

INTERRA RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 197300166Z)

MINUTES OF THE ANNUAL GENERAL MEETING OF INTERRA RESOURCES LIMITED (THE “COMPANY”) HELD ON THE 21ST DAY OF APRIL 2023 AT 10:00 A.M. VIA ELECTRONIC MEANS

ATTENDANCE LIST ATTACHED.

1. CHAIRMAN

- 1.1. Mr. Marcel Tjia (the “**Chairman**”) took the Chair and declared the Annual General Meeting (the “**Meeting**”) open.

2. QUORUM AND INTRODUCTION

- 2.1. The Company had verified that a quorum was present for the Meeting.
- 2.2. On behalf of the Board of Directors, the Chairman extended a warm welcome to the persons attending the Meeting by audio-visual webcast and audio-only means.
- 2.3. The Chairman informed the Meeting that the Company had published an announcement dated 20 April 2023, on SGXNet and the Company’s website, containing the responses to the substantial and relevant questions (in relation to the resolutions) that were submitted in advance of the Meeting by 10:00 a.m. on 18 April 2023. The Chairman then informed the Meeting that the Company has not received further questions from shareholders after the deadline, and shareholders or appointed proxies who were accessing the Meeting proceedings via the audio-visual webcast platform may ask questions relating to the resolutions live through the “Ask a Question” function on the platform. Substantial and relevant questions would be addressed during the “Q&A” session after the resolutions have been read.
- 2.4. The Chairman then informed the Meeting that voting would be conducted by poll via electronic means and shareholders or their duly appointed proxies who were accessing the Meeting via the live webcast could cast their votes live at the Meeting. The Chairman informed the Meeting that in his capacity as the Chairman of the Meeting, he had been appointed as a proxy by a number of shareholders and he would be voting in accordance with the specific instructions of these shareholders.
- 2.5. T S Tay Public Accounting Corporation was the appointed scrutineer (the “**Scrutineer**”) for the Meeting. The Chairman informed the Meeting that proxy forms submitted by the submission deadline had been supervised and verified by the Scrutineer, and the Scrutineer will also verify the votes cast by shareholders live during the Meeting.

3. NOTICE

- 3.1. The Chairman informed the shareholders that the notice of this Annual General Meeting dated 6 April 2023 was released on SGXNet and the Company’s corporate website together with the Annual Report 2022 on the same date in line with the COVID-19 Order. The notice was taken as read. The Chairman then proceeded to introduce the ordinary business to be transacted at the Meeting.

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE DIRECTORS’ STATEMENT AND THE AUDITOR’S REPORT THEREON (RESOLUTION 1)

- 4.1. The audited financial statements for the financial year ended 31 December 2022 together with the Directors’ Statement and the Auditor’s Report was taken as read.
- 4.2. The Chairman proposed the following Ordinary Resolution 1:

"That the audited financial statements for the financial year ended 31 December 2022 together with the Directors' Statement and the Auditor's Report thereon be and are hereby received and adopted."

5. RE-ELECTION OF MR. LOW SIEW SIE BOB (RESOLUTION 2)

5.1. The Chairman informed the shareholders that Ordinary Resolution 2 relates to the re-election of Mr. Low Siew Sie Bob, who is retiring by rotation pursuant to Regulation 100 of the Company's Constitution. The Chairman informed the shareholders that Mr. Low, if re-elected, will remain Lead Independent Director of the Company.

5.2. The Chairman proposed the following Ordinary Resolution 2:

"That Mr. Low Siew Sie Bob be and is hereby re-elected as a Director of the Company."

6. RETIREMENT OF MR. ALLAN CHARLES BUCKLER

6.1. The Chairman informed the shareholders that Mr. Allan Charles Buckler was retiring by rotation pursuant to Regulation 100 of the Company's Constitution, and will not be seeking re-election.

6.2. On behalf of the Board, the Chairman thanked Mr. Allan Charles Buckler for his invaluable contributions during his tenure as Director of the Company.

7. ELECTION OF MS. LOO HWEE FANG (RESOLUTION 3)

7.1. The Chairman informed the shareholders that Ordinary Resolution 3 relates to the election of Ms. Loo Hwee Fang, who will cease to hold office under Regulation 106 of the Constitution of the Company. The Chairman informed the shareholders that Ms. Loo, if elected, will remain an Independent Director of the Company.

7.2. The Chairman proposed the following Ordinary Resolution 3:

"That Ms. Loo Hwee Fang be and is hereby elected as a Director of the Company."

8. RE-APPOINTMENT OF AUDITOR (RESOLUTION 4)

8.1. The Chairman proposed the following Ordinary Resolution 4:

"That CLA Global TS Accounting Corporation, be and are hereby re-appointed as the Auditor of the Company for the ensuing year and the Directors be authorised to fix the remuneration of the Auditor."

9. SPECIAL BUSINESS

9.1. The Chairman proceeded to the special business of the Meeting.

10. AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT AND THE SGX-ST LISTING RULES (SHARE ISSUE MANDATE) (RESOLUTION 5)

10.1. Ordinary Resolution 5 was taken as read.

10.2. The Chairman proposed the following Ordinary Resolution 5:

"That pursuant to Section 161 of the Companies Act 1967 (the "**CA**") and Rule 806 of the Listing Manual (the "**Listing Manual**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), the Directors be authorised and empowered to:

- (a) (i) issue shares in 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) 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

- (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 to be issued pursuant to this Resolution (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) shall not exceed 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 to be issued other than on a pro-rata basis to shareholders of the Company shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company;
- (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 (excluding treasury shares and subsidiary holdings) 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:
 - (A) new shares arising from the conversion or exercise of any convertible securities;
 - (B) new shares arising from exercising share options or vesting of share awards; and
 - (C) any subsequent bonus issue, consolidation or subdivision of shares;
 adjustments in accordance with (A) or (B) above 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 this Resolution is passed.
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) such authority shall continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier.”

11. **AUTHORITY TO ALLOT AND ISSUE SHARES AS MAY BE REQUIRED TO BE ISSUED PURSUANT TO THE EXERCISE OF THE OPTIONS UNDER THE INTERRA SHARE OPTION PLAN 2017 (RESOLUTION 6)**

11.1. Ordinary Resolution 6 was taken as read.

11.2. The Chairman proposed the following Ordinary Resolution 6:

“That pursuant to Section 161 of the CA, authority be and is hereby given to the Directors, to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the Interra Share Option Plan 2017 (the “**ISOP 2017**”), provided always that the aggregate number of shares issued and

to be issued pursuant to the ISOP 2017 shall not exceed 15% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at any time and from time to time.”

12. QUESTIONS AND ANSWERS

- 12.1. The Chairman proceeded with the Q&A session. The Chairman noted that there were no questions received during the Meeting from the shareholders or appointed proxies who were accessing the Meeting proceedings via the live webcast.

13. VOTING RESULTS

- 13.1. The Chairman announced that the shareholders or appointed proxies who were accessing the Meeting proceedings via the live webcast would have an additional 5 minutes to conclude their poll voting. At the end of this voting period, the Chairman declared the voting closed.
- 13.2. The Chairman presented the results of the voting by poll for the resolutions tabled at the Meeting, and declared all resolutions tabled at the Meeting carried. The results were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Resolution 1</u> Adoption of audited financial statements for the financial year ended 31 December 2022	202,660,527	198,930,047	98.16%	3,730,480	1.84%
<u>Resolution 2</u> Re-election of Mr Low Siew Sie Bob as a Director	202,660,527	198,930,047	98.16%	3,730,480	1.84%
<u>Resolution 3</u> Election of Ms Loo Hwee Fang as a Director	202,660,527	198,930,047	98.16%	3,730,480	1.84%
<u>Resolution 4</u> Re-appointment of CLA Global TS Public Accounting Corporation as the Auditor	202,660,527	198,930,047	98.16%	3,730,480	1.84%
<u>Resolution 5</u> Authority to issue shares pursuant to the general mandate	202,660,527	198,930,047	98.16%	3,730,480	1.84%

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Resolution 6</u> Authority to allot and issue shares pursuant to the ISOP 2017	202,660,527	198,930,047	98.16%	3,730,480	1.84%

14. ANY OTHER BUSINESS

14.1. No other business arising as ordinary or routine business was transacted.

15. CLOSE

15.1. There being no further business, the Meeting closed at 10:35 a.m..

Confirmed by



MARCEL TJIA
CHAIRMAN OF THE MEETING

Attachment**Attendance****PRESENT**

BOARD OF DIRECTORS	:	Mr. Marcel Tjia	Executive Director & CEO
		Mr. Zhang Jing	Non-Executive Director
		Mr. Bob Low	Lead Independent Director
		Ms. Loo Hwee Fang	Independent Director
		Ms. Lany Wong	Alternate Director to Mr. Edwin Soeryadjaya
INDEPENDENT AUDITOR	:	Ms. Christine Lee	CLA Global TS Public Accounting Corporation
		Mr. Deon Yeong	CLA Global TS Public Accounting Corporation
COMPANY SECRETARY	:	Ms. Megan Ho	Lee & Lee
SHARE REGISTRAR	:	Ms. Corin Fok	M&C Services Private Limited
		Ms. May Wee	M&C Services Private Limited
SCRUTINEER	:	Mr. Soon Leong	T S Tay Public Accounting Corporation
BY INVITATION	:	Mr. Foo Say Tain	Interra Resources Limited
		Ms. Lydia Lim	Interra Resources Limited
		Ms. Choo Wei Ling	Interra Resources Limited
		Ms. Andrea Choo	Interra Resources Limited

SHAREHOLDERS PRESENT VIA LIVE WEBCAST OR AUDIO BROADCAST ARE SET OUT IN ATTENDANCE RECORDS MAINTAINED BY THE COMPANY.