

LUMINOR FINANCIAL HOLDINGS LIMITED
(the "Company")
(Registration Number 201131382E)
(Incorporated in the Republic of Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : The Extraordinary General Meeting of the Company was held by way of electronic means
DATE : Wednesday, 27 April 2022
TIME : 11.05 a.m.

All capitalised terms used and not defined herein shall have the same meanings given to them in the circular to shareholders of the Company dated 12 April 2022 unless otherwise expressly stated or the context otherwise requires.

1. CHAIRMAN

Mr Foong Daw Ching (the "**Chairman**"), the Independent Non-Executive Director and Chairman, welcomed and thanked members for taking their time to watch the proceedings of the Extraordinary General Meeting (the "**Meeting**" or "**EGM**") of the Company.

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 11.05 a.m..

3. NOTICE

The notice of Meeting dated 12 April 2022 (the "**Notice**"), having been previously made available to the members on the SGXNet and the Company's website, was taken as read.

4. QUESTIONS FROM MEMBERS

The Chairman informed that the Company did not receive any questions from members relating to the items on the agenda of the EGM prior to the Meeting. He then invited members who were watching the EGM proceedings to submit their questions through the live chat function. No questions were submitted by the members present.

5. POLL VOTING

There being no question from the members present, the Chairman informed the Meeting that in accordance with Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited, all motions tabled at the EGM would be voted on by way of a poll pursuant to Regulation 58 of the Company's Constitution. All the motions would require a simple majority of votes for them to be carried.

The Chairman directed that members present may proceed to cast their votes after each resolution had been formally proposed and seconded.

6. ORDINARY RESOLUTION 1: PROPOSED ACQUISITION OF UP TO 100% OF THE TOTAL ISSUED AND PAID-UP CAPITAL OF FUNDED HERE PTE. LTD.

The Chairman presented the first item on the agenda which was to seek members' approval for the proposed acquisition of up to 100% of the total issued and paid-up capital of Funded Here Pte. Ltd.. The proposed Ordinary Resolution 1 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

“That, contingent upon the passing of Ordinary Resolution 2:

- (a) pursuant to Chapter 10 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**Catalist Rules**”), approval be and is hereby given for the Proposed FH Acquisition on the terms and subject to the conditions set out in the sale and purchase agreement dated 11 February 2022 entered into between the Company, Siaw Ten Ten, Tee Tsun Chiek and Ngiam Heng Jun Wendy (as the Court-appointed Deputy appointed to act for and on behalf of Lin Wei, Daniel) in relation to the Proposed FH Acquisition (“**FH SPA**”), particulars of which are set out in the Circular;
- (b) the directors of the Company (“**Directors**”) and each of them be and are hereby authorised to take such steps, make such amendments to the terms and conditions of the FH SPA (provided that the amendments are not material) and exercise such discretion as they or he may from time to time deem fit, advisable, desirable, expedient or necessary in connection with all or any of the above matters; and
- (c) the Directors or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed FH Acquisition and matters contemplated by this Ordinary Resolution 1.”

The motion was duly seconded by a member.

7. ORDINARY RESOLUTION 2: PROPOSED ALLOTMENT AND ISSUE OF UP TO 13,524,050 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT THE ISSUE PRICE OF S\$0.30 PER FH CONSIDERATION SHARE IN SATISFACTION OF THE PURCHASE CONSIDERATION FOR THE PROPOSED FH ACQUISITION

The Chairman presented the second item on the agenda which was to seek members’ approval for the proposed allotment and issue of up to 13,524,050 new ordinary shares in the capital of the Company at the issue price of S\$0.30 each in satisfaction of the purchase consideration for the Proposed FH Acquisition. The proposed Ordinary Resolution 2 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

“That, contingent upon the passing of Ordinary Resolution 1:

- (a) approval be and is hereby given to the Directors for the purposes of Rule 805 of the Catalist Rules and Section 161 of the Companies Act 1967 of Singapore to allot and issue up to 13,524,050 FH Consideration Shares at the issue price of S\$0.30 per FH Consideration Share in satisfaction of the purchase consideration for the Proposed FH Acquisition; and
- (b) the Directors or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Issue of FH Consideration Shares and matters contemplated by this Ordinary Resolution 2.”

The motion was duly seconded by a member.

8. POLL RESULTS

The Chairman informed that B.A.C.S. Private Limited was appointed as polling agent and Finova BPO Pte. Ltd. was appointed as scrutineer for the poll. The Meeting proceeded to vote on the resolutions.

The Chairman announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 1	58,115,055	100%	0	0%
Resolution 2	58,115,055	100%	0	0%

The Chairman declared all the motions carried.

9. END OF MEETING

The Chairman declared the Meeting closed at 11.20 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

Foong Daw Ching
Chairman