

MIYOSHI LIMITED
(Company Registration No. 198703979K)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (EGM)

- PLACE** : 26 Boon Lay Way #01-80
Tradehub 21
Singapore 609970
- DATE** : Friday, 12 April 2024
- TIME** : 10.02 a.m.
- PRESENT** : Mr Lo Kim Seng - Independent Non-Executive Director
Mr Andrew Sin Kwong Wah - Executive Director and Chief Executive Officer
Mr Low See Lien - Independent Non-Executive Director
Mr Thomas Pek Ee Perh - Non-Independent Non-Executive Director
- IN ATTENDANCE** : As per the Attendance Record maintained by the Company.
- CHAIRMAN OF THE MEETING** : Mr Lo Kim Seng

QUORUM

As a quorum was present, the Chairman of the Meeting, Mr Lo Kim Seng (“**Mr Lo**”), declared the EGM open at 10.02 a.m.

Before proceeding with the matters stated in the Notice of the EGM, Mr Lo introduced the Directors and Financial Controller to the Shareholders.

NOTICE

The Notice convening the EGM dated 28 March 2024 was taken as read.

VOTING BY WAY OF POLL

The Chairman informed the Shareholders that as mentioned in the Notice of EGM and in accordance with the Company’s Constitution, the method of voting for the resolutions at the EGM would be conducted by way of poll.

If a Shareholder was attending in person or was validly appointed proxy for the EGM, he or she would have been issued an electronic keypad at the registration desk.

The Company has invited Shareholders to submit their questions prior to this EGM and the Company did not receive any questions from Shareholders by the deadline indicated.

The Chairman informed the Shareholders that Complete Corporate Services Pte Ltd (“**CCS**”) and Moore Stephens LLP have been appointed as polling agent and scrutineers, respectively for this EGM.

Before dealing with the business of the EGM, a representative from CCS gave a briefing on the poll voting procedure to the Shareholders.

The Chairman of the Meeting proceeded to the business of the EGM.

ORDINARY RESOLUTION 1:**THE PROPOSED RIGHTS ISSUE**

The item on the agenda is an ordinary resolution to seek the Shareholders’ approval for the proposed rights issue.

The Shareholders were informed that the full text of the Ordinary Resolution 1 was set out in the Notice of EGM and was taken as read.

The Chairman of the Meeting proceeded with the formalities of the EGM.

CONDUCT OF POLL

The motion was proposed by the Chairman of the Meeting and seconded by Mr Tan Hui Nam.

It was noted that no questions were raised at the EGM.

The Chairman of the Meeting invited the Shareholders to cast their votes for the motion tabled at the EGM.

RESULTS OF POLL

Following the tabulation of votes, the results of the poll were read:

	Votes	%
No. of votes for:	183,672,800	100
No. of votes against:	0	0
Total no. of votes casted:	183,672,800	100

Based on the result of the poll, the Chairman of the Meeting declared the following Ordinary Resolution 1 carried by way of a poll:

“IT WAS RESOLVED :

- (a) that it is proposing to undertake a renounceable non-underwritten rights issue (the **“Proposed Rights Issue”**) of up to 497,353,940 Rights Shares at the Issue Price, on the basis of three (3) Rights Shares for every four (4) existing Shares held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded, be and is hereby approved; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 1 and implement any of the foregoing as they think fit and in the interests of the Company.”

ORDINARY RESOLUTION 2:

THE WHITEWASH RESOLUTION

The item on the agenda is an ordinary resolution to seek the Shareholders’ approval for the whitewash resolution.

The Shareholders were informed that the full text of the Ordinary Resolution 2 was set out in the Notice of EGM and was taken as read.

CONDUCT OF POLL

The motion was proposed by the Chairman of the Meeting and seconded by Mr Tan Hui Nam.

The Chairman of the Meeting invited the Shareholders to cast their votes for the motion tabled at the EGM.

RESULTS OF POLL

Following the tabulation of votes, the results of the poll were read:

	Votes	%
No. of votes for:	2,779,000	100
No. of votes against:	0	0
Total no. of votes casted:	2,779,000	100

Based on the result of the poll, the Chairman of the Meeting declared the following Ordinary Resolution 2 carried by way of a poll:

“IT WAS RESOLVED that subject to and contingent upon the passing of Ordinary Resolution 1 herein in this Notice of EGM, and subject to the satisfaction of all the conditions set out in the Securities Industry Council's letter dated 26 January 2024, Independent Shareholders (other than the SF Concert Party Group as defined in the Circular, as well as parties not independent of them) do hereby, on a poll taken, unconditionally and irrevocably waive their rights to receive a mandatory general offer from the Undertaking Shareholder in accordance with Rule 14 of the Code in the event that he incurs an obligation to do so as a result of his subscription of his *pro rata* entitlement of Rights Shares and any Excess Rights Shares pursuant to the Irrevocable Undertaking.”

CONCLUSION

There being no other business to transact, the Chairman of the Meeting declared the EGM of the Company closed at 10.12 a.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

LO KIM SENG
CHAIRMAN OF THE MEETING

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Lee Khai Yinn (Tel: +65 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.