

**MARY CHIA HOLDINGS LIMITED**  
**Company Registration No. 200907634N**  
(Incorporated in Singapore)  
(the "Company")

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

Date and Time : Friday, 3 February 2023 at 10.00 a.m. (Singapore Time)

Place : 26 Tai Seng Street, #07-02 J'Forte, Singapore 534057

Present : As set out in the attendance records maintained by the Company  
(Due to the restriction on the use of personal data pursuant to the provision of the Personal Data Protection Act 2012, the names of the attendees of this meeting will not be published in these minutes)

Chairman of Meeting : Ms. Ho Yow Ping (He YouPing)

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**WELCOMING ADDRESS**

The Executive Chairman of the Board of Directors, Ms. Ho Yow Ping (He YouPing) (the "**Chairman**"), welcomed the shareholders who had joined the Extraordinary General Meeting ("**EGM**" or the "**Meeting**").

**QUORUM**

The Chairman acknowledged and thanked the shareholders who had registered and attended the EGM. The Chairman sought the confirmation of the Company Secretary that a quorum was present, and the Company Secretary confirmed that the quorum necessary for a general meeting as set out in the constitution of the Company was present. Therefore, the Chairman declared the EGM open at 10.00 a.m.

**INTRODUCTION OF DIRECTORS, COMPANY SECRETARY AND PROFESSIONALS**

The Chairman introduced her fellow Board members (Mr. Chay Yiowmin ("**Mr. Chay**"), Lead Independent Director, Mr. Sim Eng Huat ("**Mr. Sim**"), Independent Director and Ms. Gn Jong Yuh Gwendolyn (Yin Zhongyu Gwendolyn) ("**Ms. Gn**"), Independent Director who attended the Meeting. She added that the Company's Group Chief Financial Officer, Mr. Martin Su Jun Ming, Company Secretary, Ms. Shirley Lim Guat Hua, representatives from the Share Registrar, B.A.C.S. Private Limited, and the Scrutineer from Agile 8 Advisory Pte. Ltd. had also attended the Meeting.

**NOTICE OF MEETING**

With the concurrence of the Meeting, the notice of the EGM dated 19 January 2023 ("**Notice of EGM**") that was published on the SGXNet, and the Company's corporate website was taken as read.

Ms. Wendy Ho, being the Chairman of the Meeting, informed the shareholders that the resolution tabled at the Meeting would be voted on by way of a poll in compliance with Article 66 of the Company's Constitution and Rule 730A(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

The Chairman informed shareholders that in her capacity as Chairman of the Meeting, she had been appointed as a proxy by a few shareholders and had cast the votes on the resolution in accordance with the specific instructions of those shareholders.

The Meeting was further informed that B.A.C.S. Private Limited and Agile 8 Advisory Pte. Ltd. were appointed as Polling Agents and Scrutineers, respectively.

**ADVANCE QUESTIONS AND ANSWERS**

The Chairman informed that the Company had not received any questions from shareholders prior to this EGM.

The Chairman then invited Mr. Chay, Lead Independent Director, to assist her in chairing the EGM.

Mr. Chay informed that to streamline the proceedings, he, in his capacity as Chairman of the Meeting, would be proposing all motions on the agenda, and no seconder would be called as it is not required by law.

Mr. Chay informed shareholders that the resolution put forth for voting in the EGM would be carried out after the resolution has been proposed and questions raised (if any) have been answered. He then proceeded with the item on the agenda.

### **ORDINARY BUSINESS**

#### **ORDINARY RESOLUTION 1:**

#### **THE PROPOSED CHANGE OF AUDITORS FROM MESSRS MAZARS LLP TO MESSRS FOO KON TAN LLP**

Mr. Chay informed the Meeting that ordinary resolution 1 was to seek shareholders' approval in relation to the proposed change of auditors from Messrs Mazars LLP to Messrs Foo Kon Tan LLP (the "**Change of Auditors**"). All the pertinent information relating to the proposed Change of Auditors has been set out in the Circular to Shareholders dated 19 January 2023 (the "**Circular**").

Mr. Chay proposed the motion and proceeded to put the following resolution to vote. Shareholders were invited to ask questions regarding this resolution.

- (a) Messrs Foo Kon Tan LLP be and are hereby appointed as auditors of the Company in place of Messrs Mazars LLP and to hold office until the conclusion of the next Annual General Meeting at a fee and on such terms as may be agreed between the Directors and Messrs Foo Kon Tan LLP; and
- (b) Any one of the Directors of the Company be and is hereby authorised and empowered to approve and complete and do and execute all such things and acts (including, without limitation, executing all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

As no question was raised by shareholders, Mr. Chay informed that the resolution tabled at the EGM would be put forth for voting.

### **POLLING**

The scrutineer briefed the meeting on the procedures for poll voting.

As there were no questions raised as to poll voting procedures, the EGM proceeded with the formalities of conducting the poll.

Mr. Chay declared the collection of poll voting slips closed once all poll voting slips were collected by the scrutineer.

The EGM was adjourned pending the results of the votes on the resolution.

### **RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

Mr. Chay re-convened the EGM and announced the results of the poll as follows:

Ordinary 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 (%)
1. The Proposed Change of Auditors from Messrs Mazars LLP to Messrs Foo Kon Tan LLP	173,651,105	173,651,105	100	0	0

**CLOSURE OF MEETING**

There being no other business to transact, Mr. Chay declared the Meeting closed at 10.20 a.m. and thanked all present for their attendance and participation.

**Confirmed as a true record of the  
proceedings**

**Ho Yow Ping (He YouPing)  
Chairman of the Meeting**