



QUANTUM HEALTHCARE LIMITED
(Incorporated in Republic of Singapore)
(Company Registration No.: 202218645W)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, 8 FEBRUARY 2024 AT
10:00 A.M. AT 130 JOO SENG ROAD, SINGAPORE 368357

PRESENT : Mr. Thomas Tan Gim Chua (Chief Executive Officer and Executive Director)
Mr. Ng Boon Eng (Independent Non-Executive Director)
Mr. Ng Fook Ai Victor (Independent Non-Executive Director)
Mr. Eric Sho Kian Hin (Independent Non-Executive Director) – Attended live
via Zoom

IN ATTENDANCE : Ms. Lee Pih Peng (Company Secretary)
Mr. Fu Ching Xiong (Chief Financial Officer)
Ms. Jolyn Lim (PPCF, Sponsor)
Ms. Ka Mon (PPCF, Sponsor)
Mr. Ooi Chee Keong (Mazars)
Mr. Alvin Chan (Mazars)
Chan Meng Yet (S C Teo & Co.)
Shirley Lim (Complete Corporate Services Pte Ltd)
Teo Gee Kiong (Complete Corporate Services Pte Ltd)
Ang Qiu Yan (Complete Corporate Services Pte Ltd)
Noor Aliza Binte Rahmat (Complete Corporate Services Pte Ltd)
Shareholders present in person or by proxy or attorney as recorded in
attendance list maintained by the Company.

CHAIRMAN : Mr. Ng Fook Ai Victor

1. Chairman

Mr. Ng Fook Ai Victor, the Chairman presided.

2. QUORUM OF MEETING

Mr. Ng Fook Ai Victor, the Independent Non-Executive Chairman of the Company (the “**Chairman**”), welcomed the shareholders of the Company (“**Shareholders**”) to the extraordinary general meeting (“**EGM**” or the “**Meeting**”). The Chairman introduced the Board of Directors (the “**Board**”) who were present at the Meeting and via live webcast. He also introduced Mr. Fu Ching Xiong, the Chief Financial Officer of the Company (“**CFO**”), and Ms. Lee Pih Peng, the Company Secretary who were also present in person at the EGM.

The Chairman noted that there was A QUORUM PRESENT and proceeded to convene the Meeting at 10:00 a.m.

3. NOTICE OF MEETING

The circular (“**Circular**”) and notice of EGM (“**Notice of EGM**”), both dated 24 January 2024, had been circulated to the Shareholders via publication on SGXNet and the Company’s website and was, with the concurrence of the Meeting, taken as read.

Unless otherwise defined herein, all capitalised terms used in the Circular shall have the same meaning as used herein.

4. VOTING BY POLL

The Chairman noted that Shareholders had been given the opportunity to ask questions in respect of the resolutions tabled at the Meeting prior to the Meeting and the Company did not receive any questions from Shareholders as at 10.00a.m. on 31 January 2024.

The Chairman exercised his discretion as chairman of the Meeting and directed that the resolutions tabled at the Meeting be put to vote by poll, pursuant to Regulation 84(2) of the Company’s Constitution as well as in accordance with Rule 730A of the Catalist Rules.

S C Teo & Co. was appointed as the scrutineers for the conduct of the voting by poll and Complete Corporate Services Pte Ltd was appointed as the polling agent.

The Chairman informed Shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by some Shareholders and would be voting in accordance with instructions given by such Shareholders.

5. ORDINARY RESOLUTION 1: THE PROPOSED ALLOTMENT AND ISSUANCE OF 150,000,000 PLACEMENT SHARES TO MR. QUEK CHIN THEAN UNDER THE PROPOSED PLACEMENT

The Chairman opened the floor to Shareholders who may have any questions regarding the Ordinary Resolution 1, and a summary of the key salient questions and answers in the ensuing exchange between members of the Board and certain Shareholders are set out below:

Shareholder Question 1: A Shareholder posed a query on how the Placement Price of S\$0.002 for each Placement Share was decided, noting that the market price per Share had recently been at S\$0.003. The CFO clarified that the Placement Price was determined at the time of execution of the Placement Agreement on 30 November 2023, and the Placement Price was at a discount of approximately 4.76% to the prevailing market price of S\$0.0021 per share.

Mr. Quek and his associates (as defined in the Catalist Rules) abstained from voting on the Ordinary Resolution 1.

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 3,226,496,246 votes (99.94%) casted “FOR” and with 1,830,000 votes (0.06%) casted “AGAINST” the resolution:

“THAT approval be given for the purpose of section 161 of the Act, Rule 805(1) and Rule 812(1)(a) read with 812(2) of the Catalist Rules, for the Directors to allot and issue 150,000,000 Placement Shares to Mr. Quek Chin Thean at the Placement Price of S\$0.002 for each Placement Share for the aggregate cash consideration of S\$300,000, subject to and in accordance with the terms and conditions of the Placement Agreement.”

6. ORDINARY RESOLUTION 2: THE PROPOSED ALLOTMENT AND ISSUANCE OF 250,000,000 PLACEMENT SHARES TO MR. LAU CHEE HERNG UNDER THE PROPOSED PLACEMENT

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,528,849,396 votes (99.96%) casted "FOR" and with 1,830,000 votes (0.04%) casted "AGAINST" the resolution:

"THAT approval be given for the purpose of section 161 of the Act and Rule 805(1) of the Catalist Rules, for the Directors to allot and issue 250,000,000 Placement Shares by the Company to Mr. Lau Chee Herng, at the Placement price of S\$0.002 for each Placement Share for the aggregate cash consideration of S\$500,000, subject to and in accordance with the terms and conditions of the Placement Agreement."

7. ORDINARY RESOLUTION 3: THE PROPOSED ALLOTMENT AND ISSUANCE OF 150,000,000 SETTLEMENT SHARES TO DR. GIAN SIONG LIN JIMMY UNDER THE PROPOSED SETTLEMENT SHARES ISSUANCE

The Chairman opened the floor to the Shareholders who may have questions regarding the Ordinary Resolution 3, and a summary of the key salient questions and answers in the ensuing exchange between members of the Board and certain Shareholders are set out below:

Shareholder Question 1: A Shareholder observed that with the completion of the Proposed Shares Issuances, the Company will have a very large number of Shares in its enlarged share capital and enquired on whether the Company has any intention to consolidate its Shares within the next one year, to which Mr. Thomas Tan Gim Chua ("**Thomas**"), the Chief Executive Officer and Executive Director of the Company, responded that at this moment, the Management of the Company does not foresee that the Company would undertake any consolidation of Shares within such period.

Dr. Jimmy Gian and his associates (as defined in the Catalist Rules) abstained from voting on the Ordinary Resolution 3.

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 411,071,618 votes (99.96%) casted "FOR" and with 1,830,000 votes (0.04%) casted "AGAINST" the resolution:

"THAT approval be given for the purpose of section 161 of the Act, Rule 805(1) and Rule 812(1)(a) read with 812(2) of the Catalist Rules, for the Directors to allot and issue 150,000,000 Settlement Shares by the Company to Dr. Jimmy Gian, at the Settlement Price of S\$0.002 for each Settlement Share for the aggregate amount of S\$300,000, subject to and in accordance with the terms and conditions of the Settlement Agreement."

8. ORDINARY RESOLUTION 4: THE PROPOSED CHANGE OF AUDITORS FROM MOORE STEPHENS LLP TO MAZARS LLP

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,529,699,496 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"THAT the resignation of Moore Stephens as the Auditors be and is hereby noted and Mazars, having consented to act, be and is hereby appointed as the new Auditors in place of Moore Stephens, to hold office until the conclusion of the next AGM at a fee and on such terms as may be agreed by the Directors with Mazars."

9. **ORDINARY RESOLUTION 5: THE PROPOSED RATIFICATION OF THE PURPORTED DILUTION OF QT VASCULAR LTD'S (A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY) SHAREHOLDING INTEREST IN TRIREME MEDICAL LLC FROM 50% PLUS ONE SHARE TO APPROXIMATELY 20.19%**

The Chairman opened the floor to the Shareholders who may have questions regarding the Ordinary Resolution 5, and a summary of the key salient questions and answers in the ensuing exchange between members of the Board and certain Shareholders are set out below:

Shareholder Question 1: A Shareholder posed a query on whether the Board foresees another dilution of QTV's shareholding interest in TriReme Medical LLC ("**TriReme**"). Thomas clarified that there is such a possibility occurring in the future hence the need to seek Shareholders' approval for Ordinary Resolution 6. Thomas further clarified that TriReme is part of the Legacy Business which the Company continues to hold notwithstanding that the Company's current business focus is on its dental business.

Shareholder Question 2: Another Shareholder commented that since the Legacy Business was not making any contribution to the Group, whether the Management had considered the possibility of writing-off or winding up TriReme instead of subjecting it to further dilutions. Thomas clarified that it may be difficult for the Group to wind-up TriReme at this juncture as there are some legacy issues that needs to be resolved. Mr. Ng Boon Eng, the Independent Non-Executive Director of the Company, clarified that the Group's cost of investment in TriReme has already been fully impaired since the end of the financial year ended 31 December 2021, any further changes to QTV's shareholding interest in TriReme would not, in any event, impact the Group's financials.

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,529,304,303 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"THAT the Proposed Ratification of the Purported Dilution be and is hereby ratified, confirmed, and/or approved (as the case may be)."

10. **ORDINARY RESOLUTION 6: THE PROPOSED APPROVAL OF POSSIBLE FURTHER FUTURE DILUTION(S) OF QT VASCULAR LTD'S (A WHOLLY- OWNED SUBSIDIARY OF THE COMPANY) SHAREHOLDING INTEREST IN TRIREME MEDICAL LLC**

The following resolution was proposed by a Shareholder and seconded by another Shareholder, and it was resolved by poll with 4,529,849,396 votes (99.98%) casted "FOR" and with 830,000 votes (0.02%) casted "AGAINST" the resolution:

"THAT the Proposed Approval of Possible Further Future Dilution(s) be and is hereby approved."

11. **CONCLUSION**

There being no other business, the Chairman declared the Meeting closed at 10:36 a.m. and thanked everyone for their attendance.

The Chairman stated that the Company will publish the minutes of the EGM on the SGXNET and the Company's website within a month after the EGM.

CONFIRMED AS TRUE AND CORRECT RECORD OF THE MEETING PROCEEDINGS

Mr. Ng Fook Ai Victor
Chairman of the Meeting

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**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 announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

The contact person for the Sponsor is Ms Lim Hui Ling, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg