MEMIONTEC HOLDINGS LTD.
(the "**Company**", and together with its subsidiaries, the "**Group**")
(Company Registration No. 201305845W)
(Incorporated in the Republic of Singapore)

Minutes of the Extraordinary General Meeting of the Company

Date and Time	**:**	**24 March 2025, Monday, at 3.00 p.m.**
Venue	**:**	**20 Woodlands Link #07-12/13, Singapore 738733**
Present	**:**	**Please refer to Attendance List (enclosed in this set of minutes)**

On behalf of the board of directors (the "**Board**" or "**Directors**") of the Company, Mr Hor Siew Fu (the "**Chairman**"), the Independent Non-Executive Director and Chairman of the Board of the Company, presided over the Extraordinary General Meeting ("**EGM**" or "**Meeting**") and thanked everyone for their participation in the Meeting held at 20 Woodlands Link #07-12/13, Singapore 738733 on 24 March 2025, Monday, at 3.00 p.m.

The Chairman reminded shareholders of the Company ("**Shareholders**") that the Meeting was a private event strictly for Shareholders, the Board, and the invitees, including the key management personnel and continuing sponsor (ZICO Capital Pte. Ltd.). Hence, recording of the Meeting by Shareholders in whatever form was strictly prohibited.

The Chairman proceeded to introduce the members of the Board and Management of the Company who were present the EGM. It was noted that Mr Tay Kiat Seng, Executive Director and Chief Executive Officer of the Company, Ms Soelistyo Dewi Seogiharto, Managing Director of the Company, Mr Yap Chee Wee, Independent Director of the Company, and Mr Ling Chung Yee, Roy, as well as Mr Chua Siong Kiat ("**Mr Chua**"), Chief Financial Officer of the Company were present with the Chairman at the Meeting.

The Chairman informed the Meeting that the Secretary had confirmed that a quorum for the Meeting was present. The Chairman declared the Meeting opened. He informed the Meeting that a copy of the Company's Notice of EGM dated 7 March 2025 ("**Notice of EGM**"), together with the Circular dated 7 March 2025 ("**Circular**"), had been released on the SGXNet and posted on the Company's corporate website on 7 March 2025, and shall be taken as read.

The Meeting was informed that the resolution put forth at the Meeting would be voted on by way of a poll in accordance with Rule 730A(2) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist and Regulation 65 of the Company's Constitution. As set out in the Notice of EGM, voting at the Meeting could be live or by proxy. The Chairman informed the Meeting that certain Shareholders have appointed the Chairman of the Meeting as their proxy to vote on their behalf, and he would be exercising his right as the Chairman of the Meeting to vote on their behalf as their proxies in accordance with their instructions, and accordingly, all the ordinary resolutions put to vote at the EGM were deemed to be proposed and seconded.

The Chairman informed the Meeting that the Company had appointed Boardroom Corporate & Advisory Services Pte. Ltd. as polling agent and Reliance 3P Advisory Pte. Ltd. as scrutineer for the poll. They would assist the Company with the verification and counting of the votes, and the tabling of the voting results.

As set out in the Notice of EGM, Shareholders who had any questions in relation to any item of the agenda of the EGM were to send their questions in advance to the Company by 3.00 p.m. on 15 March 2025. The Chairman informed that the Company had not received any questions from Shareholders. Nevertheless, the Chairman informed that Shareholders will have the opportunity to ask questions during the course of this Meeting.

Reliance 3P Advisory Pte. Ltd. took the Shareholders through the housekeeping rules for the questions and answers session and poll voting process.

The Chairman then invited Shareholders to raise questions in relation to the agenda to be transacted at the EGM, and informed the Meeting that voting will take place after the resolution had been presented.

Only substantial and relevant questions relating to the agenda of the Meeting raised by the Shareholders are recorded in these minutes. The responses provided by the Directors and the Management to the said questions were as follows:

Question 1 – What is the purpose of the Proposed Rights cum Warrants Issue? (Chang Han Seng, Shareholder)

The Chairman responded that the purpose of the Proposed Rights cum Warrants Issue is to raise funds for the Company. This would be done by issuing shares pursuant to the Proposed Rights cum Warrants Issue, to raise more capital for the Company.

Question 2 – How is the business of the Company doing at the moment? (Chang Han Seng, Shareholder)

The Chairman responded that the Company is not in the position to comment on the status of its business at this juncture as the agenda for the Meeting relates to the Proposed Rights cum Warrants Issue. Mr Chua further stated that such questions could be raised at the upcoming Annual General Meeting of the Company, which will be held in April 2025.

There being no further questions from Shareholders, the Chairman proceeded with the agenda to be transacted at the Meeting.

Agenda 1, Ordinary Resolution – Proposed Rights cum Warrants Issue

The Chairman informed the Meeting that this agenda item was to seek Shareholders' approval for the Proposed Rights cum Warrants Issue. The full text of the Proposed Rights cum Warrants Issue was set out in the Circular which was released on the SGXNet and the

Company's corporate website on 7 March 2025. The Circular was taken by the Chairman as read.

The following motion was put forth to the members for voting:

"That a renounceable non-underwritten rights cum warrants issue (the "**Rights cum Warrants Issue**") of up to 1,145,336,400 new ordinary shares of the Company comprising the renounceable non-underwritten rights cum warrants issue of up to 440,514,000 rights shares (the "**Rights Shares**") at an issue price of S$0.009 (the "**Issue Price**") for each Rights Share, with up to 704,822,400 free detachable Warrants (the "**Warrants**") with each Warrant carrying the right to subscribe for one (1) new ordinary share in the capital of the Company (the "**New Share**") at the exercise price of S$0.003 per New Share (the "**Exercise Price**"), on the basis of two (2) Rights Shares for every three (3) existing ordinary Shares in the capital of the Company held by Shareholders as at a time and date to be determined by the Directors for the purpose of determining the Shareholders' entitlements under the Rights cum Warrants Issue (the "**Record Date**"), and eight (8) Warrants for every five (5) Rights Shares subscribed, fractional entitlements to be disregarded, be and is hereby approved and authority be and is hereby given to the Directors or any of them to:

(a) create and issue:

(i) up to 440,514,000 Rights Shares with 704,822,400 Warrants at the Issue Price of S$0.009 per Rights Share with Warrant;

(ii) up to 704,822,400 Warrants in registered form, each Warrant to entitle the holder thereof to subscribe for one (1) New Share at the Exercise Price of S$0.003 for each New Share at any time during the period commencing on the date of issue of the Warrant and expiring at 5.00 p.m. on the date immediately preceding 36 months from the date of issue of the Warrants, subject to the terms and conditions of the Warrants to be set out in the Deed Poll to be executed by the Company on such terms and conditions as the Directors may think fit; and

(iii) such further Warrants as may be required or permitted to be issued in accordance with the terms and conditions of the Deed Poll (any such Warrants to rank *pari passu* with the Warrants and for all purposes to form part of the same series, save as may otherwise be provided the terms and conditions of the Deed Poll);

(b) allot and issue, notwithstanding that the issue thereof may take place after the next or any ensuing annual or other general meeting of the Company:

(i) up to 704,822,400 New Shares on the exercise of the Warrants, subject to and otherwise in accordance with the terms and conditions of the Deed Poll, such New Shares (when issued and paid) to rank *pari passu* in all respects with the then existing Shares of the Company (save as may otherwise be provided in the terms and conditions of the Deed Poll) save for any dividends, rights, allotments or other distributions the record date for which falls before the date of issue of the New Shares; and

(ii) on the same basis as paragraph (b)(i) above, such further New Shares as may be required to be allotted and issued on the exercise for any of the Warrants referred to in paragraph (a)(iii) above.

(c) effect the Rights cum Warrants Issue on the terms and conditions set out below and/or otherwise on such terms and conditions as the Directors may think fit:

(i) the provisional allotments of the Rights Shares with Warrants under the Rights cum Warrants Issue shall be made on renounceable basis to the Shareholders whose names appear in the Register of Members of the Company or the records of CDP as at the Record Date with registered address in Singapore or who have, at least three (3) Market Days prior to the Record Date, provided to the CDP or the Company, as the case may be, addresses in Singapore for the service of notices and documents, on the basis of two (2) Rights Shares with Warrants for every three (3) existing Shares held by the Shareholders as at the Record Date;

(ii) no provisional allotment of Rights Shares with Warrants shall be made in favour of Foreign Shareholders;

(iii) the entitlements to Rights Shares with Warrants which would otherwise accrue to the Foreign Shareholders or Shareholders who are restricted or prohibited by the laws of the jurisdiction in which they are located or resident from participating in the Rights cum Warrants Issue, may be disposed of, or dealt with, by the Company in such manner and on such terms and conditions as the Directors shall deem fit for the purpose of renouncing the provisional allotment, relating thereto to purchasers thereof and to pool and thereafter distribute the net proceeds, if any, thereof (after deducting all expenses) will be dealt with in accordance with the terms set out in the Offer Information Statement to be issued by the Company for the Rights cum Warrants Issue;

(iv) the entitlements to Rights Shares with Warrants not taken up or allotted for any reason (other than allotments to Foreign Shareholders referred to above) shall be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company;

(v) fractional entitlements to the Rights Shares with Warrants shall be aggregated and used with the provisional allotment of the Rights Shares with Warrants which are not taken up or allotted for any reason to satisfy Excess Applications for the Rights Shares with Warrants (if any) or disposed of or otherwise dealt with in such manner as the Directors may in their absolute discretion deem fit for the benefit of the Company; and

(vi) the Rights Shares with Warrants and/or the New Shares when issued and fully paid up will rank *pari passu* in all respect with the then existing Shares save for any dividends, rights, allotments or other distributions, the record date for which falls before the date of the issue of the Rights Shares with Warrants and/or the New Shares; and

(d) take such steps, enter into all such transactions, arrangements and agreements and execute all such documents as may be advisable, necessary or expedient for the purposes of giving effect to the Rights cum Warrants Issue (including fixing the Record Date), with full power to assent to any condition, amendment, alteration, modification or variation as may be required by the relevant authorities or as such the Directors or any of them may deem fit or expedient or to give effect to this Ordinary Resolution or the transactions contemplated pursuant to or in connection with the Rights cum Warrants Issue."

VOTING

The Chairman informed Shareholders to proceed to cast their votes for the Ordinary Resolution.

As there were no more poll voting papers for submission, the Chairman declared that polling had closed and the Scrutineers would be counting the votes.

DECLARATION OF POLL RESULTS

The Chairman proceeded to declare the poll results which had been counted by the Polling Agent and verified by the Scrutineer, and he declared the motions for the Ordinary Resolution carried.

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of the total number of votes for and against the resolution	Number of Shares	As a percentage of the total number of votes for and against the resolution
Ordinary Resolution: Proposed Rights cum Warrants Issue	568,710,950	539,013,450	94.78%	29,697,500	5.22%

CLOSE OF MEETING

The Chairman informed that the minutes of the EGM would be published on SGXNet and the Company's corporate website within one (1) month after the conclusion of the EGM.

The Chairman thanked the Shareholders for their attendance and declared the Meeting closed at 3.35 p.m.

Confirmed as a correct record of proceedings,

Hor Siew Fu
Chairman

ATTENDANCE LIST

Board of Directors

Mr Hor Siew Fu	-	Independent Non-Executive Chairman
Mr Tay Kiat Seng	-	Executive Director and Chief Executive Officer
Ms Soelistyo Dewi Soegiharto	-	Managing Director
Mr Yap Chee Wee	-	Independent Director
Mr Ling Chung Yee, Roy	-	Independent Director

Management

Mr Chua Siong Kiat	-	Chief Financial Officer

Professionals

Continuing Sponsor	-	ZICO Capital Pte. Ltd.
Company Secretary	-	Gn Jong Yuh Gwendolyn, Shook Lin & Bok LLP
Share Registrar and Polling Agent	-	Boardroom Corporate & Advisory Services Pte. Ltd.
Scrutineer	-	Reliance 3P Advisory Pte. Ltd.

Shareholders

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the names of the Shareholders who participated in the EGM will not be published in this set of minutes.