as may be required to be allotted, issued and/or delivered pursuant to the exercise of Options granted under the UMS ESOS 2026, provided that the aggregate number of Shares available under the UMS ESOS 2026, when aggregated with (A) the total number of new Shares allotted and issued and/or to be allotted and issued, and issued Shares (including treasury shares) delivered and/or to be delivered, pursuant to Options already granted under the UMS ESOS 2026, and (B) the total number of Shares over which options or awards are granted under any other share option schemes or share plans of the Company, shall not exceed five per cent. (5%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding the Date of Grant of an Option; and
- (c) the Directors and/or any one of them be and are hereby authorised to complete and do all such acts and things (including executing such documents and approving any amendments, alterations or modifications to any documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution.”

2. ORDINARY RESOLUTION 2 – PROPOSED GRANT OF OPTIONS AT A DISCOUNT UNDER THE UMS EMPLOYEE SHARE OPTION SCHEME 2026

The Chairman presented the second item on the agenda, which was to seek shareholders’ approval for the proposed grant of options at a discount under the UMS Employee Share Option Scheme 2026, details of which are set out in the circular.

The Chairman invited shareholders to raise questions on the aforesaid resolution.

There being no question, the motion:

was proposed by Kuo Kar Yan and seconded by Xia Zetao and put to a poll. The results of Ordinary Resolution 2 taken on a poll, were as follows:

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% 'For'	No. of Ordinary Shares AGAINST	% 'Against'
341,128,989	183,882,009	53.90	157,246,980	46.10

The motion was declared carried.

IT WAS RESOLVED THAT, subject to and contingent upon the passing of Ordinary Resolution 1, approval be and is hereby given for Options to be granted under the UMS ESOS 2026 with exercise prices which may, at the discretion of the Committee administering the UMS ESOS 2026, be set at a discount not exceeding twenty per cent. (20%) of the Market Price for the Shares prevailing at the Date of Grant of the relevant Options (such Market Price to be determined in accordance with the rules of the UMS ESOS 2026), provided that such discount does not exceed the relevant limits as may be set by the SGX-ST from time to time.

3. ORDINARY RESOLUTION 3 – PROPOSED ADOPTION OF THE UMS PERFORMANCE SHARE PLAN 2026

The Chairman presented the third item on the agenda, which was to seek shareholders' approval for the proposed adoption of the UMS Performance Share Plan 2026, details of which are set out in the circular.

The Chairman invited shareholders to raise questions on the aforesaid resolution.

There being no question, the motion:

was proposed by Kuo Kar Yan and seconded by Teo Peck Ling and put to a poll. The results of Ordinary Resolution 3 taken on a poll, were as follows:

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% 'For'	No. of Ordinary Shares AGAINST	% 'Against'
340,962,388	321,770,578	94.37	19,191,810	5.63

The motion was declared carried.

RESOLVED:-

“THAT:

- (a) the performance share plan to be known as the “UMS Performance Share Plan 2026” (the “**UMS PSP 2026**”), the details of and rules of which are set out in the Circular and under which Awards may be granted to selected Participants, be and is hereby approved and adopted;
- (b) the Directors be and are hereby authorised to:
 - (i) establish and administer the UMS PSP 2026;
 - (ii) modify and/or amend the UMS PSP 2026 from time to time, provided that such modification or amendment is effected in accordance with the rules of the UMS

PSP 2026, 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 UMS PSP 2026;

- (iii) offer and grant Awards in accordance with the rules of the UMS PSP 2026; and
 - (iv) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) allot, issue and/or deliver from time to time such number of Shares in the capital of the Company as may be required to be allotted, issued and/or delivered pursuant to the vesting of Awards granted under the UMS PSP 2026, provided that the aggregate number of Shares available under the UMS PSP 2026, when aggregated with (A) the total number of new Shares allotted and issued and/or to be allotted and issued, and issued Shares (including treasury shares) delivered and/or to be delivered, pursuant to Awards already granted under the UMS PSP 2026, and (B) the total number of Shares over which options or awards are granted under any other share option schemes or share plans of the Company, shall not exceed five per cent. (5%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding the Date of Grant of an Award; and
- (c) the Directors and/or any one of them be and are hereby authorised to complete and do all such acts and things (including executing such documents and approving any amendments, alterations or modifications to any documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution.”

CONCLUSION

There being no other business, the Chairman declared the Meeting closed at 12.05 p.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

**DATUK PHANG AH TONG
CHAIRMAN**