

**RAFFLES EDUCATION LIMITED**  
**(Registration No.: 199400712N)**

**EXTRAORDINARY GENERAL MEETING (“EGM” or the “Meeting”)**

Date and Time: Tuesday, 13 February 2024 at 9.15 a.m. (*immediately after the Extraordinary General Meeting for the Proposed Disposal of Shares of 4 Vallees Pte. Ltd. held earlier in the day*)

Venue: 111 Somerset Road, #15-22 111 Somerset, Singapore 238164

Shareholders’ Present: As per attendance sheet

In attendance: Mr Chew Hua Seng (Chairman and Chief Executive Officer)  
Mdm Lim Siew Mun (Lead Independent Non-Executive Director)  
Mr Ng Kwan Meng (Independent Non-Executive Director)  
Mr Chua Chwee Koh (Independent Non-Executive Director)  
Mr Lim How Teck (Independent, Non-Executive Director)  
Mr Ho Yan Jun (Non-Independent, Non-Executive Director)  
Mr Kenneth Ho (Chief Financial Officer)  
Mr Yeo Siok Yong (External Auditor from BDO LLP)

No.	Issue
<b>1.0</b>	<b>WELCOME &amp; ATTENDANCE</b>
1.1	<p>The Chairman welcomed all members present to the Meeting. After obtaining confirmation from the Company Secretary’s office that there was a quorum present, the Chairman called the Meeting to order at 9.15 a.m. (<i>immediately after the Extraordinary General Meeting for the Proposed Disposal of Shares of 4 Vallees Pte. Ltd. held earlier in the day</i>).</p> <p>The Chairman informed the members that, in line with the requirements of the listing rules, the resolution at the Meeting would be put to vote by way of a poll. The Chairman informed the members that polling shall be conducted in a paperless manner using mobile phones. The Chairman informed the members that ConveneAGM has been appointed as the Electronic Polling Service provider, B.A.C.S. Private Limited has been appointed as the Polling Agent and Gong Corporate Services Pte. Ltd. has been appointed as the Scrutineer.</p> <p>The Meeting noted the poll voting process.</p>
<b>2.0</b>	<b>NOTICE OF MEETING</b>
2.1	<p>The Chairman suggested that the notice convening the Meeting, having been circulated to all shareholders within the requisite period before the Meeting, be taken as read.</p> <p>The Chairman advised members that he would begin by introducing the agenda item and thereafter request for a proposer and a seconder. Following this, the Chairman would invite members to put forth their queries on the motion, which he and his fellow Board members would attempt to answer. A poll would be taken on the motion put before the Meeting once the queries raised by the members had been dealt with accordingly.</p>
<b>SPECIAL RESOLUTION</b>	
<b>3.0</b>	<b>PROPOSED ADOPTION OF NEW CONSTITUTION</b>

**RAFFLES EDUCATION LIMITED**

Extraordinary General Meeting held on 13 February 2024

3.1	<p>The Chairman informed that the item of the agenda was to seek the approval for the proposed adoption of new constitution.</p> <p>The Chairman then invited questions from the floor after the motion to review the proposed adoption of new constitution had been duly proposed and seconded.</p>														
3.2	<p>As there were no questions on the motion, the following special resolution was put to shareholders by way of a poll:-</p> <table border="1" data-bbox="308 539 1473 853"> <thead> <tr> <th data-bbox="308 539 596 779" rowspan="2"><b>Total number of shares represented by votes for and against the relevant resolution</b></th> <th colspan="2" data-bbox="596 539 1054 577"><b>For</b></th> <th colspan="2" data-bbox="1054 539 1473 577"><b>Against</b></th> </tr> <tr> <th data-bbox="596 577 826 779"><b>Number of shares</b></th> <th data-bbox="826 577 1054 779"><b>As a percentage of total number of votes for the resolution (%)</b></th> <th data-bbox="1054 577 1262 779"><b>Number of shares</b></th> <th data-bbox="1262 577 1473 779"><b>As a percentage of total number of votes against the resolution (%)</b></th> </tr> </thead> <tbody> <tr> <td data-bbox="308 779 596 853">693,925,093</td> <td data-bbox="596 779 826 853">693,725,785</td> <td data-bbox="826 779 1054 853">99.97%</td> <td data-bbox="1054 779 1262 853">199,308</td> <td data-bbox="1262 779 1473 853">0.03%</td> </tr> </tbody> </table> <p>Based on the result, the Chairman declared that the resolution carried and it was RESOLVED:</p> <p>“THAT:</p> <p>(a) the regulations contained in the new constitution of the Company reproduced in its entirety in Appendix B to the Circular (“<b>Constitution</b>”), be and are hereby approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association of the Company (“<b>Proposed Adoption of the New Constitution</b>”); and</p> <p>(b) the directors of the Company and any one of them be and is/are hereby authorised and empowered to approve, complete and do all such acts and things (including without limitation, to approve, modify, sign, seal, execute and deliver all such documents as may be required) as he or they may consider expedient, desirable or necessary or in the interests of the Company to give effect to the Proposed Adoption of the New Constitution and/or authorised by this resolution, or for all the foregoing purposes; and</p> <p>(c) to the extent that any act in connection with the matters referred to in the above paragraphs of this special resolution has been performed or otherwise undertaken (whether partially or otherwise), they be and are hereby approved, ratified and confirmed.”</p>	<b>Total number of shares represented by votes for and against the relevant resolution</b>	<b>For</b>		<b>Against</b>		<b>Number of shares</b>	<b>As a percentage of total number of votes for the resolution (%)</b>	<b>Number of shares</b>	<b>As a percentage of total number of votes against the resolution (%)</b>	693,925,093	693,725,785	99.97%	199,308	0.03%
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<b>4.0</b>	<b>TERMINATION OF MEETING</b>														
4.1	There being no further business, the Meeting terminated with a vote of thanks to the Chair at 9.20 a.m.														

Confirmed by

CHEW HUA SENG  
**CHAIRMAN OF THE MEETING**