WEE HUR HOLDINGS LTD.

Company Registration Number: 200619510K
(Incorporated in the Republic of Singapore)
(the "**Company**")

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY (THE "EGM" OR THE "MEETING") HELD BY ELECTRONIC MEANS ON WEDNESDAY, 12 OCTOBER 2022 AT 11.30 A.M.

PRESENT

Directors (In attendance)	:	Mr Teo Choon Kow @ William Teo (Chairman) Mr Goh Yeow Lian - Executive Chairman and Managing Director Mr Goh Yew Tee - Deputy Managing Director Mr Goh Yeo Hwa - Executive Director Mr Goh Yew Gee - Non-Executive Director
Management (In attendance)	:	Ms Janet Lim – Chief Financial Officer Mr Goh Wee Ping – Chief Executive Officer of Wee Hur Capital Pte. Ltd.
Company Secretaries (Attended via live webcast)	:	Ms Tan Ching Chek Ms Teo Ah Hiong
Shareholders (Attended via live webcast)	:	As set out in the attendance records maintained by the Company

1.0 INTRODUCTION

1.1 Before the EGM commenced, Mr Teo Choon Kow @ William Teo, the Lead Independent Director of the Company, informed the Meeting that he had been requested to chair the EGM.

2.0 CHAIRMAN AND QUORUM

2.1 As the quorum was present, the Chairman called the Meeting to order at 11.38 a.m.. The Chairman extended a warm welcome to the shareholders who had joined the EGM by live webcast or live audio-only means.

3.0 NOTICE

3.1 As the Notice of the EGM together with the Proxy Form and the Circular to Shareholders dated 27 September 2022 had been published on the SGXNet and the Company's website on 27 September 2022, the Chairman took the Notice as read.

3.2 The Chairman informed the Meeting that the Company had released the presentation slides on 29 September 2022 on the overview of the Circular to enable shareholders to have a better understanding of this EGM before casting their votes. The Chairman added that there was no substantial and relevant question received from the shareholders prior to the EGM.

3.3 The Chairman informed the Meeting that the shareholders who were accessing the EGM proceedings via the audio-visual webcast platform may ask questions "live" by typing and submitting their questions through the live chat function on the webcast platform. Questions would be addressed during the live Q&A session. Similar questions would be consolidated. Questions for which responses had already been posted on the Company's website and on the SGXNet prior to the EGM, would not be addressed again. Responses to questions that were unaddressed due to time constraints would be posted on the Company's website and on the SGXNet after the EGM.

3.4 The Chairman introduced his fellow Board members and Management who were present in person, namely, the Executive Chairman and Managing Director of the Company, Mr Goh Yeow Lian, the Executive Director and Deputy Managing Director, Mr Goh Yew Tee and the Executive Director, Mr Goh Yeo Hwa, and the Non-Executive Director, Mr Goh Yew Gee, the Company's CFO, Ms Janet Lim and Mr Goh Wee Ping, the CEO of Wee Hur Capital Pte. Ltd. The Independent Director, Mr Robert Wong Kwan Seng had sent his apologies for not able to attend the EGM.

3.5 The Chairman informed the Meeting that the Company Secretaries also attended the EGM remotely.

3.6 The Chairman informed the Meeting that all votes on the resolutions tabled at the EGM would be conducted by poll in accordance with the Company's Constitution and the Listing Rule 730A(2) of the SGX-ST. Shareholders or their duly appointed proxies who were accessing the EGM proceedings via the audio-visual webcast platform could cast their votes live.

3.7 The Chairman informed the Meeting that TS Tay Public Accounting Corporation had been appointed as the scrutineer and they had verified the validity of the proxy forms submitted within the stipulated deadline.

3.8 The Chairman further informed the Meeting that he had been appointed as proxy by several shareholders and had voted in accordance with the instructions of these shareholders.

4.0 LIVE Q&A SESSION

4.1 The Chairman informed the shareholders that there was no question submitted live by the shareholders and appointed proxies.

4.2 A video had been played at this juncture to help shareholders and appointed proxies to understand the electronic voting process and how to vote.

5.0 BUSINESS OF MEETING

5.1 The Chairman then proceeded to introduce the motions tabled for approval at the EGM before proposing all motions. The Chairman informed the meeting that Ordinary Resolutions 1 to 5 are inter-conditional. If any of Ordinary Resolutions 1 to 5 are not approved, none of Ordinary Resolutions 1 to 5 would be passed.

6.0 ORDINARY RESOLUTION 1 THE PROPOSED DISPOSAL

6.1 The Chairman stated that the Ordinary Resolution 1 is to seek approval for the Company to dispose 9.9% of the units held in Wee Hur PBSA Master Trust to Reco Weather Private Limited.

7.0 ORDINARY RESOLUTION 2
THE PROPOSED GRANT AND EXERCISE OF THE UHA DEEMED TRANSFER OPTION

7.1 The Chairman stated that the Ordinary Resolution 2 relates to the proposed grant and exercise of the UHA Deemed Transfer Option by the Company on the terms and conditions of the Unitholders' Agreement.

8.0 ORDINARY RESOLUTION 3
THE PROPOSED GRANT AND EXERCISE OF THE UHA DEFAULT PUT OPTION

8.1 The Chairman stated that the Ordinary Resolution 3 relates to the proposed grant and exercise of the UHA Default Put Option by the Company on the terms and conditions of the Unitholders' Agreement.

9.0 ORDINARY RESOLUTION 4
THE PROPOSED EXERCISE OF THE WA COMPANY CALL OPTION

9.1 The Chairman stated that the Ordinary Resolution 4 relates to the proposed exercise of the WA Company Put Option by the Company on the terms and conditions of the Waterfall Agreement.

10.0 ORDINARY RESOLUTION 5
THE PROPOSED GRANT OF THE WA RECO CALL OPTION

10.1 The Chairman stated that the Ordinary Resolution 5 relates to the proposed grant of the WA Reco Call Option by the Company on the terms and conditions of the Waterfall Agreement.

11.0 ORDINARY RESOLUTION 6
THE PROPOSED CLARIFICATION AND AMENDMENT OF THE DEFINITION OF MANDATED INTERESTED PERSONS IN THE GENERAL IPT MANDATE CIRCULAR DATED 20 JANUARY 2022

11.1 The Chairman further stated that the Ordinary Resolution 6 relates to the clarification and amendment of the definition of "Mandated Interested Persons" in the General IPT Mandate Circular (including the renewal mandate thereof) to include Wee Hur PBSA Master Trust and all of its sub-trusts as well as Wee Hur PBSA Fund II and all of its sub-trusts.

11.2 The Chairman informed the Meeting that the Ordinary Resolution 6 is independent of, and is not conditional on, any other resolutions being passed.

11.3 The Chairman further informed the Meeting that the following interested persons and their respective associates had abstained from voting on the Ordinary Resolution 6:

(i) Mr Goh Yeow Lian;
(ii) Mr Goh Yew Tee;
(iii) Mr Goh Yeo Hwa;
(iv) Mr Goh Yew Gee;
(v) Mr Goh Yeu Toh;
(vi) Mr Goh Yew Lay;
(vii) GSC Holdings Pte Ltd;
(viii) Madam Tan Ah Hio;
(ix) Madam Liew Siew Keok;
(x) Madam Liu Li;

(xi) Madam Yu Siok Gek;
(xii) Madam Gaw Chu Lan;
(xiii) Ms Goh Liyan;
(xiv) Mr Goh Wee Ping;
(xv) Mr Goh Wee Shian; and
(xvi) Ms Goh Shi Hui.

12.0 VOTING

12.1 The Chairman proceeded to propose all the motions which have been tabled at the EGM and put these motions to the vote by poll. He informed the Meeting that shareholders or their duly appointed proxies have five minutes to cast their votes.

12.2 At the end of the voting period, the Chairman declared the voting closed.

12.3 The Chairman presented the results of the voting by poll for the motions tabled at the Meeting. The results were as follows:

	Votes For	**Votes Against**
Ordinary Resolution 1	596,702,174 (100%)	-
Ordinary Resolution 2	596,702,174 (100%)	-
Ordinary Resolution 3	596,702,174 (100%)	-
Ordinary Resolution 4	596,702,174 (100%)	-
Ordinary Resolution 5	596,702,174 (100%)	-
Ordinary Resolution 6	100,634,665 (100%)	-

12.4 Based on the results of the poll, the Chairman declared the following Ordinary Resolutions 1 to 6 carried and it was RESOLVED:

ORDINARY RESOLUTION 1 – THE PROPOSED DISPOSAL

THAT:

(a) approval be and is hereby given, for the Proposed Disposal (as defined in the Circular) on the terms and conditions of the Unit Sale Agreement, the principal terms of which are set out in the Circular, and the corollary performance of certain obligations by the Company under the Unitholders' Agreement and the Waterfall Agreement which require Shareholders' approval under Rule 1019 of the Listing Manual, being the UHA Deemed Transfer Option, the UHA Default Put Option, the WA Company Call Option and the WA Reco Call Option (as set out in the Circular); and

(b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the Proposed Disposal and any other transactions contemplated by this Ordinary Resolution.

ORDINARY RESOLUTION 2 – THE PROPOSED GRANT AND EXERCISE OF THE UHA DEEMED TRANSFER OPTION

THAT:

(a) approval be and is hereby given, for the Proposed Grant and Exercise of the UHA Deemed Transfer Option (as defined in the Circular) on the terms and conditions of the Unitholders' Agreement, the principal terms of which are set out in the Circular; and

(b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the Proposed Grant and Exercise of the UHA Deemed Transfer Option and any other transactions contemplated by this Ordinary Resolution.

ORDINARY RESOLUTION 3 – THE PROPOSED GRANT AND EXERCISE OF THE UHA DEFAULT PUT OPTION

THAT:

(a) approval be and is hereby given, for the Proposed Grant and Exercise of the UHA Default Put Option (as defined in the Circular) on the terms and conditions of the Unitholders' Agreement, the principal terms of which are set out in the Circular; and

(b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the Proposed Grant and Exercise of the UHA Default Put Option and any other transactions contemplated by this Ordinary Resolution.

ORDINARY RESOLUTION 4 – THE PROPOSED EXERCISE OF THE WA COMPANY CALL OPTION

THAT:

(a) approval be and is hereby given, for the Proposed Exercise of the WA Company Call Option (as defined in the Circular) on the terms and conditions of the Waterfall Agreement, the principal terms of which are set out in the Circular; and

(b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the Proposed Exercise of the WA Company Call Option and any other transactions contemplated by this Ordinary Resolution.

ORDINARY RESOLUTION 5 – THE PROPOSED GRANT OF THE WA RECO CALL OPTION

THAT:

(a) approval be and is hereby given, for the Proposed Grant of the WA Reco Call Option (as defined in the Circular) on the terms and conditions of the Waterfall Agreement, the principal terms of which are set out in the Circular; and

(b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the Proposed Grant of the WA Reco Call Option and any other transactions contemplated by this Ordinary Resolution.

ORDINARY RESOLUTION 6 – THE PROPOSED CLARIFICATION AND AMENDMENT OF THE DEFINITION OF MANDATED INTERESTED PERSONS IN THE GENERAL IPT MANDATE CIRCULAR DATED 20 JANUARY 2022

THAT:

(a) approval be and is hereby given, for the clarification and amendment of the definition of "Mandated Interested Persons" in the General IPT Mandate Circular (including the renewal mandate thereof) to include (i) the Master Trust and all of its sub trusts, and (ii) WH PBSA F2 and all of its sub trusts;

(b) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the SGX-ST ("**Chapter 9**"), for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" under Chapter 9, or any of them, to enter into the mandated transactions as set out in the General IPT Mandate Circular (including the renewal mandate thereof) with the amended definition of "Mandated Interested Persons" to include: (i) the Master Trust and all of its sub trusts, and (ii) WH PBSA F2 and all of its sub trusts, provided that such transactions are (i) made on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders and (ii) in accordance with the review procedures for such mandated transactions as set out in the General IPT Mandate Circular (including the renewal mandate thereof) ("**IPT Mandate**");

(c) the IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting of the Company;

(d) the Independent Directors of the Company and each of them be and are hereby authorised to do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to the IPT Mandate as they or each of them may in their or each of their sole and absolute discretion deem fit in the interests of the Company; and

(e) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendment, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests if the Company to give effect to the transactions contemplated and/or authorised by

and/or in connection with the proposed adoption of the IPT Mandate and/or this Ordinary Resolution (including approving any amendments to the IPT Mandate or variation orders).

13.0 CLOSURE

13.1 There being no other business, the Chairman thanked the shareholders for their attendance at this virtual EGM and their support. He wished everyone good health and stay safe.

The Chairman declared the meeting closed at 11.58 a.m.

Confirmed as a correct record

Signed
Teo Choon Kow @ William Teo
Chairman of the Meeting