

CLEARBRIDGE HEALTH LIMITED
(Company Registration No. 201001436C)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

Minutes of the Annual General Meeting of the Company (the “AGM” or “Meeting”)

Date : Monday, 29 April 2024

Time : 10.00 a.m.

Place : 1 Pemimpin Drive, #11-05 One Pemimpin, Singapore 576151

Present : As per the attendance sheet maintained by the Company.
(Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012 of Singapore, the names of the attendees of the Meeting will not be published in this minutes)

CHAIRMAN

Mr Chen Johnson presided as the Chairman of the AGM (“**Chairman**”). The Chairman welcomed the shareholders of the Company (“**Shareholders**”), proxies and board of directors of the Company (the “**Board**”) for their attendance.

QUORUM

Upon confirmation of the requisite quorum, the Chairman called the Meeting to order at 10.00 a.m.

NOTICE OF MEETING

With the concurrence of the Shareholders at the Meeting, the notice of the AGM dated 12 April 2024 (“**Notice**”), which has been circulated to the Shareholders for the required statutory period, was taken as read.

POLL VOTING PROCEDURES

The Chairman informed the Meeting that he had been appointed as proxy by a number of Shareholders and that he would be voting in accordance with their instructions.

The Meeting was further informed that pursuant to Regulation 65 of the Company’s constitution (the “**Constitution**”) and Rule 730A(2) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), all proposed resolutions as set out in the Notice (“**Resolutions**”) would be decided by way of poll electronically using the Shareholders’ smartphones.

The Chairman informed that the Company has appointed Agile 8 Solutions Pte. Ltd. as scrutineer (the “**Scrutineer**”) and Trusted Services Pte. Ltd. as the polling agent for the verification and supervision of the counting of votes cast by Shareholders.

The Chairman took the Shareholders through the voting procedures. A video on how the Shareholders and proxies present cast their votes or change their votes during the AGM was played. The poll results of all proposed Resolutions would be announced after completion of the voting procedures.

ADVANCED QUESTIONS FROM SHAREHOLDERS

The Chairman informed the Meeting that the Company did not receive any questions from Shareholders prior to the AGM and he proceeded with the proposed Resolutions.

To streamline the proceedings, the Chairman, in his capacity as a Shareholder, would propose all motions, save for Resolution 3 and no seconder would be called as it is not required by law. The Meeting was further informed that Shareholders would be invited for questions after each Resolution was proposed.

MEETING AGENDA

ORDINARY BUSINESS

ORDINARY RESOLUTION 1 – TO RECEIVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023, THE DIRECTORS’ STATEMENT AND THE AUDITOR’S REPORT THEREON

The Chairman addressed the first item on the agenda which was to receive and adopt the audited financial statements of the Company for the financial year ended 31 December 2023 together with the directors’ statement and auditor’s report thereon. The audited financial statements together with the directors’ statement and auditor’s report for the financial year ended 31 December 2023 were set out on pages 88 to 191 of the Annual Report.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

“THAT the audited financial statements for the financial year ended 31 December 2023 together with the directors’ statement and the auditors’ report thereon be hereby received and adopted.”

ORDINARY RESOLUTION 2 – TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF S\$150,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2024, PAYABLE QUARTERLY IN ARREARS

Resolution 2 dealt with the payment of directors’ fees of S\$150,000 for the financial year ending 31 December 2024, payable quarterly in arrears.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

“THAT the payment of the directors’ fees of S\$150,000 for the financial year ending 31 December 2024, payable quarterly in arrears, be approved.”

As the next Resolution related to his re-election as a director of the Company (“**Director**”), the Chairman passed the chair to the Executive Director and Chief Executive Officer of the Company, Mr Yee Pinh Jeremy (“**Mr Yee**”), to take Shareholders through the motion.

ORDINARY RESOLUTION 3 – TO RE-ELECT MR CHEN JOHNSON AS A DIRECTOR OF THE COMPANY

Resolution 3 dealt with the re-election of Mr Chen Johnson as a Director, who was retiring by rotation pursuant to Regulation 98 of the Constitution. Mr Chen Johnson being eligible, had signified his consent to continue in office. It was explained that Mr Chen Johnson, upon his re-election as a Director, will remain as a Non-Executive Non-Independent Chairman and a member of the Remuneration Committee.

Upon being proposed by Mr Yee and there being no questions, the following motion was put to vote by poll:

“THAT Mr Chen Johnson be re-elected as a Director of the Company.”

Mr Yee then handed over the chair back to Chairman to continue with the proceedings of the Meeting.

ORDINARY RESOLUTION 4 – TO RE-ELECT MR MAH HOW SOON (MA HAOSHUN) AS A DIRECTOR OF THE COMPANY

Resolution 4 dealt with the re-election of Mr Mah How Soon (Ma Haoshun) as a Director, who was retiring by rotation pursuant to Regulation 98 of the Constitution. Mr Mah How Soon (Ma Haoshun) being eligible, had signified his consent to continue in office. It was explained that Mr Mah How Soon (Ma Haoshun), upon his re-election as a Director, will remain as an Independent Director, chairman of Nominating Committee and a member of Audit Committee. It was noted that Mr Mah How Soon (Ma Haoshun) was considered to be independent for the purpose of Rule 704(7) of the Catalist Rules.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

“THAT Mr Mah How Soon (Ma Haoshun) be re-elected as a Director of the Company.”

ORDINARY RESOLUTION 5 – TO RE-APPOINT MESSRS CLA GLOBAL TS PUBLIC ACCOUNTING CORPORATION AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Resolution 5 was to re-appoint Messrs CLA Global TS Public Accounting Corporation as auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration. Messrs CLA Global TS Public Accounting Corporation had consented to act as auditors of the Company.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

“THAT Messrs CLA Global TS Public Accounting Corporation be re-appointed as auditors of the Company for the financial year ending 31 December 2024 and that the Directors be authorised to fix their remuneration.”

The Chairman proceeded to sixth item on the agenda and informed the Meeting that the Company Secretary had confirmed there was no notice of any other ordinary business had been received from Shareholders. As such, the Meeting proceeded to consider the Special Business to be transacted at the Meeting.

SPECIAL BUSINESS

ORDINARY RESOLUTION 6 – TO AUTHORISE THE DIRECTORS TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY

The Chairman moved on to Resolution 6 which was to seek Shareholders' approval to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore ("Act") and Rule 806 of the Catalist Rules and the Constitution. The full text of the proposed resolution was as set out in the Notice.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

"THAT pursuant to Section 161 of the Companies Act 1967 of Singapore (the "Act") and Rule 806 of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist ("Catalist Rules") and the Constitution, the Directors be and are hereby authorised to:

- I. (a) allot and issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or
- (b) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures, or other instruments convertible into Shares;

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- II. (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

- (a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution), shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to the existing shareholders of the Company ("Shareholders") shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below);
- (b) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) that may be issued under sub-paragraph (a) above, the percentage of the issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of any convertible securities;
 - (ii) new Shares arising from exercising of share options or vesting of share awards, provided that such share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (iii) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) of the Catalist Rules are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate;

- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and all applicable legal requirements under the Act and the Constitution for the time being; and**
- (d) the authority conferred by this Resolution shall, unless revoked or varied by the Company in a general meeting, continue to be in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.”**

ORDINARY RESOLUTION 7 – TO AUTHORISE THE DIRECTORS TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES PURSUANT TO THE CLEARBRIDGE HEALTH PERFORMANCE SHARE PLAN (“PSP”)

Resolution 7 was to seek Shareholders’ approval for the Directors to grant awards and allot and issue shares pursuant to the PSP. The full text of the proposed resolution was as set out in the Notice.

Upon being proposed by the Chairman and there being no questions, the following motion was put to vote by poll:

“THAT pursuant to Section 161 of the Act, authority be and is hereby given to the Directors to:

- I. offer and grant awards (“Awards”) from time to time in accordance with the provisions of the Clearbridge Health Performance Share Plan (the “PSP”); and**
- II. allot and issue from time to time such number of new Shares as may be required to be issued pursuant to the vesting of Awards granted under the PSP,**

provided always that the aggregate number of Shares issued and issuable pursuant to the Awards granted under the PSP, when added to (i) the number of Shares issued and issuable and/or transferred or transferable in respect of all Awards granted thereunder; and (ii) all other Shares issued and issuable and/or transferred or transferable in respect of all share options granted or share awards granted under any other share incentive schemes or share plans adopted by the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time; and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.”

CLOSURE OF QUESTIONS AND ANSWERS

There being no questions received from the Shareholders during the AGM, the Meeting proceeded with the poll voting.

POLL VOTING AND DECLARATION OF POLL RESULTS

The Chairman proceeded to conduct the poll voting and Shareholders were given time to cast their votes. The AGM was adjourned by the Chairman to facilitate the validation of votes.

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The AGM reconvened at 10.20 a.m. and the Chairman called the Meeting to order for the declaration of poll results. Based on the poll results projected on the screen as follows, the Chairman declared that all Resolutions tabled at the Meeting were carried:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against		
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	
Ordinary Business						
1. To receive and adopt the audited financial statements of the Company for the financial year ended 31 December 2023, the Directors' statement and the auditor's report thereon	137,215,300	135,175,300	98.51	2,040,000	1.49	
2. To approve the payment of Directors' fees of S\$150,000 for the financial year ending 31 December 2024, payable quarterly in arrears	61,226,896	59,186,896	96.67	2,040,000	3.33	
3. To re-elect Mr Chen Johnson as a Director of the Company	61,686,200	59,646,200	96.69	2,040,000	3.31	
4. To re-elect Mr Mah How Soon (Ma Haoshun) as a Director of the Company	137,215,300	135,175,300	98.51	2,040,000	1.49	
5. To re-appoint Messrs CLA Global TS Public Accounting Corporation as auditors of the Company and to authorise the Directors to fix their remuneration	137,215,300	135,175,300	98.51	2,040,000	1.49	

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Special Business						
6.	To authorise the Directors to allot and issue shares in the capital of the Company	136,795,600	134,755,600	98.51	2,040,000	1.49
7.	To authorise the Directors to grant awards and to allot and issue shares pursuant to the Clearbridge Health Performance Share Plan	54,469,200	52,429,200	96.25	2,040,000	3.75

CLOSING

There being no other business to be transacted, the Chairman declared the AGM closed at 10.24 a.m. and thanked all present for their attendance.

Signed as a true record
of the proceedings thereat

CHEN JOHNSON
Chairman

Date: 27 May 2024