

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

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : Singapore Recreation Club, B Connaught Drive, Singapore 179682, Lounge 1883, Level 1
DATE : Monday, 28 April 2025
TIME : 11:30 a.m.

1. CHAIRMAN

Mr Aw Eng Hai, the Non-Executive Independent Chairman of the Company (the “**Chairman**”), took the chair of the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”), welcomed and thanked shareholders for taking their time to attend the EGM.

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 11:30 a.m.

3. NOTICE

The notice of Meeting dated 11 April 2025 (the “**Notice**”), having been previously despatched to the shareholders of the Company and made available to the shareholders of the Company on the SGXNet and the Company’s website, was taken as read.

4. QUESTIONS FROM SHAREHOLDERS

The Chairman informed that the Company had not received any questions from shareholders relating to the resolutions set out in the Notice prior to the Meeting. The Chairman then invited the shareholders present at the EGM to raise queries relating to the resolutions being proposed. The relevant queries and responses are summarised below:

- (a) A shareholder enquired whether the Funded Here Employee Share Option Plan (“**FH ESOP**”) pertains to Funded Here Pte. Ltd. (“**FH**”) or Funded Here Holdings Pte. Ltd. (“**FHHPL**”).

In response, Miss Kwan Yu Wen, the Executive Director of the Company, clarified that the Company is seeking shareholders’ approval for the proposed adoption of FH ESOP by FH, which has a Capital Markets Services (“**CMS**”) licence granted by the Monetary Authority of Singapore, and was acquired by the Group in 2023. Miss Kwan Yu Wen further clarified that FHHPL is a newly incorporated indirect subsidiary of the Group, the FH ESOP is therefore proposed to be adopted and implemented at the FH level.

- (b) The shareholder further queried how the option price under the FH ESOP is determined.

In response, Ms Kwan Yu Wen explained that the development of the Quanta Transaction Platform (“**QTP**”), which relates to the Group’s financial solutions business, sits with FH, which operates the platform under its CMS licence. The exercise price for the options granted under the FH ESOP is equivalent to the subscription price per ordinary share of FH, as determined in the most recent fundraising round, where FH raised fresh capital from investors through the issuance of new shares.

There being no questions from the shareholders, the Chairman carried on with the proceedings of the Meeting.

5. POLL VOTING

The Chairman informed shareholders that in accordance with Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") (the "**Catalist Rules**"), all motions tabled at the EGM would be voted on by way of a poll pursuant to Regulation 59 of the Company's constitution.

The Company has appointed Anton Management Solutions Pte. Ltd. as the polling agent (the "**Polling Agent**") and Aventus Corporate Services Pte Ltd. as the scrutineer (the "**Scrutineer**").

The Chairman further informed the Meeting that he had been appointed as proxy by certain shareholders to vote on their behalf in his capacity as Chairman of the Meeting and had voted in accordance with their instructions. The votes had been counted by the polling agent and verified by the scrutineer.

The Chairman further directed that the poll on each resolution to be conducted after all the resolutions have been formally proposed and seconded.

6. RESOLUTION 1: PROPOSED ADOPTION OF THE FUNDED HERE EMPLOYEE SHARE OPTION PLAN

The Chairman presented the first item on the agenda, which was to seek shareholders' approval for the proposed adoption of the Funded Here Employee Share Option Plan. The proposed Resolution 1 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

"THAT:

- (a) a share option plan to be known as the "Funded Here Employee Share Option Plan" (the "**FH ESOP**"), the details and rules of which are set out in the Circular, under which options ("**Options**") to subscribe for ordinary shares in the capital of FH (the "**FH Ordinary Shares**") will be granted to selected FH Employees and FH Directors of FH as well as directors (executive and non-executive) and employees of the Luminor Financial Holdings Limited and its subsidiaries (including controlling shareholders and their associates), and other selected participants, details of which are set out in the Circular, be approved;
- (b) the Directors of FH or the Committee be authorised to:
 - (i) implement, establish and administer the FH ESOP;
 - (ii) modify and/or amend the FH ESOP from time to time, provided that such modification and/or amendment is effected in accordance with the provisions of the FH ESOP and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the FH ESOP;
 - (iii) offer and grant Options in accordance with the rules of the FH ESOP and to allot and issue new FH Ordinary Shares or deliver from time to time such number of share(s) in FH held in treasury by FH pursuant to the exercise of the Options under the FH ESOP; and
- (c) complete and do all such acts and things (including executing such documents and approving any amendments, alterations or modifications to any documents as may be required) as they may consider necessary, expedient, incidental or in the interests of FH to give effect to the transactions contemplated and authorised by this resolution."

The motion was duly seconded by a member.

7. RESOLUTION 2: PROPOSED PARTICIPATION OF MR KWAN CHEE SENG, A CONTROLLING SHAREHOLDER OF THE COMPANY IN FH ESOP

The second item on the agenda was to seek shareholders' approvals for the proposed participation of Mr Kwan Chee Seng, a controlling shareholder of the Company in FH ESOP.

The Chairman proposed the following motion to the Meeting:

"THAT, subject to and contingent upon the passing of Ordinary Resolution 1, approval be given for Mr Kwan Chee Seng, a Controlling Shareholder and Non-Executive Director of the Company, to participate in the FH ESOP."

The motion was duly seconded by a member.

8. RESOLUTION 3: PROPOSED PARTICIPATION OF MISS KWAN YU WEN, AN ASSOCIATE OF THE CONTROLLING SHAREHOLDER OF THE COMPANY IN FH ESOP

The Chairman proceeded to the next item on the agenda, which was to seek shareholders' approvals for the proposed participation of Miss Kwan Yu Wen, an associate of the controlling shareholder of the Company in FH ESOP.

The Chairman proposed the following motion to the Meeting:

"THAT, subject to and contingent upon the passing of Ordinary Resolution 1, approval be given for Miss Kwan Yu Wen, an Associate of the Controlling Shareholder of the Company and an Executive Director of the Company, to participate in the FH ESOP."

The motion was duly seconded by a member.

9. RESOLUTION 4: PROPOSED GRANT OF OPTIONS UNDER THE FH ESOP TO MR KWAN CHEE SENG

The next item on the agenda was to seek shareholders' approvals for the proposed grant of options under the FH ESOP to Mr Kwan Chee Seng. The proposed Resolution 4 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

"THAT subject to and contingent upon the passing of Ordinary Resolutions 1 and 2, the proposed offer and grant to Mr Kwan Chee Seng, a Controlling Shareholder and Non-Executive Director of the Company, of Options pursuant to and in accordance with the Rules of the FH ESOP on the following terms, be and is hereby approved, and the Directors be and are hereby authorised to allot and issue FH Ordinary Shares upon the exercise of such Options: –

- | | | |
|--|---|---|
| (a) Proposed date of grant of Options | : | Following receipt of the necessary approvals, including but not limited to that of the Shareholders, the shareholders of FH and the Committee |
| (b) Number of FH Ordinary Shares comprised in the proposed Options | : | 1,066,736 FH Ordinary Shares (representing approximately 2% of the total issued FH Ordinary Shares excluding treasury shares as at the Latest Practicable Date) |

- (c) Exercise Price per FH Ordinary Shares : S\$0.092, based on the last done price per share of FH in accordance with the Rules of the FH ESOP
- (d) Vesting period : One (1) year after the date of the grant of the Options. Options can be exercised in whole or in part after the Vesting Period but before the expiry of the Exercise Period, being five (5) years from the date of the grant of the Options. There is no other condition precedent for the exercise of the Options
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The motion was duly seconded by a member.

10. RESOLUTION 5: PROPOSED GRANT OF OPTIONS UNDER THE FH ESOP TO MISS KWAN YU WEN

The next item on the agenda was to seek shareholders' approvals for the proposed grant of options under the FH ESOP to Miss Kwan Yu Wen. The proposed Resolution 5 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

“THAT subject to and contingent upon the passing of Ordinary Resolutions 1 and 3, the proposed offer and grant to Miss Kwan Yu Wen, an Associate of the Controlling Shareholder of the Company and an Executive Director of the Company, of Options pursuant to and in accordance with the Rules of the FH ESOP on the following terms, be and is hereby approved, and the Directors be and are hereby authorised to allot and issue FH Ordinary Shares upon the exercise of such Options:—

- (a) Proposed date of grant of Options : Following receipt of the necessary approvals, including but not limited to that of the Shareholders, the shareholders of FH and the Committee
- (b) Number of FH Ordinary Shares comprised in the proposed Options : 666,710 FH Ordinary Shares (representing approximately 1.25% of the total issued FH Ordinary Shares excluding treasury shares as at the Latest Practicable Date)
- (c) Exercise Price per FH Ordinary Shares : S\$0.092, based on the last done price per share of FH in accordance with the Rules of the FH ESOP
- (d) Vesting period : One (1) year after the date of the grant of the Options. Options can be exercised in whole or in part after the Vesting Period but before the expiry of the Exercise Period, being five (5) years from the date of the grant of the Options. There is no other condition precedent for the exercise of the Options
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The motion was duly seconded by a member.

11. RESOLUTION 6: PROPOSED GRANT OF OPTIONS UNDER THE FH ESOP TO MR PANG CHEE CHONG

The next item on the agenda was to seek shareholders' approvals for the proposed grant of options under the FH ESOP to Mr Pang Chee Chong. The proposed Resolution 6 as set out in the Notice was taken as read.

The Chairman proposed the following motion to the Meeting:

"THAT subject to and contingent upon the passing of Ordinary Resolution 1, the proposed offer and grant to Mr Pang Chee Chong, an Executive Director and Chief Executive Officer of FH, of Options pursuant to and in accordance with the Rules of the FH ESOP on the following terms, be and is hereby approved, and the Directors be and are hereby authorised to allot and issue FH Ordinary Shares upon the exercise of such Options:–

- (a) Proposed date of grant of Options : Following receipt of the necessary approvals, including but not limited to that of the Shareholders, the shareholders of FH and the Committee
- (b) Number of FH Ordinary Shares comprised in the proposed Options :
 - (i) 1,776,115 FH Ordinary Shares (representing approximately 3.33% of the total issued FH Ordinary Shares excluding treasury shares as at the Latest Practicable Date) ("**Category C-Suite/Board**"); and
 - (ii) 1,066,736 FH Ordinary Shares (representing approximately 2% of the total issued FH Ordinary Shares excluding treasury shares as at the Latest Practicable Date) ("**Category Pioneer Group**")
- (c) Exercise Price per FH Ordinary Shares : S\$0.092, based on the last done price per share of FH in accordance with the Rules of the FH ESOP
- (d) Vesting period :
 - (i) Category C-Suite/Board: Three (3) years after the date of the grant of the Options. Options can be exercised in whole or in part after the Vesting Period but before the expiry of the Exercise Period, being five (5) years from the date of the grant of the Options. There is no other condition precedent for the exercise of the Options; and
 - (ii) Category Pioneer Group: One (1) year after the date of the grant of the Options. Options can be exercised in whole or in part after the Vesting Period but before the expiry of the Exercise Period, being five (5) years from the date of the grant of the Options. There is no other condition precedent for the exercise of the Options

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The motion was duly seconded by a member.

12. POLL RESULTS

The Chairman invited the Scrutineer to brief the shareholders on the poll voting process.

As all the motions on the resolutions to be considered at the meeting had been duly proposed and seconded, the meeting proceeded to vote on the resolutions by poll pursuant to Regulation 59 of the Company's Constitution. Shareholders handed over the completed poll voting papers to the Polling Agent.

The Chairman invited shareholders for some refreshments while waiting for the Polling Agent to complete the counting of the votes. The Chairman called the Meeting back to order and the Meeting resumed at 11.45 a.m.

The Chairman announced the results of the poll as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 1	14,787,995	52.23	13,522,666	47.77
Resolution 2	14,787,995	52.23	13,522,666	47.77
Resolution 3	14,787,995	52.23	13,522,666	47.77
Resolution 4	14,787,995	52.23	13,522,666	47.77
Resolution 5	14,787,995	52.23	13,522,666	47.77
Resolution 6	14,769,254	52.20	13,522,666	47.80

The Chairman declared all the motions were carried.

13. END OF MEETING

The Chairman declared the Meeting closed at 11.50 a.m. and thanked all present for attending the Meeting.

Confirmed as a correct record,
Aw Eng Hai
Chairman