



SINGAPORELAND

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SINGAPORE LAND GROUP LIMITED (THE “COMPANY”)

PLACE : GARDEN BALLROOM, LEVEL 1, PARKROYAL COLLECTION MARINA BAY, 6 RAFFLES BOULEVARD, SINGAPORE 039594

DATE : FRIDAY, 26 APRIL 2024

TIME : 2.45 P.M.

PRESENT : BOARD OF DIRECTORS

Wee Ee Lim	Chairman, Non-Executive and Non-Independent
Eu Zai Jie, Jonathan	Executive and Non-Independent
Lance Yu Gokongwei	Non-Executive and Non-Independent
Liam Wee Sin	Non-Executive and Non-Independent
Chng Hwee Hong	Non-Executive and Independent
Tan Khiaw Ngoh	Non-Executive and Independent
Peter Sim Swee Yam	Non-Executive and Independent
Ng Shin Ein	Non-Executive and Independent
Tan Tiong Cheng	Non-Executive and Independent

COMPANY SECRETARY

Teo Hwee Ping

SHAREHOLDERS, PROXIES, OBSERVERS, AND INVITEES

As per Attendance Records maintained by the Company.

WELCOME ADDRESS AND QUORUM

Mr Wee Ee Lim, the Chairman (“**the Chairman**”) of Singapore Land Group Limited (the “**Company**”) welcomed the Shareholders, Directors, and invitees to the Extraordinary General Meeting (“**EGM**”).

The Chairman called the EGM to order following confirmation from the Company Secretary that there was a quorum present.

The Chairman then introduced the external legal advisers, Mr James Chan and Mr Max Tan from Rajah & Tann Singapore LLP, and the independent financial advisors, Mr Melvin Teo and Ms Amanda Low from Novus Corporate Finance Pte Ltd who were present to address any queries from shareholders regarding matters related to the Interested Person Transactions Mandate and the Independent Financial Adviser Letter.

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The Chairman informed the shareholders that he had been appointed as proxy by some shareholders and would be voting in accordance with their instructions.

NOTICE OF MEETING

The Notice of EGM dated 11 April 2024 was taken as read.

PURPOSE OF THE MEETING

The Company Secretary explained that the purpose of this EGM was to seek shareholders' approval for the proposed adoption of the general mandate for Interested Person Transactions (the "**Mandate**").

The proposed Mandate was intended to assist in streamlining processes and facilitating transactions between the Company and UOL Group Limited, which were entered in the ordinary course of business and were beneficial for reasons such as leveraging economies of scale.

Without the Mandate, the Company would need to announce, or announce and convene separate general meetings from time to time to seek shareholders' prior approval whenever transactions between the two Groups arise. This could incur substantial administrative time and costs.

Transactions under the Mandate must be above Board and need to remain on normal commercial terms. They must not be prejudicial to the interests of the Company and its minority shareholders, and there would be review processes in place to ensure this, including oversight and approval of each transaction above S\$100,000 by the Company's Audit and Risk Committee.

Further details on the rationale behind the Mandate and review procedures can be found at paragraphs 2.2.7 and 2.2.8 of the Circular respectively.

QUESTIONS AND ANSWERS

There were no questions received from shareholders either in advance or during the EGM.

ABSTENTION FROM VOTING

The shareholders were informed that UOL Group Limited and its associates were deemed to be Interested Persons of the Company, and therefore abstained from voting on the Ordinary Resolution tabled at the Meeting.

POLL VOTING PROCEDURE

Pursuant to the Company's Constitution and the Singapore Exchange's Listing Manual, all resolutions at the EGM were put to vote by way of a poll undertaken in real time via electronic means.

The Company Secretary informed Shareholders that the Company had appointed Boardroom Corporate & Advisory Services Pte. Ltd as the Polling Agent and RHT Governance, Risk & Compliance (Singapore) Pte Ltd as the Scrutineer.

A short video explaining the voting process was played and the Company Secretary demonstrated a Test Resolution.

The Chairman then proceeded with the business of the Meeting.

AS ORDINARY BUSINESS

ORDINARY RESOLUTION – THE PROPOSED ADOPTION OF THE GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS

The Chairman proposed that the following Resolution be put to the Meeting for approval:

“RESOLVED that:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual, for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" (as that term is used in Chapter 9 of the Listing Manual), or any of them to enter into any of the transactions falling within the types of Mandated Transactions with any party who is a Mandated Interested Person, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions;
- (b) the approval given in paragraph (a) above (the "IPT General 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; and
- (c) the Directors of the Company and/or any of them be and are and/or is hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/ or authorised by this Resolution.”

The votes were cast, and the results were tabulated as follows:

Votes For	%	Votes Against	%	Total Votes Cast
542,628,470	99.95	272,420	0.05	542,900,890

Based on the poll results, the Chairman declared the Resolution carried.

ANY OTHER BUSINESS

Having confirmed there was no other business, the Chairman ended the Meeting at 2.50 p.m. and thanked the Shareholders for their attendance and support.

Confirmed this 17th day of May 2024.

CHAIRMAN