AEDGE GROUP LIMITED
(Company Registration Number: 201933214E)
(Incorporated in the Republic of Singapore)
(the "**Company**")

MINUTES OF ANNUAL GENERAL MEETING

DATE	:	Wednesday, 28 October 2026
TIME	:	10.30 a.m.
VENUE	:	SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387
PRESENT	:	**Board of Directors** Mr Poh Soon Keng - Executive Chairman and Chief Executive Officer ("**CEO**") Mr Ng Choon Beng - Executive Director and Chief Operating Officer (Engineering) Mr Lim Tai Toon - Lead Independent Director Mr Goh Joon Lian - Independent Non-Executive Director Mr Cheam Heng Haw - Independent Non-Executive Director **Shareholders** As set out in the attendance records maintained by the Company.
IN ATTENDANCE	:	Members of management and external professionals as set out in the attendance records maintained by the Company.
CHAIRMAN OF THE MEETING	:	Mr Poh Soon Keng

1. INTRODUCTION & QUORUM

1.1 Mr Poh Soon Keng, Executive Chairman and CEO of the Company, welcomed shareholders to the Annual General Meeting (the "**Meeting**" or "**AGM**") of the Company. As a quorum was present, the Chairman declared the Meeting open.

1.2 The Chairman introduced the Board of Directors ("**Board**") present at the AGM.

1.3 Voting was by poll. Tricor Barbinder Share Registration Services and CitadelCorp Pte. Ltd. had been appointed as polling agent and independent scrutineer respectively for the conduct of the poll. The validity of the proxies submitted by shareholders had been duly verified and the votes of all such valid proxies had been duly counted and verified.

1.4 It was noted that the Chairman had been appointed as proxy by some shareholders and he would be voting in accordance with those shareholders' instructions.

2. QUESTION & ANSWER SESSION

2.1 As set out in the notice convening the AGM dated 12 October 2026 ("**Notice**"), shareholders were invited to pre-submit their questions relating to the Resolutions tabled at the Meeting. The Company did not receive any questions from shareholders in advance of the AGM. The Chairman noted that the Company had received questions from the Securities Investors Association (Singapore) ("SIAS"), and the Company's responses to the SIAS questions were announced on SGXNET on 23 October 2026.

2.2 Shareholders were invited to raise their questions, if any, before proceeding to the Resolutions.

2.3 Shareholder A enquired about the acquisition price per square foot of each investment property, the breakdown of the inter-segment revenue and the rationale for the proposed share buyback mandate.

2.4 The Chairman shared the acquisition price per square foot of each of the Group's investment properties, noting that the breakdown of the land and floor area of each property is disclosed in the Company's Annual Report and that the acquisition prices had been disclosed in the Company's past announcements. The Chairman highlighted that such figures are not directly comparable due to the location, plot size and build-up of each property.

2.5 Inter-segment revenue, which was S$5.37 million in the financial year ended 30 June 2026, arose mainly from the supply of labour and related services by the engineering segment to other segments of the Group, as well as rental charged by the investment properties segment to other segments of the Group, including for the engineering segment's use of Beryl House for the storage of equipment. All inter-segment revenue is fully eliminated on consolidation.

2.6 The proposed share buyback mandate is widely adopted by SGX-listed companies and gives the Board the flexibility to buy back the Company's shares, if appropriate. Any purchase or acquisition of shares under the mandate would be subject to prevailing market conditions, and the mandate would also help to mitigate short-term volatility in the Company's share price. The mandate would be used prudently without affecting the Company's growth plans or financial position.

2.7 Shareholder A also enquired about the increase in the Company's issued share capital. The Chairman explained that the increase was attributable to (i) the bonus issue of 53,974,950 new shares on the basis of one bonus share for every two existing shares, which was completed on 25 March 2026, and (ii) the placement of 16,667,000 new shares at an issue price of S$0.21 per share, which was completed on 6 August 2026 after the end of the financial year.

2.8 As there were no further questions received from other shareholders, the Chairman declared the Q&A session closed and proceeded to the Resolutions.

3. NOTICE OF AGM

3.1 The Notice, together with the Company's appendix dated 12 October 2026 in relation to the proposed adoption of the Share Buyback Mandate (the "Appendix"), was taken as read.

3.2 The Chairman informed the Meeting that he would be proposing all motions from Resolutions 1 to 8.

ORDINARY BUSINESS

4. ORDINARY RESOLUTION 1 – AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

4.1 The first Resolution was to receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2026 together with the Statement of Directors and Independent Auditor's Report thereon.

4.2 The Chairman proposed the motion:

"*That the Audited Financial Statements of the Company for the financial year ended 30 June 2026 together with the Statement of Directors and Independent Auditor's Report thereon be received and adopted*."

5. ORDINARY RESOLUTION 2 – DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

5.1 Resolution 2 was to approve the payment of Directors' fees of S$112,000 for the financial year ended 30 June 2026.

5.2 The Chairman proposed the motion:

"*That the payment of Directors' Fees of S$112,000 for the financial year ended 30 June 2026 be approved*."

6. ORDINARY RESOLUTION 3 – RE-ELECTION OF MR NG CHOON BENG AS DIRECTOR

6.1 Resolution 3 was to re-elect Mr Ng Choon Beng as a Director of the Company.

6.2 Shareholders were informed that Mr Ng Choon Beng, who was retiring as a Director of the Company under Regulation 98 of the Company's Constitution, had signified his consent to continue in office.

6.3 Mr Ng Choon Beng would, upon re-election at this Meeting, remain as an Executive Director and Chief Operating Officer (Engineering) of the Company.

6.4 The Chairman proposed the motion:

"*That Mr Ng Choon Beng be re-elected as a Director of the Company*."

7. ORDINARY RESOLUTION 4 – RE-ELECTION OF MR LIM TAI TOON AS DIRECTOR

7.1 Resolution 4 was to re-elect Mr Lim Tai Toon as a Director of the Company.

7.2 Shareholders were informed that Mr Lim Tai Toon, who was retiring as a Director of the Company under Regulation 98 of the Company's Constitution, had signified his consent to continue in office.

7.3 Mr Lim Tai Toon would, upon re-election at this Meeting, remain as Lead Independent Director, Chairman of the Audit and Risk Committee and a member of the Remuneration Committee and Nominating Committee of the Company. The Board considered Mr Lim Tai Toon to be independent for the purposes of Rule 704(7) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of the Catalist ("**Catalist Rules**").

7.4 The Chairman proposed the motion:

"*That Mr Lim Tai Toon be re-elected as a Director of the Company*."

8. ORDINARY RESOLUTION 5 – RE-APPOINTMENT OF AUDITORS

8.1 Resolution 5 was to approve the re-appointment of Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.

8.2 The Chairman proposed the motion:

"*That Messrs Moore Stephens LLP be re-appointed as Auditors of the Company and the Directors*

of the Company be authorised to fix their remuneration."

SPECIAL BUSINESS

9. ORDINARY RESOLUTION 6 – AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE AEDGE PERFORMANCE SHARE PLAN

9.1 Resolution 6 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 and the provisions of the Aedge Performance Share Plan.

9.2 The full text of Resolution 6 is set out in the Notice and was taken as read.

9.3 The Chairman proposed the motion:

"*THAT pursuant to Section 161 of the Companies Act 1967 and the provisions of the Aedge Performance Share Plan ("**PSP**"), approval be and is hereby given to the Directors of the Company to allot and issue from time to time such number of Shares in the share capital of the Company as may be required to be issued pursuant to the vesting of awards granted under the PSP, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the PSP, when aggregated with the aggregate number of Shares over which options and awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time."*

10. ORDINARY RESOLUTION 7 – AUTHORITY TO ALLOT AND ISSUE SHARES

10.1 Resolution 7 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 and the Catalist Rules.

10.2 The full text of Resolution 7 is set out in the Notice and was taken as read.

10.3 The Chairman proposed the motion:

*"THAT pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given to the Directors of the Company to (a) (i) issue and allot new shares ("**Shares**") in the capital of the Company (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 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 (b) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this resolution was in force, provided that:*

*(1) the aggregate number of the Shares to be issued pursuant to such authority (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority), does not exceed 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 paragraph (2) below), and provided further that where shareholders of the Company ("**Shareholders**") are not given the opportunity to participate in the same on a pro-rata basis ("**non pro-rata basis**"), then the Shares to be issued under such circumstances (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority)*

shall not exceed 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 paragraph (2) below);

(2) (Subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of the Shares that may be issued under paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time such authority was conferred, after adjusting for:

(a) new Shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from the exercising of share options or the vesting of share awards which are outstanding or subsisting at the time this resolution is passed, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules of the SGX-ST; and

(c) any subsequent bonus issue, consolidation or subdivision of the Shares;

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

11. ORDINARY RESOLUTION 8 – PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

11.1 Resolution 8 is to authorise the Directors to purchase or otherwise acquire issued ordinary shares by way of on-market purchases and/or off-market purchases.

11.2 The full text of Resolution 8 is set out in the Notice and was taken as read.

11.3 The Chairman proposed the motion:

*"THAT (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 of Singapore (the "**Companies Act**"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of on-market purchases (each an "**On-Market Purchase**") transacted through the ready market on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and/or off-market purchases (each an "**Off-Market Purchase**") effected pursuant to an equal access scheme (as defined in Section 76C of the Companies Act) as may be determined or formulated by the Directors as they consider fit, which shall satisfy all the conditions prescribed by the Companies Act and the Listing Manual Section B: Rules of Catalist of the SGX-ST (the "**Catalist Rules**"), and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buyback Mandate**");*

(b) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the

passing of this Resolution and expiring on the earliest of (i) the date on which the next annual general meeting of the Company is held or is required by law to be held; (ii) the date on which the authority conferred by the Share Buyback Mandate is revoked or varied by the Company in a general meeting; and (iii) the date on which the purchases or acquisitions of Shares pursuant to the Share Buyback Mandate are carried out to the full extent mandated;

*(c)in this Resolution, "**Average Closing Price**" means the average of the closing market prices of the Shares traded on the SGX-ST over the last five Market Days, on which transactions in the Shares were recorded, immediately preceding the day of the On-Market Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five Market Days and the day on which the On-Market Purchase is made or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase;*

*"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;*

*"**Market Day**" means a day on which the SGX-ST is open for trading in securities;*

*"**Maximum Limit**" means that number of Shares representing not more than 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding any Shares held as treasury shares and subsidiary holdings as at that date); and*

*"**Maximum Price**", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax, stamp duties and other related expenses) which shall not exceed (i) in the case of an On-Market Purchase, 105% of the Average Closing Price of the Shares; and (ii) in the case of an Off-Market Purchase, 120% of the Average Closing Price of the Shares.*

(d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution."

12. **RESULTS OF POLL VOTING**

12.1 The Meeting proceeded to conduct poll voting. The following poll results, which were duly verified, were announced at the Meeting:

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 Resolution 1 Adoption of Directors' Statement and Audited	138,600,100	138,600,100	100	-	-

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 (%)**
Financial Statements for the financial year ended 30 June 2026 and the Auditor's Report thereon					
Ordinary Resolution 2 Approval of payment of Directors' fees of S$112,000 for the financial year ended 30 June 2026	138,600,100	138,600,100	100	-	-
Ordinary Resolution 3 Re-election of Mr Ng Choon Beng as a Director	138,600,100	138,600,100	100	-	-
Ordinary Resolution 4 Re-election of Mr Lim Tai Toon as a Director	138,600,100	138,600,100	100	-	-
Ordinary Resolution 5 Re-appointment of Moore Stephens LLP as Auditors of the Company and authorising the Directors to fix their remuneration	138,600,100	138,600,100	100	-	-
Ordinary Resolution 6 Authority to issue new shares under the Aedge Performance Share Plan	138,600,100	138,600,100	100	-	-
Ordinary Resolution 7 Authority to allot and issue Shares	138,600,100	138,600,100	100	-	-
Ordinary Resolution 8 Proposed adoption of the Share Buyback Mandate	138,600,100	138,600,100	100	-	-

12.2 Based on the poll results, the Chairman declared all the Resolutions carried.

13. CONCLUSION OF AGM

13.1 There being no further business, the Chairman declared the AGM closed at 11:06 a.m. and thanked shareholders for their attendance and support.

Confirmed as a True Record of Proceedings Held

Poh Soon Keng
Chairman of the Meeting