

ASIATIC GROUP (HOLDINGS) LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 200209290R)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : Republic of Singapore Yacht Club, 52 West Coast Ferry Road,
Singapore 126887

DATE : Tuesday, 29 July 2025

TIME : 10.30 a.m.

PRESENT : **Board of Directors**
Mr. Chia Soon Hin William – Independent Chairman
Mr. Tan Boon Kheng – Managing Director
Mr. Yip Mun Foong, James – Independent Director
Mr. Koh Kew Siong, Douglas – Independent Director

Shareholders
As per attendance record maintained by the Company.

IN ATTENDANCE : As per attendance record maintained by the Company.

CHAIRMAN : Mr. Chia Soon Hin William

INTRODUCTION

The Chairman welcomed shareholders for their attendance at the Annual General Meeting of the Company (“**AGM**” or the “**Meeting**”) and declared the AGM opened. Having ascertained that a quorum was present, the Chairman called the Meeting to order at 10.30 a.m.

The Chairman introduced the Directors, Financial Controller, Company Secretary, Auditors and Sponsor present at the Meeting.

NOTICE

The notice of the AGM dated 14 July 2025 convening the Meeting was taken as read.

The Chairman informed shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by a number of shareholders and would be voting in accordance with the instructions given. Chairman also called for the voting on all the resolutions to be conducted by poll pursuant to the Company’s Constitution. The voting by poll was in line with requirement under the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”).

To facilitate the polling process, Chairman informed the shareholders that the poll voting on each resolution would be taken after all motions have been formally proposed and seconded.

QUESTIONS FROM SHAREHOLDER

The Chairman informed shareholders that the Company has responded to all questions received from a shareholder via an announcement published to the SGXNet on 23 July 2025.

Then, the Chairman proceeded with the agenda of the Meeting.

ORDINARY BUSINESS

ORDINARY RESOLUTION 1 – DIRECTORS’ STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

The Meeting proceeded to receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 31 March 2025 and the Auditors’ Report thereon.

The motion was proposed by the Chairman and seconded by a shareholder present.

There being no question, the Chairman proceeded with the next agenda of the Meeting.

ORDINARY RESOLUTION 2 – RE-ELECTION OF MR. CHIA SOON HIN WILLIAM AS DIRECTOR

Ordinary Resolution 2 was to re-elect Mr. Chia Soon Hin William (“**Mr. William Chia**”) as a Director, who was retiring pursuant to Regulation 103 of the Company’s Constitution. Mr. Tan Boon Kheng, the Managing Director of the Company took over the chair of this resolution.

It was noted that Mr. William Chia would, upon re-election as a Director of the Company, remains as the Independent Chairman, and a member of the Audit and Risk Committee, Nominating Committee and Remuneration Committee of the Company. He is considered independent for the purposes of Rule 704(7) of the Catalist Rules.

The motion was proposed by the Chairman and seconded by a shareholder present.

There being no question, the chair was returned to Mr. William Chia to proceed with the Meeting.

ORDINARY RESOLUTION 3 – DIRECTORS’ FEES

Ordinary Resolution 3 was to approve the payment of Directors’ Fees of up to S\$105,000 for the financial year ending 31 March 2026, payable quarterly in arrears.

The motion was proposed by the Chairman and seconded by a shareholder present.

There being no question, the Chairman proceeded with the next agenda of the Meeting.

ORDINARY RESOLUTION 4 – RE-APPOINTMENT OF AUDITORS

Ordinary Resolution 4 was to re-appoint Messrs Foo Kon Tan LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.

Shareholders were informed that the retiring auditors, Messrs Foo Kon Tan LLP, had expressed their willingness to continue in office.

The motion was proposed by the Chairman and seconded by a shareholder present.

There being no question, the Chairman proceeded with the next agenda of the Meeting.

ANY OTHER BUSINESS

As no notice of any other ordinary business had been received by the Company Secretary, the Meeting proceeded to deal with the special business of the Meeting.

ORDINARY RESOLUTION 5 – AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman of the Meeting informed shareholders that Ordinary Resolution 5 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore, and Rule 806 of the Catalist Rules.

The motion was proposed by the Chairman and seconded by a shareholder present.

There being no question, the Chairman proceeded with the next agenda of the Meeting.

POLL VOTING

Boardroom Corporate & Advisory Services Pte. Ltd. (the “**polling agent**”) was appointed as polling agent for the poll voting process, while Agile 8 Advisory Pte. Ltd. was the appointed Scrutineers of the Meeting.

The Meeting proceeded with the poll voting process on the Ordinary Resolutions 1 to 5 after the Company Secretary explained the polling procedure to the shareholders present.

RESULTS OF THE POLL

Following the votes be verified by the Scrutineer, the results of the votes were as follows:

ORDINARY RESOLUTION 1 – DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	: 1,818,409,297	100.00%
Number of votes “AGAINST”	: 0	0.00%
Total number of votes cast	: <u>1,818,409,297</u>	<u>100.00%</u>

Based on the votes cast, Resolution 1 was declared carried and it was RESOLVED as an ordinary resolution:

“That the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 March 2025 together with the Auditors’ Report be received and adopted.”

ORDINARY RESOLUTION 2 – RE-ELECTION OF MR. CHIA SOON HIN WILLIAM AS A DIRECTOR

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR” :	1,818,409,297	100.00%
Number of votes “AGAINST” :	0	0.00%
Total number of votes cast :	<u>1,818,409,297</u>	<u>100.00%</u>

Based on the votes cast, Resolution 2 was declared carried and it was RESOLVED as an ordinary resolution:

“That Mr. Chia Soon Hin William be re-elected as a Director of the Company.”

ORDINARY RESOLUTION 3 – DIRECTORS’ FEES

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR” :	1,818,409,297	100.00%
Number of votes “AGAINST” :	0	0.00%
Total number of votes cast :	<u>1,818,409,297</u>	<u>100.00%</u>

Based on the votes cast, Resolution 3 was declared carried and it was RESOLVED as an ordinary resolution:

“That the payment of Directors’ fees of up to S\$105,000 for the financial year ending 31 March 2026, to be paid quarterly in arrears be approved.”

ORDINARY RESOLUTION 4 – RE-APPOINTMENT OF AUDITORS

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR” :	1,818,409,297	100.00%
Number of votes “AGAINST” :	0	0.00%
Total number of votes cast :	<u>1,818,409,297</u>	<u>100.00%</u>

Based on the votes cast, Resolution 4 was declared carried and it was RESOLVED as an ordinary resolution:

“That Messrs Foo Kon Tan LLP, be re-appointed as the Company’s Auditors until the conclusion of the next Annual General Meeting and the Directors be authorised to fix their remuneration.”

ORDINARY RESOLUTION 5 – AUTHORITY TO ALLOT AND ISSUE SHARES

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,818,409,297	100.00%
Number of votes “AGAINST”	0	0.00%
Total number of votes cast	1,818,409,297	100.00%

Based on the votes cast, Resolution 5 was declared carried and it was RESOLVED as an ordinary resolution:

“That pursuant to Section 161 of the Companies Act 1967 (the “**Companies Act**”) and subject to Rule 806 of Section B of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual: Rules of Catalist (“**Catalist Rules**”), authority be given to the Directors of the Company to:

- (a) (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be allotted and issued, including but not limited to the creation and issue of (as well as adjustments to, provided that the adjustments do not give the holder a benefit that a shareholder does not receive) options, warrants, debentures, convertible securities or other instruments convertible into Shares,
- at any time and upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit; and
- (b) (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Ordinary Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments, made or granted pursuant to this Ordinary Resolution) to be issued pursuant to this Ordinary Resolution shall not exceed one hundred per centum (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to all shareholders of the Company shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Ordinary Resolution, after adjusting for:

- (i) new Shares arising from the conversion or exercise of any convertible securities;
- (ii) new Shares arising from exercise of share options or vesting of share awards provided the options or 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;
- (iv) in exercising the authority conferred by this Ordinary 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 the Constitution for the time being of the Company; and
- (v) (unless revoked or varied by the Company in general meeting), the authority conferred by this Ordinary Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier."

CONCLUSION

There being no other business to transact, the Chairman declared the AGM of the Company closed at 11.04 a.m. and thanked everyone for their attendance.

Confirmed as True Record of Proceedings Held

Chia Soon Hin William
Chairman of the Meeting

This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr. Joseph Au at 36 Robinson Road, #10-06 City House, Singapore 068877, Email: sponsor@rhtqoc.com.
