

SOON HOCK ENTERPRISE HOLDING LIMITED
(the “**Company**”)
(Company Registration No. 202519957D)
(Incorporated in the Republic of Singapore)

Minutes of the Annual General Meeting of the Company (“AGM” or “Meeting”)

Date : Tuesday, 28 April 2026
Time : 10.00 a.m.
Place : 2F Jalan Papan, #05-01, Singapore 619816
Present : As per attendance list
Chairman : Tan Min Loon (“**Mr Walter Tan**” or “**Chairman of the Meeting**”)

1. WELCOMING ADDRESS

- 1.1. The Executive Director and Chief Executive Officer (“**CEO**”), Mr Walter Tan, informed that he had been appointed by the Board of Directors (the “**Board**”) to chair the AGM. On behalf of the Board, he welcomed all shareholders and the attendees to the AGM.

The Chairman of the Meeting then proceeded to introduce the members of the Board and Management present at the Meeting: Mr Tan Yeow Khoo (Executive Chairman) (“**Mr Tan**”), Mr Owi Kek Hean (Lead Independent Director) (“**Mr Owi**”), Mr Gan Thiam Poh (Independent Director) (“**Mr Gan**”), Ms Chan Sing Yee (Independent Director) (“**Ms Chan**”), and Ms Veron Heng (Chief Financial Officer) (“**CFO**”).

He further informed that the following professionals were present at the Meeting: Ms Tay Hwee Ling (Audit Partner), Ms Cheok Hui Yee (Company Secretary), as well as representatives from the scrutineer and the polling agent.

2. QUORUM

- 2.1. Upon confirmation of the requisite quorum, the Chairman of the Meeting called the AGM to order.

3. CORPORATE PRESENTATION

- 3.1. Before proceeding with the agenda of the AGM, the CEO delivered his presentation. A copy of the presentation slides was subsequently released via SGXNet on 28 April 2026, following the Meeting.

4. NOTICE OF MEETING

- 4.1. With the concurrence of the Meeting, the notice convening the AGM dated 13 April 2026 (“**Notice**”) published on the SGXNet and the Company’s corporate website on 13 April 2026, was taken as read.

5. QUESTIONS AND ANSWERS

- 5.1. The Chairman of the Meeting informed that no questions had been received from shareholders prior to the AGM.
- 5.2. The Chairman of the Meeting then invited shareholders to raise any questions they might have in relation to the proposed resolutions at the Meeting.
- 5.3. The full text of the questions and answers session had been recorded in Appendix A to these minutes.
- 5.4. The Chairman of the Meeting proceeded to brief the shareholders on the poll voting procedures.

6. EXPLANATION ON POLLING PROCEDURES

- 6.1. The Chairman of the Meeting informed the shareholders that (i) as Chairman of the Meeting, he had been appointed as proxy by certain shareholders and would vote in accordance with their instructions; (ii) he would propose all motions on the agenda, save for Resolution 12, and no seconder would be called as this is not required by law; and (iii) all proposed resolutions detailed in the Notice would be decided by way of poll pursuant to Regulation 64(a) of the Company's Constitution and Rule 730A(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited. The voting of all proposed resolutions would be conducted in a single voting slip, which had been handed to the shareholders or proxies at the point of registration.
- 6.2. The Chairman of the Meeting further informed the shareholders of the appointments of (i) Aventus Corporate Services Pte. Ltd. as scrutineer ("**Scrutineer**") to scrutinise the polling procedures and certify the poll results; and (ii) In.Corp Corporate Services Pte. Ltd. as polling agent ("**Polling Agent**") to conduct the polling process for the AGM. The representative of the Polling Agent was invited to brief the Meeting on the polling procedures.
- 6.3. The Chairman of the Meeting then proceeded with the formal proceedings.

ORDINARY BUSINESS

**7. ORDINARY RESOLUTION 1:
DIRECTORS' STATEMENT, AUDITOR'S REPORT AND AUDITED FINANCIAL
STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025**

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

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

**8. ORDINARY RESOLUTION 2:
DECLARATION OF FINAL TAX EXEMPT (ONE-TIER) DIVIDEND**

- 8.1. The proposed declaration of final tax exempt (one-tier) dividend for the financial year ended 31 December 2025, if approved, would be paid on 8 July 2026.

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

"That a final tax exempt (one-tier) dividend of 3.05 Singapore cents per ordinary share for the financial year ended 31 December 2025 be approved."

**9. ORDINARY RESOLUTION 3:
DIRECTORS' FEES FOR FINANCIAL YEAR ENDED 31 DECEMBER 2025**

- 9.1. The Chairman of the Meeting informed the Meeting that the Directors' Fees for the financial year ended 31 December 2025 had been calculated on a pro-rata basis, as the Non-Executive Directors did not serve for the full financial year.

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

"That the Directors' fees of S\$112,500 for the financial year ended 31 December 2025, be approved."

**10. ORDINARY RESOLUTION 4:
DIRECTORS' FEES FOR FINANCIAL YEAR ENDING 31 DECEMBER 2026**

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

"That the Directors' fees of \$225,000 for the financial year ending 31 December 2026, payable quarterly in arrears be approved."

**11. ORDINARY RESOLUTIONS 5, 6 AND 7
RE-ELECTION OF DIRECTORS**

- 11.1. The Chairman of the Meeting explained that Resolutions 5, 6 and 7 were to re-elect Mr Owi, Mr Gan and Ms Chan, who were retiring pursuant to Regulation 103 of the Company's Constitution. Mr Owi, Mr Gan and Ms Chan being eligible for re-election, had signified their consent to continue in office.

11.2. Ordinary Resolution 5 - Re-election of Mr Owi

The Chairman of the Meeting explained that Mr Owi would remain as the Lead Independent Director, chairman of the Audit and Risk Committee, a member of Nominating Committee and Remuneration Committee of the Company, upon his re-election as a Director. Upon being proposed by the Chairman of the Meeting, the following motion was put to vote by poll:

"That Mr Owi Kek Hean be re-elected as a Director of the Company."

11.3. Ordinary Resolution 6 - Re-election of Mr Gan

The Chairman of the Meeting explained that Mr Gan would remain as the Independent Director, chairman of the Remuneration Committee and a member of Audit and Risk Committee and Nominating Committee of the Company, upon his re-election as a Director. Upon being proposed by the Chairman of the Meeting, the following motion was put to vote by poll:

"That Mr Gan Thiam Poh be re-elected as a Director of the Company."

12. Ordinary Resolution 7 - Re-election of Ms Chan

- 12.1 The Chairman of the Meeting explained that Ms Chan would remain as the Independent Director, chairman of the Nominating Committee, and a member of Audit and Risk Committee and Remuneration Committee of the Company, upon her re-election as a Director. Upon being proposed by the Chairman of the Meeting, the following motion was put to vote by poll:

"That Ms Chan Sing Yee be re-elected as a Director of the Company."

**13. ORDINARY RESOLUTION 8:
RE-APPOINTMENT OF AUDITORS**

- 13.1. The proposed Resolution 8 was to re-elect the retiring auditors, Messrs Deloitte & Touche LLP, as auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors to fix their remuneration. Messrs Deloitte & Touche LLP had indicated their willingness to accept re-appointment as auditors of the Company.

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

"That Messrs Deloitte & Touche LLP be re-appointed as Auditors of the Company to hold office until the conclusion of the next AGM and that the Directors be authorised to fix their remuneration."

SPECIAL BUSINESS

**14. ORDINARY RESOLUTION 9:
AUTHORITY TO ALLOT AND ISSUE SHARES**

- 14.1. The Meeting ensued with the deliberation on special business of the agenda. The Chairman of the Meeting explained that proposed Resolution 9 was to seek shareholders' approval to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 and the provision of the Listing Manual of the Singapore Exchange Securities Trading Limited.

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

“That authority be and is hereby given to the Directors 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 (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 for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (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 Resolution was in force,

provided that:

- (1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution), does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time this Resolution is passed, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
 - (ii) any subsequent bonus issue or consolidation or subdivision of Shares,and, in paragraph (1) above and this paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable requirements under the Companies Act 1967 and the Constitution of the Company for the time being; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

**15. ORDINARY RESOLUTION 10:
AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE SOON HOCK PERFORMANCE
SHARE PLAN (“SOON HOCK PSP”)**

15.1. The Chairman of the Meeting explained that proposed Resolution 10 was to seek shareholders' approval to authorise the Directors to grant awards, allot and issue shares of the Company under the Soon Hock PSP.

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

“That the Directors of the Company be authorised to offer and grant awards in accordance with the provisions of the Soon Hock PSP, and to allot and issue and/or transfer from time to time such number of fully paid-up Shares as may be required to be issued pursuant to the vesting of the awards under the Soon Hock PSP, provided always that the aggregate number of new Shares to be allotted and issued pursuant to the Soon Hock PSP, the Soon Hock Employee Share Option Scheme and any other share-based schemes (if applicable) shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force 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.”

**16. ORDINARY RESOLUTION 11:
AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE SOON HOCK EMPLOYEE
SHARE OPTION SCHEME (“SOON HOCK ESOS”)**

16.1. The Chairman of the Meeting explained that proposed Resolution 11 was to seek shareholders' approval to authorise the Directors to grant options, allot and issue shares of the Company under the Soon Hock ESOS.

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

“That the Directors of the Company be authorised to offer and grant options in accordance with the provisions of the Soon Hock ESOS, and to allot and issue and/or transfer from time to time such number of Shares as may be required to be issued and/or transferred pursuant to the exercise of options under the Soon Hock ESOS, provided always that the aggregate number of new Shares to be allotted and issued pursuant to the Soon Hock ESOS, the Soon Hock PSP and any other share-based schemes (if applicable) shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force 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.”

**17. ORDINARY RESOLUTION 12:
PROPOSED RENEWAL OF THE GENERAL MANDATE FOR INTERESTED PERSON
TRANSACTIONS**

17.1. As proposed Resolution 12 related to the proposed renewal of the general mandate for interested person transactions, and as the Chairman of the Meeting was one of the interested parties, he passed the chair to Mr Owi, the Lead Independent Director, to take shareholders through the motion.

17.2. Mr Owi explained that the proposed Resolution 12 was to seek shareholders' approval for the proposed renewal of the general mandate for interested person transactions. The rationale and all pertinent information relating to the proposed renewal of the general mandate for interested person transactions is set out in the Appendix to Shareholders dated 13 April 2026.

17.3. Mr Owi informed the Meeting that Mr Tan and Mr Walter Tan and their associates, by virtue of their interests in the Mandated Interested Persons, shall abstain from voting on the proposed resolution.

17.4. Upon being proposed by a shareholder, the following motion was put to vote by poll:

“That:

- (a) approval be and is hereby given for the purposes of Chapter 9 of the Listing Manual of the SGX-ST for the Company, its subsidiaries and associated companies which fall within the definition of “entities at risk” under Chapter 9 of the Listing Manual of the SGX-ST or any of them to enter into any transaction falling within the categories of Mandated Interested Person Transactions described in the appendix to this Notice of AGM dated 13 April 2026 (the “**Appendix**”), with any Mandated Interested Persons described in the Appendix, provided that such transactions are made on normal commercial terms and are not prejudicial to the Company and its minority shareholders, and are entered into in accordance with the review procedures for such interested person transactions as set out in the Appendix (such shareholders’ general mandate hereinafter called the “**IPT Mandate**”);
- (b) the IPT Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or until the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and
- (c) the Directors and each of them be and are hereby authorised and empowered to complete and to do all such acts and things as they and/or he/she may consider necessary, desirable or expedient or in the interests of the Company to give effect to the IPT Mandate and/or this Ordinary Resolution.”

17.5. Mr Owi handed the chair back to the Chairman of the Meeting.

18. ADJOURNMENT OF AGM

18.1. Shareholders completed and submitted the polling slips to the Polling Agent.

18.2. There being no notice received for transacting other business at the AGM, the Chairman of the Meeting adjourned the AGM at 10.33 a.m. to facilitate the tabulation of the votes and verification of the results thereto.

19. RE-CONVENING THE AGM AND DECLARATION OF POLL RESULTS

19.1. The AGM reconvened at 10.58 a.m., and the Chairman of the Meeting called the Meeting to order for declaration of poll results. Based on the poll results projected on the screen (as shown below), the Chairman of the Meeting declared that all ordinary resolutions tabled at the AGM were carried:

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 total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business					
Resolution 1					
Adoption of the Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2025 and the Auditor’s Report	244,926,700	244,926,700	100.00	0	0.00

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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 total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business (Cont'd)					
Resolution 2 Declaration of a final tax exempt (one-tier) dividend of 3.05 Singapore cents per ordinary share for the financial year ended 31 December 2025	244,926,700	244,926,700	100.00	0	0.00
Resolution 3 Approval of the Directors' fees of S\$112,500 for the financial year ended 31 December 2025	244,926,700	244,923,700	100.00	3,000	0.00*
Resolution 4 Approval of the Directors' fees of S\$225,000 for the financial year ending 31 December 2026, payable quarterly in arrears	244,926,700	244,923,700	100.00	3,000	0.00*
Resolution 5 Re-election of Mr Owi Kek Hean as Director	244,926,700	244,923,700	100.00	3,000	0.00*
Resolution 6 Re-election of Mr Gan Thiam Poh as Director	244,926,700	244,923,700	100.00	3,000	0.00*
Resolution 7 Re-election of Ms Chan Sing Yee as Director	244,926,700	244,923,700	100.00	3,000	0.00*

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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 total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business (Cont'd)					
Resolution 8 Re-appointment of Messrs Deloitte & Touche LLP as Auditors of the Company and to authorise the Directors to fix its remuneration	244,926,700	244,926,700	100.00	0	0.00
Special Business					
Resolution 9 Authority to allot and issue Shares	244,926,700	243,779,200	99.53	1,147,500	0.47
Resolution 10 Authority to allot and issue Shares under the Soon Hock PSP	244,926,700	242,078,200	98.84	2,848,500	1.16
Resolution 11 Authority to allot and issue Shares under the Soon Hock ESOS	244,926,700	242,078,200	98.84	2,848,500	1.16
Resolution 12 Renewal of the General Mandate for Interested Person Transactions	9,577,400	9,574,400	99.97	3,000	0.03

**Not meaningful*

20. CONCLUSION

- 20.1 The Chairman of the Meeting declared the Meeting closed at 10.59 a.m., and he thanked all present for their attendance and participation.

Confirmed as True Record of Proceedings

TAN MIN LOON

Chairman of the Meeting

APPENDIX A

**SUBSTANTIVE QUESTIONS RECEIVED AND ANSWERS GIVEN AT THE COMPANY'S AGM
HELD ON 28 APRIL 2026**

The following questions were raised by shareholders and answered by the Board at the Meeting:

Q1 A shareholder queried Resolutions 10 and 11 relating to the authority to allot and issue shares under the Soon Hock PSP and Soon Hock ESOS. The shareholder sought clarification on whether Executive Directors, as employees of the Company, are eligible to participate in these schemes.

A1 The CEO explained that at the time of the Company's listing last year, Management had intended to implement share-based incentive schemes for employees, which were reflected in the inclusion of the Soon Hock PSP and Soon Hock ESOS in the Company's prospectus. Resolutions 10 and 11 seek to formalise these arrangements.

He further clarified that the Soon Hock PSP and Soon Hock ESOS are intended to benefit employees of the Company generally and are not specifically targeted at Directors, although the schemes may technically include Executive Directors in their capacity as employees. He added that Management has no intention of granting additional shares to the Directors for the current year, and that the schemes are primarily for employees at the non-director level.

Q2 A shareholder enquired whether, under the Soon Hock PSP and Soon Hock ESOS, the Company would utilise treasury shares arising from share buy-back or issue new shares to employees.

A2 The CEO stated that the Company intends to issue new shares to reward employees under the Soon Hock PSP and Soon Hock ESOS. He noted that the resulting dilution is expected to be less than 0.5% of the Company's current issued share capital.

Q3 A shareholder noted that, as this was the Company's first AGM, it was an important opportunity for public shareholders to engage with Management. The shareholder expressed the view that the venue was not easily accessible and suggested that the Company consider a more convenient location for future AGMs.

A3 The CEO explained that the Company had chosen to hold its first AGM at its headquarters to provide shareholders with a more meaningful and interactive setting, where they could gain firsthand insight into the Company's offices and operating environment, and better appreciate where and how the team works. This setting also facilitates closer and more direct interaction with Management and staff. He noted that holding the AGM at an external venue may not offer the same level of visibility into operations or opportunities for engagement.

The CEO acknowledged the shareholder's feedback and expressed appreciation for the views expressed.