

QUANTUM HEALTHCARE LIMITED
(Incorporated in Republic of Singapore)
(Company Registration No.: 202218645W)
(the “**Company**”)

MINUTES OF THE FIRST ANNUAL GENERAL MEETING OF THE COMPANY

PLACE	:	Lifelong Learning Institute 11 Eunos Road 8, Room TR1-1 Singapore 408601
DATE	:	Thursday, 27 April 2023
TIME	:	10:00 a.m.
PRESENT	:	<u>Board of Directors</u> Mr. Thomas Tan Gim Chua (Chief Executive Officer and Executive Director) Mr. Ng Boon Eng (Independent Non-Executive Director) Mr. Ng Fook Ai Victor (Independent Non-Executive Director and Chairman) Mr. Eric Sho Kian Hin (Independent Non-Executive Director)
IN ATTENDANCE	:	As per attendance record maintained by the Company.
CHAIRMAN	:	Mr. Ng Fook Ai Victor

1. QUORUM OF MEETING

Mr. Ng Fook Ai Victor, the Independent Non-Executive Director and Chairman of the Company (the “**Chairman**”), welcomed the shareholders of the Company (“**Shareholders**”) to the First Annual General Meeting (“**AGM**” or the “**Meeting**”). The Chairman introduced the Board of Directors (the “**Board**”) who were present at the Meeting. He also introduced Mr. Fu Ching Xiong and Ms. Lee Pih Peng, the Chief Financial Officer of the Company (“**CFO**”) and the Company Secretary respectively who were also present in person at the AGM.

The Chairman proceeded to convene the AGM at 10:02 a.m. after the Company Secretary confirmed the presence of a quorum.

2. NOTICE OF MEETING

The notice convening the AGM dated 12 April 2023 having been published on SGXNET and made available on the Company’s corporate website was, with the concurrence of the Meeting, taken as read.

3. MEETING PROCEEDINGS

The Chairman noted that the Shareholders had been given the opportunity to ask questions in respect of the resolutions tabled at the Meeting prior to the AGM but there are no questions submitted by the Shareholders prior to the Meeting.

The Chairman exercised his discretion as chairman of the Meeting and directed that all resolutions tabled at the Meeting be put to vote by poll, pursuant to Regulation 84(2) of the Constitution of the Company as well as in accordance with Rule 730A of the Catalist Rules of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

S C Teo & Co. was appointed as the scrutineers for the conduct of the voting by poll and Complete Corporate Service Pte Ltd was appointed as the polling agent.

The Chairman informed Shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by some Shareholders and would be voting in accordance with the specific instructions given by such Shareholders.

The Chairman offered Shareholders the opportunity to ask questions in relation to any of the resolutions tabled at the Meeting but there are no questions posted by the Shareholders in relation thereto.

4. ORDINARY RESOLUTION 1: TO RECEIVE AND ADOPT THE DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE INDEPENDENT AUDITOR'S REPORT THEREON

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,830,380 votes (99.97%) casted "FOR" and with 1,422,384 votes (0.03%) casted "AGAINST" the resolution:

"To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2022 together with the Independent Auditor's Report thereon."

5. ORDINARY RESOLUTION 2: RE-ELECTION OF SHO KIAN HIN AS DIRECTOR OF THE COMPANY

It was noted that Sho Kian Hin, if re-elected as a Director of the Company, would remain as an Independent Non-Executive Director of the Company, Chairman of the Audit Committee and a member of the Remuneration Committee. The Board considers Sho Kian Hin independent for the purposes of Rule 704(7) of the Catalist Rules.

There being no questions from the Shareholders, the following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,830,380 votes (99.97%) casted "FOR" and with 1,422,384 votes (0.03%) casted "AGAINST" the resolution:

"To re-elect Sho Kian Hin who was appointed on 30 May 2022 and is retiring pursuant to Article 114 and Article 110 of the Company's constitution ("**Constitution**") as a director of the Company ("**Director**")."

6. ORDINARY RESOLUTION 3: RE-ELECTION OF NG BOON ENG AS DIRECTOR OF THE COMPANY

It was noted that Ng Boon Eng, if re-elected as a Director of the Company, would remain as an Independent Non-Executive Director of the Company, Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees. The Board considers Ng Boon Eng independent for the purposes of Rule 704(7) of the Catalist Rules.

There being no questions from the Shareholders, the following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,830,380 votes (99.97%) casted "FOR" and with 1,422,384 votes (0.03%) casted "AGAINST" the resolution:

"To re-elect Ng Boon Eng who was appointed on 30 May 2022 and is retiring pursuant to Article 114 and Article 110 of the Company's Constitution as a Director of the Company."

7. ORDINARY RESOLUTION 4: RE-ELECTION OF THOMAS TAN GIM CHUA AS DIRECTOR OF THE COMPANY

It was noted that Thomas Tan Gim Chua, if re-elected as a Director of the Company, would remain as an Executive Director and the Chief Executive Officer of the Company and a member of the Nominating Committee.

There being no questions from the Shareholders, the following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,830,380 votes (99.97%) casted "FOR" and with 1,422,384 votes (0.03%) casted "AGAINST" the resolution:

"To re-elect Thomas Tan Gim Chua who was appointed on 30 May 2022 and is retiring pursuant to Article 114 of the Company's Constitution as a Director of the Company."

8. ORDINARY RESOLUTION 5: RE-ELECTION OF NG FOOK AI VICTOR AS DIRECTOR OF THE COMPANY

As Ordinary Resolution 5 is related to the re-election of Ng Fook Ai Victor ("**Mr Ng**"), Mr Ng handed the floor over to Thomas Tan Gim Chua for purposes of such resolution.

It was noted that Ng Fook Ai Victor, if re-elected as a Director of the Company, would remain as an Independent Non-Executive Director, Chairman of the Board, Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees. The Board considers Ng Fook Ai Victor independent for the purposes of Rule 704(7) of the Catalist Rules.

There being no questions from the Shareholders, the following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,830,380 votes (99.97%) casted "FOR" and with 1,422,384 votes (0.03%) casted "AGAINST" the resolution:

"To re-elect Ng Fook Ai Victor who was appointed on 30 May 2022 and is retiring pursuant to Article 114 of the Company's Constitution as a Director of the Company."

9. ORDINARY RESOLUTION 6: TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF S\$145,000 FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2022

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,532,252,764 votes (100.00%) casted "FOR" and with no votes (0.00%) casted "AGAINST" the resolution:

"To approve the payment of Directors' fees of S\$145,000 for the financial year ended on 31 December 2022 (FY2021: US\$146,584 approximately S\$195,177)."

10. ORDINARY RESOLUTION 7: TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF S\$145,000 FOR THE FINANCIAL YEAR ENDING ON 31 DECEMBER 2023 TO BE PAID QUARTERLY IN ARREARS

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,532,252,764 votes (100.00%) casted "FOR" and with no votes (0.00%) casted "AGAINST" the resolution:

"To approve the payment of Directors' fees of S\$145,000 for the financial year ending on 31 December 2023 to be paid quarterly in arrears."

11. ORDINARY RESOLUTION 8: RE-APPOINTMENT OF MOORE STEPHENS LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE DIRECTORS TO FIX THEIR REMUNERATION

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,531,422,704 votes (99.98%) casted "FOR" and with 830,060 votes (0.02%) casted "AGAINST" the resolution:

"To re-appoint Moore Stephens LLP as the Company's Auditors and to authorize the Directors to fix the remuneration."

12. ORDINARY RESOLUTION 9: AUTHORITY TO ALLOT AND ISSUE SHARES

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,531,422,764 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"That pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**") and Rule 806 of the Listing Manual Section B: Rules of Catalyst of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**"), the Directors be empowered to:

- (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (b) 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) options, 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, notwithstanding the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force, provided that:

- (a) the aggregate number of shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred percent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed fifty percent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below) or such other limit as may be prescribed by the Catalyst Rules as at the date this Resolution is passed;
- (b) subject to such calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of any convertible securities;
 - (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalyst Rules; and
 - (iii) any subsequent bonus issue, consolidation or subdivision of Shares;any adjustments in accordance with (i) and (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.
- (c) In exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalyst Rules for the time being in force (unless such compliance is waived by the SGX-ST) and the Constitution of the Company; and

- (d) Unless revoked or varied by the Company in a general meeting, such authority 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."

13. ORDINARY RESOLUTION 10: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER 2014 QTV EMPLOYEE SHARE OPTION SCHEME, QT VASCULAR LTD 2013 SHARE PLAN AND THE TRIREME MEDICAL, LLC 2005 STOCK PLAN (COLLECTIVELY, THE "OPTION SCHEMES")

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,000,380 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"That pursuant to Section 161 of the Companies Act, authority be and is hereby given to the Directors to allot and issue from time to time such number of fully paid-up Shares as may be required to be issued pursuant to the exercise of options granted under the Option Schemes ("**Options**"), such authority (unless revoked or varied by the company in a general meeting) to 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 earlier."

14. ORDINARY RESOLUTION 11: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE QT VASCULAR RESTRICTED SHARE PLAN 2015 (THE "SHARE PLAN")

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,530,000,380 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"THAT the directors of the Company be and are hereby authorised to:

- (a) Grant awards of Shares ("**Awards**") in accordance with the provisions of the Share Plan as from time to time amended, modified or supplemented and approved by shareholders in a general meeting;
- (b) Pursuant to Section 161 of the Companies Act, allot and issue from time to time such number of fully paid-up Shares as may be required to be allotted and issued pursuant to the exercise of the Awards; and
- (c) (notwithstanding the authority conferred by this Resolution may have ceased to be in force), pursuant to Section 161 of the Companies Act, allot and issue fully paid-up Shares pursuant to the exercise of any Award granted by the Directors in accordance with the Share Plan while this Resolution was in force,

such authority to 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."

15. CONCLUSION

There being no other business to transact, the Chairman declared the AGM closed at 10:37 a.m. and thanked everyone for their attendance.

The Chairman stated that the Company will publish the minutes of the AGM on the SGXNET and the Company's website within a month after the AGM.

Confirmed as True Record of Proceedings Held

Mr. Ng Fook Ai Victor
Chairman of the Meeting