

**ABUNDANCE INTERNATIONAL LIMITED**

(Incorporated in Singapore)

(Co. Reg. No. 197501572K)

**MINUTES OF THE ANNUAL GENERAL MEETING (the “AGM”)**

<b>PLACE</b>	:	The JTC Summit 8, Jurong Town Hall Road, Level 31, Singapore 609434
<b>DATE</b>	:	24 April 2025
<b>TIME</b>	:	02.00 P.M.
<b>PRESENT</b>	:	As set out in the attendance records maintained by Abundance International Limited (the “ <b>Company</b> ”)
<b>NOTICE OF MEETING</b>	:	The Notice convening the Meeting was taken as read.
<b>CHAIRMAN</b>	:	Ms Lai Chin Yee Chairman of the Board of Directors chaired the meeting.

**QUORUM**

As a quorum was present, the Chairman declared the Meeting open.

**PROCEEDINGS OF MEETING**

The Chairman informed the meeting that in accordance with the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), which requires all resolutions at general meetings to be voted by poll and to enhance transparency so as to accord due respect to the full voting rights of shareholders, all resolutions tabled at this meeting would be voted on by way of a poll.

It was noted that B.A.C.S. Private Limited had been appointed as the Polling Agent and GONG Corporate Services Pte. Ltd. had been appointed as the Independent Scrutineers.

The Chairman noted that Shareholders had previously been invited to submit their questions prior to the AGM in advanced by 16 April 2025. The Chairman noted that no questions had been received from Shareholders as at the cut-off time.

The Chairman noted that proxies lodged had been checked and were found to be in order. The Notice of the AGM, having been in the shareholders’ hands for the statutory period, was taken as read.

The Chairman noted that, as Chairman of the AGM, she had been appointed as proxy by shareholders to vote for and against certain resolutions, to be proposed at the meeting. Therefore, she would be voting according to their directions stated in the proxy forms.

## **ORDINARY BUSINESS:**

### **1. ORDINARY RESOLUTION 1 - TO RECEIVE AND ADOPT THE DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE AUDITORS' REPORT THEREON**

Resolution 1 on the Agenda was to receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Auditors' Report.

In view that the Directors' Statement, the Audited Financial Statements of the Company for the financial year ended 31 December 2024, the Chairman Message to Shareholders and the Auditors' Report had been in the shareholders' hands for the prescribed period, the Chairman proposed, with the shareholders' permission, that the documents be taken as read.

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

“Resolved that the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' Statement and the Auditors' Report of the Company be and are hereby approved and adopted.”

### **2. ORDINARY RESOLUTION 2 - RE-ELECTION OF MS LAI CHIN YEE AS DIRECTOR**

The Chairman informed the shareholders that as Resolution 2 was related to her re-election, the Chair would be handed over to Mr Sam Kok Yin to preside over this item on the Agenda.

Resolution 2 on the Agenda was to re-elect Ms Lai Chin Yee who was retiring from office by rotation.

In accordance with Regulation 91 of the Company's Constitution, Ms Lai Chin Yee, as an Independent Director, retired by rotation and being eligible, offered herself for re-election. It was noted that Ms Lai Chin Yee would, upon re-election as a Director of the Company, remain as an Independent Non-Executive Chairman, the Chairman of the Audit Committee, a member of the Nominating Committee and the Remuneration Committee of the Company.

As there were no questions raised by the shareholders, Mr Sam Kok Yin proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

“Resolved that Ms Lai Chin Yee, who retires pursuant to Regulation 91 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.”

Mr Sam Kok Yin handed the Chair back to Ms Lai Chin Yee to preside over the rest of the Agenda.

**3. ORDINARY RESOLUTION 3 - RE-ELECTION OF MR JIANG HAO AS DIRECTOR**

Resolution 3 on the Agenda was to re-elect Mr Jiang Hao who was retiring from office by rotation.

In accordance with Regulation 91 of the Company's Constitution, Mr Jiang Hao, as a Director, retired by rotation and being eligible, offered himself for re-election. It was noted that Mr Jiang Hao would, upon re-election as a Director of the Company, remain as an Executive Director of the Company.

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

"Resolved that Mr Jiang Hao, who retires pursuant to Regulation 91 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

**4. ORDINARY RESOLUTION 4 - RE-ELECTION OF MS SHI MINYUAN AS DIRECTOR**

Resolution 4 on the Agenda was to re-elect Ms Shi Minyuan who was retiring from office pursuant to Regulation 97.

In accordance with Regulation 97 of the Company's Constitution, Ms Shi Minyuan, as a newly appointed Director, retires and being eligible, offered herself for re-election. It was noted that Ms Shi Minyuan would, upon re-election as a Director of the Company, remain as an Executive Director of the Company.

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

"Resolved that Ms Shi Minyuan, who retires pursuant to Regulation 97 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

**5. ORDINARY RESOLUTION 5 - APPROVAL OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

Resolution 5 on the Agenda was to approve the payment of Directors' fees for the financial year ended 31 December 2024. It was noted that the Board of Directors had recommended the payment of a sum of S\$95,333 as Directors' fees for the financial year ended 31 December 2024 (FY2023:\$99,000).

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

"Resolved that Directors' fees of S\$95,333 for the financial year end 31 December 2024 be and are hereby approved."

## **6. ORDINARY RESOLUTION 6 - RE-APPOINTMENT OF AUDITORS**

Resolution 6 on the Agenda was to re-appoint Moore Stephens LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

"Resolved that Moore Stephens Tan LLP be re-appointed as Auditors of the Company to hold office until the next AGM at a fee to be determined by the Directors."

## **SPECIAL BUSINESS:**

## **7. ORDINARY RESOLUTION 7 - SHARE ISSUE MANDATE**

Resolution 7 on the Agenda was to seek the shareholders' approval for the Directors to be granted the authority to allot and issue new shares and convertible securities in the Company, the details of which are set out in the text of the Ordinary Resolution in item 7 of the Notice of AGM.

As there were no questions raised by the shareholders, the Chairman proposed the motion which was seconded by the proxy appointed by Shareholder A.

The following resolution was passed by way of poll (detailed results of which are appended as an appendix hereto):

"Resolved that pursuant to Section 161 of the Companies Act 1967 (the "**Act**") and Rule 806 of the Catalist Rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be given to the Directors of the Company to issue shares ("**Shares**") whether by way of rights, bonus or otherwise, and/or 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) warrants, debentures or other instruments convertible into Shares at any time and upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit provided that:

- (a) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed hundred percent (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below) in the capital of the Company at the time of the passing of this Resolution, of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to all existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed fifty percent (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 (b) below);

- (b) (subject to such manner of calculation and adjustments 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 (a) 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) of the Company as at the date of the passing of this Resolution, after adjusting for:
- (i) new shares arising from the conversion or exercise of convertible securities;
  - (ii) new shares arising from exercising share options or vesting of Share awards, provided the options or awards granted were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
  - (iii) any subsequent bonus issue, consolidation or subdivision of shares,

and in sub-paragraph (a) above and this sub-paragraph (b), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST, Section B: Rules of Catalist.

Adjustments in accordance with (b)(i) or (b)(ii) 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; and

- (c) and that such authority shall, unless revoked or varied by the Company in general meeting, continue in force (i) until the conclusion of the Company’s next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is earlier or (ii) in the case of shares to be issued in accordance with the terms of convertible securities issued, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of such convertible securities.”

## **8. TERMINATION**

There being no other business to transact, the Chairman declared the AGM of the Company closed and thanked everyone for their attendance.

Confirmed As True Record of Proceedings Held

Lai Chin Yee  
Chairman of the Meeting

**RESULTS OF THE POLL**

The results of the poll on each of the resolutions put to vote at the AGM are set out as follows:

Resolution Number and Details		Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business						
1	To receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 31 December 2024 together with the Auditors’ Report thereon	274,164,900	274,164,900	100.00	0	0.00
2	Re-election of Ms Lai Chin Yee as a Director	274,164,900	274,164,900	100.00	0	0.00
3	Re-election of Mr Jiang Hao as a Director	274,164,900	274,164,900	100.00	0	0.00
4	Re-election of Ms Shi Minyuan as a Director	274,164,900	274,164,900	100.00	0	0.00
5	To approve the payment of Directors’ fees amounting to S\$95,333 for the financial year ended 31 December 2024 (FY2023:S\$99,000)	274,164,900	274,164,900	100.00	0	0.00

6	To re-appoint Moore Stephens LLP as Auditors and to authorise the Directors to fix their remuneration	274,164,900	274,164,900	100.00	0	0.00
<b>Special Business</b>						
7	Authority to allot and issue new shares pursuant to the Share Issue Mandate	274,164,900	274,164,900	100.00	0	0.00

#### **Abstention from voting**

No parties were required to abstain from voting on any of the aforesaid resolutions at the AGM.

*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 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. Ng Shi Qing, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.*