



KTMG LIMITED

(Co. Reg. No.197401961C)
(Incorporated in the Republic of Singapore)

MINUTES OF ANNUAL GENERAL MEETING (“AGM”)

PLACE	: Imagination Room, Level 5, National Library Singapore, 100 Victoria St, Singapore 188064.
DATE	: Wednesday, 29 April 2026
TIME	: 10.30 a.m.
PRESENT	Directors 1. Mr Lim Siau Hing @ Lim Kim Hoe – Executive Chairman 2. Mr Damien Lim Vhe Kai – Executive Director and Chief Executive Officer (the “ CEO ”) 3. Mr Koh Boon Huat – Lead Independent Non-Executive Director 4. Mr Lau Ping – Independent Non-Executive Director Key Executives 1. Mr Chew Chong Kiat – Chief Operating Officer 2. Mr Bong Wee Khong – Chief Financial Officer (the “ CFO ”) Absent with Apologies Mr Ooi Jit Huat – Independent Non-Executive Director
SHAREHOLDERS AND ATTENDEES	: As per attendance list maintained by the Company

PERSONAL DATA PRIVACY

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of the Personal Data Protection Act 2012, the names of the shareholders and proxies present at the meeting will not be published in these minutes.

CHAIRMAN OF MEETING

Mr Damien Lim Vhe Kai was nominated and presided as Chairman of the meeting (the “**Chairman of Meeting**”) on behalf of the Executive Chairman.

QUORUM

A quorum being present, the Chairman of Meeting called the meeting to order at 10.30 a.m.

NOTICE

The notice convening the meeting, having been circulated to shareholders for the requisite period was taken as read.

The Chairman of Meeting informed that all the proposed resolutions as set out in the notice of the meeting would be voted by way of poll. To facilitate a smoother conduct of the meeting proceedings, polling would be conducted after all the proposed resolutions had been formally tabled at the meeting.

Tricor Barbinder Share Registration Services Pte. Ltd. has been appointed as poll counting agent and Entrust Advisory Pte. Ltd. has been appointed as the independent scrutineers to verify the votes cast by shareholders at the meeting.

WRITTEN QUESTION AHEAD OF MEETING

It was noted that the Management had not received any questions from shareholders relating to any of the proposed resolutions ahead of the meeting.

PRESENTATION BY CEO & CFO

The CEO and the CFO of the Company provided the shareholders a presentation on the Company's overview, financial highlights for the financial year ended 31 December 2025 ("FY2025") as well as the Company's business outlook and strategy going forward at the meeting.

The presentation slides had been released on SGXNET on 29 April 2026.

After the financial and business presentation, the Chairman of Meeting proceeded to open the floor for questions from shareholders on the respective proposed resolutions.

QUESTIONS RECEIVED DURING MEETING

A shareholder thanked management for the presentation provided but requested management to share more on how the proposed short-term, mid-term and long terms strategies as presented would impact the Company's business and operation performance going forward.

In response, the CEO apprised that for short-term strategies, focus will be on improving capacity utilisation and optimising operational efficiency as demand has been gradually decreasing. This will be followed by a mid-term strategy of prioritising the manufacture and re-deployment resources towards higher-margin products and higher value add activities, such as research, design and distribution with stronger growth potential. As for the long-term strategy, the Company is in process of pursuing licensing opportunities with reputable heritage brands to broaden the Company's market presence in the US and Canada and to enhance margin and for sustainable growth.

There being no further questions from the floor, the Chairman of Meeting proceeded with the formal proceedings and put the following proposed ordinary resolutions for vote.

ORDINARY BUSINESS

ORDINARY RESOLUTION 1 - ADOPTION OF THE DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS

The Chairman of Meeting put the following resolution on the table and proposed:

"That the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2025 and the Auditors' Report thereon be received and adopted."

ORDINARY RESOLUTION 2 - RE-ELECTION OF MR LIM SIAU HING @ LIM KIM HOE

The Chairman of Meeting put the following resolution on the table and proposed:

"That Mr Lim Siau Hing @ Lim Kim Hoe, who retired pursuant to Regulations 118 and 119 of the Company's Constitution, be re-elected as Director of the Company"

ORDINARY RESOLUTION 3 - RE-ELECTION OF MR LAU PING

The Chairman of Meeting put the following resolution on the table and proposed:

"That Mr Lau Ping, who retired pursuant to Regulations 118 and 119 of the Company's Constitution, be re-elected as Director of the Company"

ORDINARY RESOLUTION 4 – PAYMENT OF DIRECTORS' FEES

The Chairman of Meeting put the following resolution on the table and proposed:

"That the payment of Directors' Fees of S\$85,000 for the financial year ended 31 December 2025 be approved."

ORDINARY RESOLUTION 5 - RE-APPOINTMENT OF FOO KON TAN LLP AS AUDITORS

The Chairman of Meeting put the following resolution on the table and proposed:

"That Messrs Foo Kon Tan LLP be re-appointed as Auditors of the Company for the financial year ending 31 December 2026 and that the Directors be authorised to fix their remuneration"

After formally tabling all the proposed resolutions under the ordinary business section, the Chairman of Meeting proceeded to table the following proposed resolutions under special business.

SPECIAL BUSINESS

ORDINARY RESOLUTION 6 - RENEWAL OF SHARE ISSUE MANDATE

The Chairman of Meeting moved on to Resolution 6 which was to seek shareholders' approval for granting of authority to the Directors to allot and issue shares in the capital of the Company pursuant to Section 161 of the Companies Act 1967 and subject to Rule 806 of the Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The full text of the proposed resolution was as set out in the notice of the meeting.

Upon being proposed by the Chairman of Meeting, the following motion was put to vote by poll:

"That pursuant to Section 161 of the Companies Act 1967 and subject to Rule 806 of the Rules of Catalist of the SGX-ST, authority be and is hereby given to the Directors of the Company to:

- (a) (i) allot and 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 or convertible securities (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;

- (b) (notwithstanding that 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 Resolutions was in force, provided always that:

- (i) the aggregate number of Shares and convertible securities to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 100% 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 (ii) below), and provided further that where shareholders of the Company ("**Shareholders**") are not given the opportunity to participate in the same on a pro-rata basis, then the Shares and convertible securities to be issued under such circumstances 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 (ii) below);
- (ii) (subject to the 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 (i) above, the percentage of the issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time of passing of this Resolution, after adjusting for:
- (1) new Shares arising from the conversion or exercise of convertible securities;
 - (2) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Rules of Catalist of the SGX-ST; and
 - (3) any subsequent bonus issue, consolidation or subdivision of Shares;
- Adjustments in accordance with (1) and (2) 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;
- (iii) in exercising the authority conferred by this Resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Rules of Catalist of the SGX-ST for the time being in force (in each case, unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and otherwise, and the Constitution of the Company for the time being; and
- (iv) such authority shall, unless revoked or varied by the Company at a general meeting, 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."

After having tabled all the proposed resolutions, the meeting paused at 10.55 a.m. and the counting and verification of the votes were conducted.

The meeting was resumed at 11.05 a.m., and the Scrutineers duly presented the results of the poll to the Chairman of Meeting as follows:

RESULTS OF THE POLL

ORDINARY RESOLUTIONS:

RESOLUTION 1		<u>No. of Shares</u>	<u>Percentage</u>
		138,407,380	100.00%
	FOR		
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,380	100.00%

<u>No. of Shares</u>	<u>Percentage</u>
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RESOLUTION 2	FOR	138,407,380	100.00%
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,380	100.00%
RESOLUTION 3		<u>No. of Shares</u>	<u>Percentage</u>
	FOR	138,407,380	100.00%
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,380	100.00%
RESOLUTION 4		<u>No. of Shares</u>	<u>Percentage</u>
	FOR	138,407,380	100.00%
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,380	100.00%
RESOLUTION 5		<u>No. of Shares</u>	<u>Percentage</u>
	FOR	138,407,380	100.00%
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,380	100.00%
RESOLUTION 6		<u>No. of Shares</u>	<u>Percentage</u>
	FOR	138,407,280	100.00%
	AGAINST	0	0.00%
	TOTAL NO. OF VALID VOTES	138,407,280	100.00%

Based on the verified results of the poll presented, the Chairman of Meeting declared that all the above resolutions carried.

There being no further business, Chairman of Meeting thanked all for their participation and declared the meeting closed at 11.06 a.m.

Signed as a correct record of the proceedings,

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Damien Lim Vhe Kai

Chairman of Meeting

Date: 29 May 2026

This announcement has been reviewed by the Company's sponsor SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Ms. Audrey Mok (Tel: (65) 6232 3210) at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.