CAPTII LIMITED
(Company Registration No. 200211129W)
(Incorporated in the Republic of Singapore)
(the “Company”)

Minutes of the Annual General Meeting (the “AGM” or “Meeting”) of the Company held at Village Hotel Katong, 25 Marine Parade Road Singapore 449536, Galangal Room, Level 4 on Wednesday, 22 April 2026 at 3.00 p.m.

PRESENT	:	Mr Wong Tze Leng - Group Executive Chairman Mr Anton Syazi Ahmad Sebi - Group Executive Director Mr Tiong Yee Kou - Lead Independent Director Mr Yong Kam Fei - Independent Director Ms Lee Su Nie - Non-Independent Non-Executive Director
IN ATTENDANCE	:	Mr Danson Phang - Group Financial Controller Ms Lim Pei Lien - Auditors, RSM SG Assurance LLP Ms Jessica Lee - Representative from Company Secretary’s office Ms Liyana Nor Izham – Representative from Company Secretary’s Office
ABSENT WITH APOLOGIES	:	Mr Tiong Yee Kou - Independent Director
SHAREHOLDERS/PROXIES	:	As per attendance lists maintained by the Company Due to the restriction on the use of personal data pursuant to the provision of the Personal Data Protection Act 2012 of Singapore, the names of the shareholders and proxies present at the Meeting will not be published in these Minutes.

COMMENCEMENT

Mr Wong Tze Leng, the Chairman, welcomed all present to the Company’s AGM and introduced the Board of Directors, Management, Auditors and representative from Company Secretary’s office present at the Meeting to the shareholders.

QUORUM

Having ascertained that a quorum was present pursuant to the Company’s Constitution, the Chairman called the Meeting to order at 3.00 p.m.

NOTICE

The Chairman stated that the Notice convening the Meeting had been circulated to shareholders of the Company via SGXNet on 6 April 2026.

With the consent of all shareholders present at the Meeting, the Notice was taken as read.

VOTING BY POLL

The Chairman informed the shareholders that he had been appointed as proxy by some shareholders, and he would be voting accordance with their instructions.

Shareholders were informed that all resolutions tabled at this AGM would be voted by way of poll.

If a shareholder was attending in person or was validly appointed proxy for this AGM, he or she would have been handed the poll voting slips at the registration desk when signing-in earlier.

For the avoidance of doubt, if a shareholder was attending in person and had already appointed one or more proxies to attend the AGM, and such shareholder decided to exercise his or her right to vote in respect of any of shares, his or her proxies must not vote in respect of those shares.

As the poll procedures would require time to complete, the Chairman informed that the poll on each resolution be conducted after all the resolutions had been formally proposed and seconded.

The Chairman informed shareholders that Reliance 3P Advisory Pte. Ltd. and Boardroom Corporate & Advisory Services Pte. Ltd. have been appointed as the scrutineer and polling agent respectively. Before commencing the business of the AGM, a representative from Reliance 3P Advisory Pte. Ltd. gave a briefing on the poll voting procedure to the shareholders.

The Chairman proceeded to the business of the Meeting.

ORDINARY BUSINESS:

1. AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 TOGETHER WITH THE STATEMENT BY DIRECTORS AND AUDITORS' REPORT

On a proposal by the Chairman and seconded by a shareholder present, the following ordinary resolution no. 1 was put to vote by poll:

> "That the Audited Financial Statements for the financial year ended 31 December 2025 together with the Directors' Statement and Auditors' Report thereon be and are hereby received and adopted".

The Chairman invited shareholders to raise questions relating to the Financial Statements which they may have and proceeded to address questions raised by shareholders as set out in Appendix 1.

After addressing the questions, the Chairman proceeded to the next resolution.

2. DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

The Board had recommended the payment of Directors' fees of S$91,100 for the financial year ended 31 December 2025.

On a proposal by a shareholder present and seconded by another shareholder present, the ordinary resolution no. 2 was put to a vote by poll:

> "That the payment of Directors' fees of S$91,100 for the financial year ended 31 December 2025 be approved".

3. RE-ELECTION OF MR WONG TZE LENG AS DIRECTOR

The Chairman informed that Mr Anton Syazi Ahmad Sebi would chair the next segment of the Meeting as the resolution concerns with his own re-election.

Mr Anton Syazi Ahmad Sebi took the chair and informed the Meeting that Mr Wong Tze Leng, who was retiring under Regulation 103 of the Company's Constitution, had consented to be re-elected as Director of the Company.

On a proposal by a shareholder present and seconded by another shareholder present, the ordinary resolution no. 3 was put to a vote by poll:

> "That Mr Wong Tze Leng be re-elected as a Director of the Company".

The Chairman thanked Mr Anton Syazi Ahmad Sebi and resumed the chair.

4. RE-ELECTION OF MR ANTON SYAZI AHMAD SEBI AS DIRECTOR

The Chairman informed the Meeting that Mr Anton Syazi Ahmad Sebi, who was retiring under Regulation 103 of the Company's Constitution, had consented to be re-elected as Director of the Company.

On a proposal by a shareholder present and seconded by another shareholder present, the ordinary resolution no. 4 was put to a vote by poll:

"That Mr Anton Syazi Ahmad Sebi be re-elected as a Director of the Company".

5. RE-APPOINTMENT OF AUDITORS

The Chairman informed the Meeting that the retiring Auditors Messrs RSM SG Assurance LLP had expressed their willingness to continue in office as Auditors of the Company.

On a proposal by a shareholder present and seconded by another shareholder present, the ordinary resolution no. 5 was put to a vote by poll:

"That Messrs RSM SG Assurance LLP be re-appointed as Auditors of the Company until the next AGM at a remuneration to be fixed by the Directors".

ANY OTHER ORDINARY BUSINESS

As no notice of any other ordinary business was received, the Chairman proceeded with the special business of the Meeting.

SPECIAL BUSINESS:

6. AUTHORITY TO ALLOT AND ISSUE SHARES

On a proposal by a shareholder present and seconded by another shareholder present, the ordinary resolution no. 6 was put to a vote by poll:

"(a) That, pursuant to Section 161 of the Companies Act 1967, and the Listing Manual of the SGX-ST, approval be and is hereby given to the directors of the company at any time to such persons and upon such terms and for such purposes as the directors may in their absolute discretion deem fit, to:

(i) issue shares in the capital of the company whether by way of rights, bonus or otherwise;

(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares; and

(iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues;

(b) (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the directors while the authority was in force, provided always that:

(i) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 50% of the total number of issued shares excluding treasury shares of the company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) to be issued other than on a pro-rata basis to shareholders of the company does not exceed 20% of the total number of issued shares excluding treasury shares of the company. Unless prior shareholders' approval is required under the Listing Rules, an issue of treasury shares will not require further shareholders' approval and will not be included in the aforementioned limits;

For the purpose of this resolution, the total number of issued shares excluding treasury shares is based on the company's total number of shares excluding treasury shares at the time this resolution is passed, after adjusting for:

a) new shares arising from the conversion or exercise of convertible securities; or

b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of SGX-ST; and

c) any subsequent consolidation or subdivision of the company's shares;

(ii) such authority shall, unless revoked or varied by the company at a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM of the company is required by law to be held, whichever is the earlier".

MOVING THE MOTION TO VOTE BY POLL

The Meeting proceeded with the conduct of the poll voting.

Shareholders were requested to cast their votes on the polling slips provided and pass the completed polling slips to the Polling Agent.

The Chairman proposed for the Meeting to be adjourned for 20 minutes for counting and verification of the polling slips. Shareholders present at the Meeting have no objection to the adjournment.

ADJOURNMENT OF AGM

The Meeting was adjourned at 3.20 p.m. for the counting of votes.

The Meeting resumed at 3.50 p.m. with the requisite quorum for the results of the poll to be declared.

POLL RESULTS

Upon receiving the poll results, the Scrutineer, the Chairman announced the results of the poll on each of the resolutions numbered 1 to 6 as follows:

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 Directors' Statement and the Audited Financial Statements of the company for the financial year ended 31 December 2025 and the Independent Auditors' Report thereon.	22,541,351	22,541,351	100%	0	0%
2. To approve the directors' fees of S$91,100/- for the financial year ended 31 December 2025.	22,541,351	22,541,351	100%	0	0%
3. To re-elect Mr Wong Tze Leng who is retiring pursuant to Regulation 103 of the Company's constitution.	22,541,351	22,541,351	100%	0	0%
4. To re-elect Mr Anton Syazi Ahmad Sebi who is retiring pursuant to Regulation 103 of the Company's constitution.	22,541,351	22,541,351	100%	0	0%
5. To re-appoint RSM SG Assurance LLP as auditors of the company and to authorise the directors to fix their remuneration.	22,541,351	22,541,351	100%	0	0%

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 (%)**
Special Business					
6. To authorise directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967.	22,541,351	21,742,351	96.46%	799,000	3.54%

The Chairman declared that all the resolutions numbered 1 to 6, put to vote at the AGM were carried.

CONCLUSION

There being no other business, the Chairman declared the AGM of the Company closed at 3.55 p.m.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

WONG TZE LENG
CHAIRMAN

Appendix 1

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Minutes of the Questions & Answers at the Annual General Meeting held on 22 April 2026

RESOLUTION 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 ("FY2025") TOGETHER WITH THE STATEMENT BY DIRECTORS AND AUDITORS' REPORT	
Question 1	A shareholder enquired about the Company's future plans, noting the decline in the Company's financial performance over the past five years. The shareholder also requested a summary of the FY2025 financial results and noted that the group's gross profit and gross profit margin had improved in FY2025.
Reply:	1. The Chairman responded that the less favourable financial results for FY2025 were partly attributable to uncertainties in the investment market. From an operational perspective, the Group had, however, achieved a breakeven performance for FY2025. 2. The Chairman further explained that the decrease in net assets was mainly due to impairments and other non-cash items, while the group continued to maintain a strong cash position. 3. He added that the telecommunications industry remains challenging due to market saturation and rapid technological advancements. Notwithstanding this, while continuing to operate within the telecommunications sector, the group has diversified into providing solutions for enterprises, as well as the financial service, healthcare and government sectors, among others. 4. The Chairman also highlighted that GlobeOSS, as a provider of data intelligence and artificial intelligence solutions, is being further developed and expanded. He noted that the group's strategic pivot has been progressively implemented over the past two to three years and that its outcomes may not be immediately apparent. 5. The Chairman emphasised the importance of attracting and retaining the right talent, particularly in software-related areas, to support the group's business and strategic direction
Question 2	A shareholder further enquired about the plans for Captii Venture Pte. Ltd. ("CVPL").
Reply:	1. Mr Anton Syazi Ahmad Sebi, the Group Executive Director, responded that the Group is currently managing its investment portfolio and pursuing exits from certain investments, noting that some exits may be delayed. 2. He explained that investment activity over the past three years has been challenging, with a significant decline in investment activity in the region, reflecting sentiment across the broader venture capital community. Several investments in Southeast Asia had grown to a reasonable scale but continued

	to require additional support, which could no longer be provided by the group. Telio was cited as a clear example, and had been fully impaired in the previous financial year. 3. Mr Anton added that even larger funds that invested at a later stage were unable to provide meaningful assistance, despite substantial efforts to secure additional funding. As a result, only a few investments remain. Among these, Digify was noted to be self-sustaining, although challenges and competitive threats within the traditional software sector continue to persist. 4. He further stated that there is currently limited activity in pursuing new investments, consistent with prevailing market sentiment. Should any new investment opportunities be considered, they would likely be focused on Momos, given its positive growth trajectory.
Question 3	A shareholder noted that there were no longer losses attributable to non-controlling interests for CVPL compared to the previous financial year. The shareholder enquired whether any further impairments involving non-controlling interests were anticipated.
Reply	Mr Danson Phang, the Group Financial Controller, responded that the losses involving non-controlling interests in the previous financial year were related to the investee, Telio, which had been fully impaired in the same year. Accordingly, no further losses involving non-controlling interests are expected going forward.
Question 4	The shareholder noted that the outlook in the Annual Report was broadly consistent with the prior year and suggested that it may be enhanced with a more forward-looking perspective.
Reply	The management noted the shareholder’s comments.