

RICH CAPITAL HOLDINGS LIMITED

(Company Registration No.: 199801660M)
(Incorporated in the Republic of Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING (“EGM” or “Meeting”)

PLACE : 140 Paya Lebar, #03-04, AZ @ Paya Lebar, Visual Art Centre,
Singapore 409015

DATE : Friday, 7 November 2025

TIME : 2.30 p.m.

PRESENT : Mr Chang Chi Hsung – Independent Director
Mr James Kho Chung Wah – Independent Director
Mr Chong Soo Hoon Sean – Independent Director
Mr Simon Ong Eng Hock – Chief Financial Officer

ABSENT WITH APOLOGIES : Mr Oh Siyang – Executive Director

IN ATTENDANCE : Please refer to the Attendance List

CHAIRMAN OF THE MEETING : Mr Chang Chi Hsung

QUORUM

As a quorum was present, the Chairman of the Meeting declared the Meeting open at 2.30 p.m.

NOTICE

The Notice convening the EGM was taken as read.

VOTING BY WAY OF A POLL

The Company has invited shareholders to submit questions prior to this EGM and the Company did not receive any questions from shareholders.

Shareholders were informed that the Chairman of the Meeting had been appointed as a proxy by some shareholders to vote in accordance with their instructions. All voting at general meetings of listed companies must be done by way of a poll.

If a shareholder was attending in person or was validly appointed proxy for the EGM, he or she would have been handed the poll voting slips at the registration desk when signing in earlier.

For the avoidance of doubt, if a shareholder was attending in person and had already appointed one or more proxies to attend the EGM, and such shareholder decided to exercise his or her right to vote in respect of any of shares, his or her proxies must not vote in respect of those shares.

The Chairman informed shareholders that Entrust Advisory Pte. Ltd. and Tricor Barbinder Share Registration Services have been appointed as Scrutineers and Polling Agent respectively.

Before dealing with the business of EGM, a representative from Entrust Advisory Pte. Ltd. gave a briefing on the poll voting procedure to the shareholders.

As the poll procedures would require time to complete, the Chairman of the Meeting informed that the poll on the resolution be taken after the resolution had been formally proposed and seconded.

The Chairman proceeded to the business of the Meeting.

THE PROPOSED SHARE CONSOLIDATION – ORDINARY RESOLUTION

The EGM proceeded to approve the proposed Share Consolidation of the Company.

The Chairman of the Meeting proposed the motion which was seconded by Mr Simon Ong Eng Hock.

QUESTIONS AND ANSWERS

The Chairman proceeded to address questions raised by shareholders (**Appendix 1**).

After addressing to the questions raised by shareholders, the Chairman of the Meeting proceeded with the conduct of the poll.

CONDUCT OF POLL

The poll on the motion for the resolution was duly conducted.

ADJOURNMENT OF EGM

The EGM was adjourned at 2.45 p.m. for the counting of votes.

The EGM resumed at 2.50 p.m. for the results of the poll to be declared.

RESULTS OF POLL

The results on the votes by way of poll were as follows:

	Votes	%
No. of votes for:	4,111,378,600	99.08
No. of votes against:	38,284,366	0.92
Total no. of votes casted:	4,149,662,966	100.00

Based on the result of the poll, the Chairman of the Meeting declared the following resolution carried:

All capitalised terms used which are not defined herein shall, unless the context otherwise requires, have the same meaning ascribed to them in the Circular dated 22 October 2025 issued by the Company to the Shareholders.

"IT WAS RESOLVED THAT:

- (a) with effect from the Effective Trading Date, for the proposed consolidation of every two hundred (200) existing Shares held by the Shareholders as at the Record Date into one (1) Consolidated Share in the manner set out in the Circular, and the number of Consolidated Shares which each Shareholder is entitled to resulting from the Proposed Share Consolidation, based on their holdings of existing Shares as at the Record Date, with any fractional entitlements to be rounded up to the nearest whole Consolidated Share;
- (b) for the Company to issue one (1) Consolidated Share for no consideration pursuant to Section 68 of the Companies Act to each Shareholder who would otherwise have received a fraction of a Consolidated Share arising from the Proposed Share Consolidation pursuant to paragraph (a) above;
- (c) the Directors be and are hereby authorised to fix the Record Date and the date on which the Consolidated Shares will trade on the Catalist of the SGX-ST in board lots of one hundred (100) Consolidated Shares in their absolute discretion as they deem appropriate; and
- (d) the Directors of the Company and each of them be and is hereby authorised to do all such acts and things (including without limitation, to execute all such documents as may be required, issuing new share certificates in respect of the Consolidated Shares, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms, and documents with or to the relevant authorities) as they and/or he may consider necessary, desirable or expedient."

CONCLUSION

There being no other business to transact, the Chairman of the Meeting declared the EGM of the Company closed at 2.55 p.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

MR CHANG CHI HSUNG
CHAIRMAN OF THE MEETING

RICH CAPITAL HOLDINGS LIMITED
(Incorporated in the Republic Singapore)
(Company Registration Number: 199801660M)

**Minutes of the Question & Answer at the
Extraordinary General Meeting held on 7 November 2025**

THE PROPOSED SHARE CONSOLIDATION - ORDINARY RESOLUTION

All capitalised terms used which are not defined herein shall, unless the context otherwise requires, have the same meaning ascribed to them in the Circular dated 22 October 2025 issued by the Company to the Shareholders.

- Question 1 : A shareholder raised a question about the rationale for the Share Consolidation instead of other corporate exercises, such as a cash offer.
- Reply : Mr Chang Chi Hsung, the Chairman of the Meeting and an Independent Director of the Company, replied that the Company has weighed the options available. The Proposed Share Consolidation is the most viable option available for the Company based on its current financial position.
- : Alan Chung informed the Meeting that the detailed rationale of the Proposed Share Consolidation is available in the Circular dated 22 October 2025.
- Question 2 : A shareholder enquired about the fraction of the Consolidated Shares.
- Reply : The Company's external legal advisor replied that the number of Consolidated Shares based on each shareholder will be rounded up to the nearest whole Consolidated Share and any fractions of a Consolidated Share arising from the Share Consolidation will be rounded up.