MINDCHAMPS PRESCHOOL LIMITED

(Company Registration Number: 200814577H)
(Incorporated in the Republic of Singapore)
(the "**Company**")

MINUTES OF ANNUAL GENERAL MEETING OF THE COMPANY

Place	:	Snyder Theatre, 6 Raffles Boulevard, #04-100 Marina Square, Singapore 039594
Date	:	29 April 2026
Time	:	10.00 AM
Present	:	**Board of Directors** Mr David Chiem Phu An (Founder, Executive Chairman & Group CEO) Dr Roger Neil Sexton AM (Independent Director) Mr Teo Ser Luck (Independent Director)
Present by way of electronic means	:	Ms Catherine Du (Non-Independent Non-Executive Director) Prof Petrina Sue Coventry (Independent Director)
In attendance	:	Mr Yip Bao Chung Chief Financial Officer ("**CFO**") Ms Yeo Hui Leng Group General Counsel and Company Secretary ("**Company Secretary**") Mr Shan Gandhimani Chief Information Officer ("**CIO**") Shareholders/Proxies/Observers/Polling Agent/Scrutineer: As set out in the attendance records maintained by the Company (*)
By invitation	:	Representatives from Forvis Mazars LLP ("**Mazars**") (*)

(*) Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the names of the attendees present at the meeting will not be published in these minutes.

1. INTRODUCTION, QUORUM AND PRESENTATION

1.1. Ms Gloria Goh, the Emcee of the meeting, welcomed all present to the Annual General Meeting ("**AGM**" or the "**Meeting**") of the Company for the financial year ended 31 December 2025 ("**FY2025**"). She introduced Mr David Chiem Phu An, Founder, Executive Chairman & Group CEO ("**Chairman**"), members of the Board, the Company Secretary, and the Group Chief Financial Officer.

1.2. Chairman confirmed that a quorum was present and declared the AGM open.

1.3. The Chairman presented on the business updates for the Company and its subsidiary corporations (collectively the "**Group**") for FY2025 (see Appendix A).

1.4. Three videos "WSU Partnership", "Emma Memma", and "MindChamps PreSchool @ Punggol Dad Shares…" were played.

1.5. The CIO gave a live demonstration of the Early Learning Management Systems (ELMSS).

1.6. The CFO presented on the performance highlights for the Group for FY2025 (see Appendix A).

1.7. The Chairman invited the Company Secretary to assist with the conduct of the AGM.

2. NOTICE

2.1. The Company Secretary informed that the Notice convening the AGM, having been dispatched to shareholders earlier by posts and available via an announcement posted on SGXNet, was taken as read.

3. VOTING BY WAY OF POLL

3.1. The Company Secretary informed that all resolutions at this Meeting would be voted by way of poll which also complied with the requirement of the listing manual of Singapore Exchange Securities Trading Limited ("**SGX**") that all listed companies would have to conduct voting by poll for all general meetings.

3.2. Company Secretary noted that the Chairman of the Meeting had been appointed as a proxy by some shareholders and would be voting in accordance with their instructions.

3.3. It was further noted that shareholders and proxies were able to submit their votes for all resolutions during the proceedings of AGM.

4. POLLING AGENT AND SCRUTINEER

4.1. The Company Secretary informed that Complete Corporate Services Pte Ltd had been appointed the polling agent for the vote counting and Moore Stephens LLP had been appointed the scrutineer for the AGM. The proxy forms submitted by the shareholders had been reviewed, and the votes of all such valid proxies had been verified.

5. QUESTIONS AND ANSWERS

5.1. After addressing questions from the shareholders at the AGM which were substantial and relevant to the resolutions to be tabled for approval at the Meeting or the Company's businesses and operations, the Company Secretary then proceeded with the agenda of the Meeting. A summary of the questions and responses at the AGM is attached to these minutes as Appendix B.

6. ORDINARY BUSINESS

6.1. DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS – ORDINARY RESOLUTION 1

The first item on the agenda of the Meeting was to receive and adopt the Directors' Statement and Audited Financial Statements of the Company for FY2025 together with the Auditors' Report thereon. The Company Secretary proposed the motion for Ordinary Resolution 1.

The following Ordinary Resolution 1 was duly tabled:

"To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2025 and the Auditors' Report thereon."

The motion, seconded by Ms Ting Bee Reen, was put to vote by poll. The results of the votes cast for Ordinary Resolution 1 were as follows:

Ordinary Resolution 1	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	187,168,248	99.99%	23,800	0.01%

Based on the voting results, the Company Secretary declared Ordinary Resolution 1 carried.

6.2. RE-ELECTION OF MS CATHERINE DU AS A DIRECTOR – ORDINARY RESOLUTION 2

The Meeting noted that Ms Catherine Du had given her consent to continue in office. Ms Catherine Du would, upon re-election as a Director, remain as a Non-Independent Non-Executive Director of the Company. The Company Secretary proposed the motion for Ordinary Resolution 2.

The following Ordinary Resolution 2 was duly tabled:

"That Ms Catherine Du be re-elected as Director pursuant to Regulations 94 and 95 of the Constitution of the Company."

The motion, seconded by Mr Lim Ting Ze, was put to vote by poll. The results of the votes cast for Ordinary Resolution 2 were as follows:

Ordinary Resolution 2	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	184,025,648	99.97%	53,800	0.03%

Based on the voting results, the Company Secretary declared Ordinary Resolution 2 carried.

6.3. RE-ELECTION OF AS A DIRECTOR – ORDINARY RESOLUTION 3

The Meeting noted that Mr Teo Ser Luck had given his consent to continue in office. Mr Teo Ser Luck would, upon re-election as a Director, remain as Chairman of the Nominating Committee and a Member of the Audit Committee and the Remuneration Committee, and would be considered independent. The Company Secretary proposed the motion for Ordinary Resolution 3.

The following Ordinary Resolution 3 was duly tabled:

"That Mr Teo Ser Luck be re-elected as a Director of the Company who is retiring by rotation pursuant to Regulation 100 of the Constitution of the Company."

The motion, seconded by Ms Ting Bee Reen, was put to vote by poll. The results of the votes cast for Ordinary Resolution 3 were as follows:

Ordinary Resolution 3	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	187,168,248	99.99%	23,800	0.01%

Based on the voting results, the Company Secretary declared Ordinary Resolution 3 carried.

6.4. DIRECTORS' FEE – ORDINARY RESOLUTION 4

The Meeting noted that the Board had recommended the payment of S$180,866 as Directors' fees for the financial year ended 31 December 2025. The Company Secretary proposed the motion for Ordinary Resolution 4.

The following Ordinary Resolution 4 was duly tabled:

"That the Directors' fees of S$180,866 for the financial year ended 31 December 2025 be approved."

The motion, seconded by Mr Lim Ting Ze, was put to vote by poll. The results of the votes cast for Ordinary Resolution 4 were as follows:

Ordinary Resolution 4	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	187,168,248	99.99%	23,800	0.01%

Based on the voting results, the Company Secretary declared Ordinary Resolution 4 carried.

6.5. RE-APPOINTMENT OF AUDITORS – ORDINARY RESOLUTION 5

The Meeting noted that Messrs Forvis Mazars LLP, Auditors of the Company, had expressed their willingness to continue in office. The Company Secretary proposed the motion for Ordinary Resolution 5.

The following Ordinary Resolution 5 was duly tabled:

"That Forvis Mazars LLP be re-appointed as Auditors of the Company and that the Directors be authorised to fix their remuneration."

The motion, seconded by Ms Ting Bee Reen, was put to vote by poll. The results of the votes cast for Ordinary Resolution 5 were as follows:

Ordinary Resolution 5	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	187,168,248	99.99%	23,800	0.01%

Based on the voting results, the Company Secretary declared Ordinary Resolution 5 carried.

6.6. ANY OTHER ORDINARY BUSINESS

The Company Secretary informed that no notice of any other ordinary business was received by the Company.

6.7. AUTHORITY TO ISSUE SHARES – ORDINARY RESOLUTION 6

The Company Secretary informed that Ordinary Resolution 6 was to authorise the Directors of the Company to issue shares in the capital of the Company. The full text of Ordinary Resolution 6 was set out in the Notice of AGM dated 14 April 2026. The Company Secretary proposed the motion for Ordinary Resolution 6.

The following Ordinary Resolution 6 was duly tabled:

"That the Directors be authorised to issue shares in the Company."

The motion, seconded by Mr Lim Ting Ze, was put to vote by poll. The results of the votes cast for Ordinary Resolution 6 were as follows:

Ordinary Resolution 6	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	135,957,048	99.63%	502,400	0.37%

Based on the voting results, the Company Secretary declared Ordinary Resolution 6 carried.

6.8. MINDCHAMPS PRESCHOOL SHARE OPTION PLAN – ORDINARY RESOLUTION 7

The Company Secretary informed that Ordinary Resolution 7 was to authorise the Directors of the Company to grant options, allot and issue shares under the MindChamps PreSchool Share Option Plan. The full text of Ordinary Resolution 7 was set out in the Notice of AGM dated 14 April 2026. The Company Secretary proposed the motion for Ordinary Resolution 7.

The following Ordinary Resolution 7 was duly tabled:

"That the Directors be authorised to grant options, allot and issue shares under the MindChamps PreSchool Share Option Plan."

The motion, seconded by Ms Ting Bee Reen, was put to vote by poll. The results of the votes cast for Ordinary Resolution 7 were as follows:

Ordinary Resolution 7	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	136,411,648	99.96%	47,800	0.04%

Based on the voting results, the Company Secretary declared Ordinary Resolution 7 carried.

6.9. MINDCHAMPS PRESCHOOL PERFORMANCE SHARE PLAN – ORDINARY RESOLUTION 8

The Company Secretary informed that Ordinary Resolution 8 was to authorise the Directors of the Company to grant awards, allot and issue shares under the MindChamps PreSchool Performance Share Plan. The full text of the resolution is set out in the Notice of AGM dated 14 April 2026. The Company Secretary proposed the motion for Ordinary Resolution 8.

The following Ordinary Resolution 8 was duly tabled:

"That the Directors be authorised to grant awards, allot and issue shares under the MindChamps PreSchool Performance Share Plan."

The motion, seconded by Mr Lim Ting Ze, was put to vote by poll. The results of the votes cast for Ordinary Resolution 8 were as follows:

Ordinary Resolution 8	For		Against	
	No. of shares	Percentage (%)	No. of shares	Percentage (%)
	136,381,648	99.94%	77,800	0.06%

Based on the voting results, the Company Secretary declared Ordinary Resolution 8 carried.

7. CONCLUSION

There being no other business, the Chairman declared the AGM closed at 12:30 p.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

DAVID CHIEM PHU AN
CHAIRMAN OF THE MEETING

APPENDIX B
RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS BY SHAREHOLDERS FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 29 APRIL 2026

There were several overlapping questions raised by the shareholders, therefore, we have combined such questions to avoid repetition. The responses to substantial and relevant questions raised by the shareholders are set out below.

Question 1. A shareholder noted that while many parents are aware of the MindChamps brand, the wider investing public may not fully understand the Company's potential. In light of the "Value Unlock" initiatives by the Monetary Authority of Singapore and Singapore Exchange, he asked how the Company intends to enhance public and investor awareness of the MindChamps brand, improve shareholder value, and how the shareholders could support these efforts.

Company's Response: The Board responded that Management remains focused on long-term growth while preserving its core identity and continuing to innovate through research, technology and education-focused initiatives. The Board recognised the importance of translating innovation and technology investments into tangible business returns, and that this remains a key focus of Management. While building long-term value takes time, the Board expressed confidence that MindChamps' ongoing investments and strategic initiatives are expected to strengthen the business and enhance shareholder value over time.

Question 2. A shareholder asked whether resources are shared between the preschool business, Allied Care and MindSpace operations.

Company's Response: Management clarified that the businesses operate separately with their own premises and staff, with only limited sharing of office resources.

Question 3. A shareholder ("**Shareholder A**") asked about the expected timeline for the Company's investments and initiatives to be monetised.

Company's Response: The Chairman responded that building a strong global education brand requires time and that since the Company's listing in 2017, the Company had set out a timeframe of roughly at least a decade. He emphasised that Management remains fully committed to continuous improvement and staying differentiated.

Question 4. Shareholder A requested clarification regarding the status of franchise agreements in Australia and the Agreement for Lease ("**AFL**") arrangements, including whether the franchise fees paid are refundable.

Company's Response: The Chairman explained that under the Franchising Code of Conduct, the franchise fee becomes non-refundable after the expiry of a cooling off period. Separately, the AFLs are where franchisees commit to specific sites, with the developer/landlord then building the sites to MindChamps' specifications.

Question 5. Shareholder A asked whether the Company derives any financial benefits from its partnership with Western Sydney University, apart from enhancing the MindChamps brand.

Company's Response: The Chairman clarified that the partnership does not generate financial returns for either party. However, the University is able to apply for government grants to support joint research with our Company. He added that the partnership helps position the University at the forefront of early childhood education and research through its association with MindChamps as a global brand.

Question 6. Shareholder A asked how MindChamps is managing increasing regulatory concerns around screen time for young children and how this may affect the Company's curriculum.

Company's Response: The Chairman explained that MindChamps has, from the outset, focused on nurturing the child's mindset, creativity and character, rather than relying excessively on technology. He stressed the importance of equipping children with the ability to think critically and not simply accept

everything at face value. He added that technology should support learning rather than control it. MindChamps' education technology platforms are intended to deepen learning following physical learning, rather than replace it. He also highlighted that not all screen time is equal, as meaningful engagement is different from passive screen time.

Question 7. A shareholder asked how the Company intends to address cybersecurity risks in relation to the ELMSS platform, given that multiple functions and information are concentrated within one single platform, and any leakage of such information could result in significant reputational damage to the Company.

Company's Response: The Chairman explained that the Company takes cybersecurity very seriously, The Company has a dedicated cybersecurity team which monitors security continuously, supported by team members with strong background in securities. The Company also maintains insurance coverage in relation to such risks.

Question 8. A shareholder asked for an update on the Company's plans to enter the US market.

Company's Response: The Chairman shared that the Company is actively positioning itself in the US market and is currently focused on expanding the brand through strategic partnerships. He added that the Company already has a multiple unit franchise partner in the DMV region (Washington D.C., Maryland, and Virginia) and is also in discussions with potential partners across other states. He expressed hope that further announcements can be made within the next couple of quarters.

Question 9. On resolution 6, a shareholder asked whether the proposed authority for directors to issue shares would allow the Company to issue or place new shares and raised concerns about potential dilution given the current share price.

Company's Response: Resolution 6 is the general annual mandate sought at each AGM, pursuant to which shareholders authorise the directors to issue shares and/or instruments convertible into shares, without having to convene a separate extraordinary general meeting, provided that the aggregate number of shares to be issued shall not exceed 50% of the Company's issued shares, of which the aggregate number of shares to be issued other than a pro rata basis to shareholders does not exceed 20% of the total number of issued shares. Please see explanatory note (d) of the Notice of AGM dated 14 April 2026.