

CHARISMA ENERGY SERVICES LIMITED
(Company Reg No: 199706776D)
(Incorporated in Singapore)
(the “**Company**”)

MINUTES OF EXTRAORDINARY GENERAL MEETING OF CHARISMA ENERGY SERVICES LIMITED (the “**Company**”) held at 51 Cuppage Road, #03-03, Singapore 229469 on Friday, 28 June 2024 at 3:30 p.m.

PRESENT

Directors:

Mr. Owyong Thian Soo (Chairman of the meeting)
Mr. Chew Thiam Keng

Shareholders:

As per Attendance List

In Attendance:

As per Attendance List

1. QUORUM

There being a quorum present, Mr. Owyong Thian Soo (“**Mr. Owyong**”), Independent Non-Executive Director, called the extraordinary general meeting (“**EGM**” or the “**Meeting**”) of the Company to order at 3:30 p.m.

2. INTRODUCTION

Mr. Owyong extended a warm welcome to all who joined the Meeting. He proceeded to introduce the Non-Executive and Non-Independent Chairman, the Chief Executive Officer and the Company Secretary present at the Meeting.

3. NOTICE

The notice dated 13 June 2024 convening the Meeting was taken as read.

4. APPOINTMENT OF CHAIRMAN AS PROXY

The Meeting noted the potential conflict of interest relating to Mr. Chew Thiam Keng (“**Mr Chew**”), Non-Executive Chairman of the Company. As outlined in Sections 3.2 and 8 of the Circular to shareholders dated 13 June 2024, Mr. Chew, who is also a Director of Ezion Holdings Limited, had certain outstanding past directors' fees owed to him and he was amongst the Scheme Creditors who should receive the distributions of the net proceeds of the proposed asset disposal. Accordingly, Mr. Chew had abstained from making any recommendation in respect of the proposed disposal.

The Meeting was further informed that Mr. Owyong, in his capacity as Chairman of the Meeting, had been appointed as proxy by certain shareholders who had directed him to vote on their behalf. As such, he would be voting in accordance with the directions of the shareholders concerned.

5. CONDUCT OF THE VOTING

Shareholders were informed that the motions tabled at the Meeting would be voted by way of a poll. Chairman had demanded a poll pursuant to Regulation 70(1) of the Constitution of the Company. Tricor Barbinder Share Registration Services and Entrust Advisory Pte Ltd were appointed as Polling Agent and Scrutineer, respectively for the Meeting.

The poll procedures were explained by the representative from Entrust Advisory Pte Ltd.

6. CONDUCT OF THE QUESTIONS AND ANSWERS SESSION AND VOTING

Mr. Owyong informed the Meeting that as stated in the Notice of EGM, shareholders may submit their questions in relation to the resolutions to be tabled for approval by email prior to the Meeting.

It was noted that the Company's responses to the questions from the Singapore Exchange Securities Trading Limited had been published on SGXNet on 27 June 2024 and no other questions relating to the agenda were received from shareholders prior to the Meeting.

The Meeting was informed that Chairman would propose the resolution set out in the Notice of EGM dated 13 June 2024 in his capacity as Chairman of the Meeting.

Mr. Owyong then invited comments or questions from shareholders present. As there were no questions raised by shareholders at the Q&A session, Mr. Owyong then proceeded with the businesses of the Meeting.

ORDINARY RESOLUTION:

1. THE PROPOSED DISPOSAL OF THE COMPANY'S 80.0% EQUITY INTERESTS IN YICHANG SMARTPOWER GREEN ELECTRICITY CO., LTD. AS A MAJOR TRANSACTION UNDER CHAPTER 10 OF THE CATALIST RULES

The Meeting was informed that the Resolution was to approve the Company's proposed disposal of its 80.0% equity interests in Yichang Smartpower Green Electricity Co. Ltd, in accordance with the terms and subject to the conditions set out in the equity transfer agreement dated 7 April 2024 entered between the Company, Smartpower Technology (Shanghai) Co., Ltd., which is the Purchaser and Yichang Smartpower Green Electricity Co., Ltd.

Mr. Owyong, explained that the full text of the resolution was set out in the Notice of the Meeting.

The following Resolution was duly proposed:

"THAT

- (a) approval be and is hereby given for the proposed disposal by the Company of 80.0% of its equity interests in Yichang Smartpower Green Electricity Co., Ltd. ("**Yichang**") to the Purchaser in accordance with the terms and subject to the conditions set out in the equity transfer agreement dated 7 April 2024 entered between the Company, the Purchaser and Yichang (the "**Proposed Disposal**");
- (b) the directors of the Company (the "**Directors**") and any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they/he in their/his absolute discretion consider to be desirable, necessary or expedient to give effect to the matters contemplated by this resolution, and to exercise such discretion as may be required, to approve any amendments, alterations, modifications, supplements and/or variations to any document, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient for the purposes of or in connection with and/or to give effect to the matters contemplated by this resolution and the Proposed Disposal as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (c) any acts and things done or performed and/or any agreements and documents signed, executed, sealed and/or delivered by any Director in connection with this resolution and the Proposed Disposal be and are hereby confirmed, approved and ratified."

Mr. Owyong, then put the motion to vote and shareholders were invited to vote on the Resolution.

8. RESULTS OF THE POLL

Mr. Owyong directed the shareholders to cast their votes for the Resolution proposed at the Meeting.

As all the votes had been counted by the Polling Agent and verified by the Scrutineer for the Resolution tabled at the Meeting, the voting results of the poll were as follows:

Resolution No. and Details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution</u> Proposed Disposal of the Company's 80% Equity Interests in Yichang Smartpower Green Electricity Co., Ltd.	5,825,056,466	5,824,506,466	99.99	550,000	0.01

Accordingly, based on the results of the poll, Mr. Owyong, declared that Ordinary Resolution tabled at the Meeting was duly carried.

9. CONCLUSION

Mr. Owyong concluded the business of the Meeting, thanked shareholders for their attendance and support and declared the Meeting closed at 3:48 p.m..

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

**OWYONG THIAN SOO
CHAIRMAN OF THE MEETING**