

NAUTICAWT LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201108075C)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY
(THE “EGM” or “MEETING”)

MODE OF MEETING : By way of electronic means

DATE : Tuesday, 4 January 2022

TIME : 10:00 a.m.

PRESENT : Please refer to the Attendance List (enclosed in this set of minutes)

CHAIRMAN : Dr Chirasak Chiyachantana
(Non-Independent Non-Executive Chairman)

CHAIRMAN

Mr Kenny Lim Yeow Hua (“**Mr Lim**”) on behalf of Dr Chirasak Chiyachantana (“**Dr Chiyachantana**” or the “**Chairman**”) duly welcomed all who were present via electronic means at the Meeting.

QUORUM

As the Share Registrar has verified the identity of the authenticated Shareholders who have registered to attend the Meeting via live webcast and/or audio only means, and proxies lodged have been checked and found to be in order, Mr Lim called the Meeting to order at 10:00 a.m. after ascertaining from the Share Registrar and Company Secretary that a quorum was present.

CONDUCT OF THE MEETING VIA LIVE WEBCAST AND/OR AUDIO ONLY MEANS

Mr Lim referred to the announcement dated 20 December 2021 which has been published on the SGXNet and the Company’s corporate website. Pursuant to the relevant regulatory rules and guidelines regarding the conduct of general meetings during the pandemic when safe distancing measures are in place, the Company has arranged for the EGM proceedings to be held by way of live webcast and/or audio only means. Shareholders are required to submit their proxy forms before the Meeting.

Mr Lim then introduced the Directors who were present electronically via live webcast at the Meeting to the Shareholders.

NOTICE OF EGM

The Notice of EGM dated 20 December 2021 which included the supplementary advisory on additional measures in which general meetings are to be conducted during the period when elevated safe distancing measures are in place, was taken as read as all pertinent information relating to the proposed resolution tabled at the Meeting (the “**Resolution**”) was set out in the Notice of EGM of the Company which had been circulated to Shareholders via SGXNET announcement on 20 December 2021.

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MODE OF VOTING

Entrust Advisory Pte. Ltd. had been appointed as the Company’s Scrutineers (“**Scrutineers**”) and Tricor Barbinder Share Registration Services as the Polling Agent.

In his capacity as the Chairman of the Meeting, Dr Chiyachantana had been appointed as the proxy by Shareholders who had directed him to vote on their behalf. Therefore, Dr Chiyachantana has voted in accordance with the instruction of the Shareholders who have appointed him as proxy.

QUERIES FROM THE SHAREHOLDERS

In its Notice of EGM dated 20 December 2021, the Company had invited the Shareholders to submit their queries in advance with regards to any of the Resolution as set out in the Notice of EGM prior to the Meeting. It was noted that no questions from Shareholders were received.

Mr Lim proceeded with reviewing the resolution tabled at the Meeting.

ORDINARY BUSINESS

RESOLUTION – THE PROPOSED CHANGE OF AUDITORS

Resolved that:

- (a) the resignation of Foo Kon Tan LLP (“**FKT**”) as auditors of the Company be and is hereby noted;
- (b) the appointment of BDO LLP (“**BDO**”) as auditors of the Company, with effect from the date of Shareholders’ approval of this Ordinary Resolution to hold office until the conclusion of the next Annual General Meeting at such remuneration and on such terms to be agreed between the Directors and BDO be and is hereby approved; and
- (c) the Directors of the Company or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to this Ordinary Resolution as they or he may think fit.

As a proxy for Shareholders, the Chairman has voted on the Resolution in accordance with the instructions of Shareholders.

COUNTING OF VOTES

The validity of the proxies submitted by the Shareholders have been reviewed and all valid votes have been counted and verified.

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RESULTS OF VOTING

Mr Lim announced the results of the poll for the Resolution as follows:

Resolution – The Proposed Change of Auditors

Those in favour: 424,775,100 votes (100%)

Those against: 0 votes (0%)

424,775,100 votes (100%)

Accordingly, Mr Lim declared that the Resolution was duly carried unanimously, on a poll vote.

CONCLUSION OF MEETING

There being no other business, the Meeting concluded at 10:05 a.m. with a vote of thanks to Mr Lim and the Chairman.

Mr Lim also informed Shareholders that the Company will release the announcement on the results of the EGM on SGXNET.

CONFIRMED AS A TRUE AND ACCURATE RECORD OF THE PROCEEDINGS

[SIGNED]

CHIRASAK CHIYACHANTANA
CHAIRMAN OF THE MEETING

ATTENDANCE LIST

Attendance via LIVE WEBCAST and/or AUDIO ONLY MEANS

Board of Directors

Dr Chirasak Chiyachantana	-	Non-Independent Non-Executive Chairman
Dr Kunchit Singsuwan	-	Independent Director
Dr Aphichat Sramoon	-	Independent Director
Mr Kenny Lim Yeow Hua	-	Independent Director

Management

Ms Jennifer Zhang	-	Consultant
Ms Jillada Leesakul	-	Assistant of Dr Chirasak Chiyachantana
Ms Paratsa Indra Opas	-	Assistant of Dr Chirasak Chiyachantana

Professionals

Company Secretary	-	Mr Chua Kern
Independent Auditors	-	BDO LLP
Polling Agent	-	Tricor Barbinder Share Registration Services
Sponsor	-	UOB Kay Hian Private Limited

Shareholders

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the name of Shareholders who participated in the EGM via LIVE WEBCAST and/or AUDIO ONLY MEANS will not be published in this set of minutes.