

WATCHES.COM LIMITED

(Company Registration Number 199904281D)
(Incorporated in Republic of Singapore)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

Date	:	Friday, 3 March 2023
Time	:	12.00 p.m.
Place	:	Electronic Means
Present	:	As per the Attendance List maintained by the Company
Chairman	:	Mr Chay Yiowmin

INTRODUCTION

Mr Chay Yiowmin, the Independent Non-Executive Chairman and Independent Non-Executive Director (“the **Chairman**”), welcomed the shareholders to the Extraordinary General Meeting (“**EGM**” or the “**Meeting**”) of the Company.

The Chairman introduced the Board of Directors via virtual means, namely, the Executive Directors, Mr Christian Kwok-Leun Heilesen and Mr Han Meng Siew, and the Independent Non-Executive Directors, Mr Leung Kwok Kuen Jacob, Ms Zhou Jia Lin, Mr Leung Yu Tung Stanley and Mr Tao Yeoh Chi.

CONDUCT OF EGM

Pursuant to COVID 19 (Temporary Measures) (Alternative Arrangements for Meeting) Orders (“**Order**”), the EGM will be held and convened by way of electronic means.

QUORUM

The Chairman stated that he had received confirmation from the Share Registrar, KCK CorpServe Pte. Ltd., that there was a sufficient number of authenticated shareholders who attended the Meeting by electronic means, and as such, a quorum was present.

VOTING BY PROXY

The Chairman stated that in accordance with Regulation 79 of the Company’s Constitution, the proposed resolutions put to vote at the Meeting were decided on a poll.

The Chairman stated that as the Chairman of the Meeting, he was appointed as proxy by some shareholders to vote in accordance with their instructions on their behalf prior to the Meeting. As such, all resolutions in the EGM were deemed proposed and seconded.

The Chairman stated that the Proxy Forms lodged have been checked by the Company’s Scrutineers, Agile 8 Solutions Pte. Ltd., and were found to be in order.

WATCHES.COM LIMITED

- Minutes of Extraordinary General Meeting

Page | 2

CIRCULAR TO SHAREHOLDERS

The Chairman stated that the Circular to Shareholders and the Notice of the Meeting have been circulated to the shareholders via publication on SGXNET and the Company's website.

The Chairman suggested that the Notice convening the Meeting be taken as read.

COMMENTS, QUERIES AND QUESTIONS FROM SHAREHOLDERS

The Chairman stated that shareholders have been given the opportunity to submit comments, queries and/or questions by 12.00 p.m. on Friday, 17 February 2023. The Chairman stated that the Company did not receive comments, queries and/or questions in relation to the resolutions in the EGM before the stated deadline. There were also no questions asked by the shareholders during the live Q&A session in the EGM.

ORDINARY BUSINESS

1. SPECIAL RESOLUTION: THE PROPOSED CHANGE OF NAME OF THE COMPANY

The Meeting proceeded to approve Special Resolution in relation to the proposed change of name of the Company ("**Proposed Change of Name of Company**")

The Chairman stated that the text of the resolution is set out in the Notice of EGM found in the Company's circular dated 9 February 2023.

The motion was put to a vote by way of a poll.

There are 42,906,099 shares voting "FOR" the motion representing 99.87% and 55,000 shares voting "AGAINST" the motion representing 0.13% and no shares abstained from voting on the motion. Accordingly, the Chairman declared the Special Resolution carried by a majority vote.

"That:

- (a) the Proposed Change of Name of the Company be and is hereby approved."

WATCHES.COM LIMITED

- Minutes of Extraordinary General Meeting

Page | 3

2. ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS

The Chairman stated that the second item on the agenda is to approve Ordinary Resolution in relation to the proposed change of auditors ("**Proposed Change of Auditors**").

The Chairman stated that the text of the resolution is set out in the Notice of EGM found in the Company's circular dated 9 February 2023.

The motion was put to a vote by way of a poll.

There are 42,906,099 shares voting "FOR" the motion representing 99.87% and 55,000 shares voting "AGAINST" the motion representing 0.13% and no shares abstained from voting on the motion. Accordingly, the Chairman declared the Ordinary Resolution carried by a majority vote.

"That:

- (a) the Proposed Change of Auditors be and is hereby approved."

CONCLUSION

There being no other business, the Chairman informed that the Company will publish the minutes of the Meeting on the Company's website and SGXNET within a month after the Meeting.

The Chairman thanked the shareholders for their attendance at the Meeting which was held by way of electronic means and declared the EGM closed.

Certified as a True Record of Minutes

Chay Yiowmin
Chairman of Meeting

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr Mark Liew, 16 Collyer Quay #10-00 Collyer Quay Centre Singapore 049318, sponsorship@ppcf.com.sg.