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**MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY  
HELD ON WEDNESDAY, 23 APRIL 2025 AT 10.00 A.M.**

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The Board of Directors (the "**Board**") of OUE Healthcare Limited (the "**Company**") wishes to inform shareholders that the minutes of the Annual General Meeting ("**AGM**") of the Company, which was convened and held at Hilton Singapore Orchard (333 Orchard Road, Singapore 238867), Grand Ballroom, Level 6, Orchard Wing on Wednesday, 23 April 2025 at 10.00 a.m., have been recorded and are attached hereto as **Annex A**.

Pursuant to Practice Note 7E of the Catalist Rules, the Company is required to publish the minutes of the AGM within one month after the date of the AGM on SGXNET and the Company's corporate website.

By Order of the Board  
**OUE Healthcare Limited**

Mr Yet Kum Meng  
Chief Executive Officer and Executive Director  
14 May 2025

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance 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 announcement.*

*The contact person for the Sponsor is Ms. Foo Jien Jieng, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.*

## ANNEX A

**OUE HEALTHCARE LIMITED**  
(formerly known as OUE Lippo Healthcare Limited)  
(Registration No. 201304341E)  
(the “Company”)

**MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD AT HILTON SINGAPORE ORCHARD (333 ORCHARD ROAD, SINGAPORE 238867), GRAND BALLROOM, LEVEL 6, ORCHARD WING ON WEDNESDAY, 23 APRIL 2025 AT 10:00 A.M. (“MEETING”)**

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### PRESENT

#### Board of Directors (the “Board”)

Mr Lee Yi Shyan	- <i>Non-Independent and Non-Executive Chairman</i>
Mr Takeshi Seo	- <i>Non-Independent and Non-Executive Director</i>
Mr Yet Kum Meng	- <i>Chief Executive Officer (“CEO”) and Executive Director</i>
Mr Abram Melkyzedeck Suhardiman	- <i>Non-Independent and Non-Executive Director</i>
Mr Roger Tan Chade Phang	- <i>Lead Independent and Non-Executive Director</i>
Mr Eric Sho Kian Hin	- <i>Independent and Non-Executive Director</i>
Mr Jackson Tay Eng Kiat	- <i>Independent and Non-Executive Director</i>
Ms Usha Raneer Chandradas	- <i>Independent and Non-Executive Director</i>

#### Shareholders

As per attendance list separately maintained by the Company.

#### Company Secretary

Mr Victor Chong Tun Foo

### IN ATTENDANCE BY INVITATION

#### From the Company

Mr Loh Chee Meng - *Group Financial Director (“GFD”)*

#### Sponsor – PrimePartners Corporate Finance Pte. Ltd.

Mr Mark Liew  
Ms Foo Jien Jieng  
Mr Xu Shengxiang

#### Legal Adviser – Rajah & Tann Singapore LLP

Mr Goh Jun Yi  
Ms Priscilla Soh  
Mr Markus Poh  
Ms Annah Yong

#### Auditor – KPMG LLP

Ms Ong Li Qin  
Ms Tan Bee Leng  
Mr Chan Jie Yong  
Ms Christine Low

## 1. INTRODUCTION

The Company Secretary welcomed all who had joined the Annual General Meeting of the Company (the “AGM”). He introduced the Board of Directors, the GFD and also informed the shareholders that the representatives from the Sponsor, auditors and legal adviser had also joined the AGM.

The Company Secretary informed the shareholders that the Company’s CEO would give a presentation to update the shareholders on the Company.

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**2. CEO’S PRESENTATION**

The CEO extended a warm welcome to the shareholders and presented an overview of the Company's strategic initiatives and development milestones since 2017.

During the presentation, the CEO contextualised the Company's business actions, which had always been guided by the three-pronged strategy: (i) asset-light business, (ii) strategic partnerships, and (iii) regional expansion in Asia. These strategies were aimed at ensuring the Company could navigate effectively through dynamic market conditions, ultimately creating value for all stakeholders.

**3. CHAIRMAN**

Mr Lee Yi Shyan, the Non-Independent and Non-Executive Chairman of the Board (the “**Chairman**”) welcomed shareholders to the AGM on behalf of the Board.

**4. QUORUM**

A quorum is formed by two (2) members of the Company personally present. With the requisite quorum being present, the Chairman declared the Meeting open.

**5. NOTICE AND PRESENTATION**

The Chairman, with the consent of the shareholders present, declared that the Notice of AGM dated 1 April 2025 convening the Meeting, was taken as read.

The Chairman then proceeded to inform the Meeting that:

- (i) the manner of which business of the Meeting was dealt with, including separate Q&A sessions to be held after each Resolution was being introduced and explained in order to facilitate shareholder engagement;
- (ii) the Company had also invited shareholders who wished to ask questions related to the Resolutions to be tabled for approval at the Meeting to submit them in advance either by post or via email. The Company had not received any questions from the shareholders on the Resolutions in advance of this Meeting by the deadline of 5.00 p.m. on 9 April 2025;
- (iii) no further questions were received from shareholders in advance of this Meeting after the 9 April 2025 submission deadline for questions;
- (iv) the Meeting would be recorded in order to facilitate the preparation of minutes and for record-keeping purposes. Shareholders may be identified by name in the minutes of the Meeting. The minutes of the Meeting will be announced via SGXNET and uploaded on the Company’s corporate website in due course;
- (v) voting would be conducted by poll and in paperless manner using wireless handheld devices;
- (vi) Impetus Corporate Solutions Pte. Ltd. (“**Impetus**”) had been appointed as Scrutineers for the poll and Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed as Polling Agent;

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- (vii) proxy forms submitted by the 72-hour cut-off time before the Meeting have been checked and verified by the Scrutineers; and
- (viii) the Chairman had been appointed as proxy by some shareholders and would be voting in accordance with the instructions of such shareholders.

**6. QUESTIONS AND ANSWERS**

The Chairman invited shareholders present to raise any questions they may have on the Resolutions as set out in the Notice of the AGM.

**QUESTIONS AND ANSWERS:** The following questions were raised by the shareholders and answered by the Chairman:

- (i) A shareholder shared his observations on several matters:
  - (a) the requirement to verify and collect shareholders' NRIC numbers before being allowed admission to the AGM;
  - (b) collection of Directors' fees by the Directors despite the absence of dividend payments to shareholders;
  - (c) holding of the AGM at a large venue despite the low turnout rate; and
  - (d) the lack of physical copies of the FY 2024 annual report.

The Chairman thanked the shareholder for sharing his observations and responded that the Board had noted on the observations. In relation to the observation in paragraph 6(i)(d) above, the Chairman clarified that, the provision of physical copies of the annual reports were no longer the default, but physical copies would be made available upon request. Also, more physical copies of the annual report would be made available onsite at the next AGM.

- (ii) A shareholder queried about the dividend policy, including the absence of dividend payments and low share price, noting that shareholders had not seen much return on their investments.

The Chairman responded that since the Company's establishment in 2017, the Board had been taking steps to grow the Company, including spending time and resources to address the issues and challenges that the Company faced in its early stages of establishment.

He further stated that the Board remained committed to the long-term growth of the Company. Given the Company's plans to build new hospitals and a new hospital would take approximately 4 to 5 years to break even, the Company would need to maintain a strong cash flow, and as such the Company was unlikely to announce dividends in the near-term.

The Chairman also underlined the development of overseas projects in China and Myanmar respectively. Changshu Hospital commenced full-scale operations in the previous year and had since gained increased acceptance in China. The hospitals in Myanmar also recorded strong patient volume growth and increased revenue. However, due to differences in geographical markets and the impact of currency conversions, revenue contributions from the Myanmar operations would be lower after conversion to Singapore dollars.

The Chairman noted that there were no further questions from the shareholders.

Before commencing the business of AGM, a representative from Impetus gave a briefing on the poll voting procedures and went through a test vote with the shareholders.

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The Chairman proceeded to the business of the Meeting.

**AS ORDINARY BUSINESS**

**7. RESOLUTION 1: TO RECEIVE AND ADOPT DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 AND THE AUDITORS’ REPORT THEREON**

The Chairman proposed to receive and adopt the Directors’ Statement and Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2024 and the Auditors’ Report thereon.

The Chairman invited the shareholders to second Resolution 1, which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

Thereafter, the Chairman proceeded to put the motion to the vote.

The result of the voting for Resolution 1 was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,990,996	3,990,971,996	100.00	19,000	0.00

Based on the result of the voting, the Chairman declared Resolution 1, being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** the Directors’ Statement and Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2024 and the Auditors’ Report thereon be and are hereby received and adopted.

**8. RESOLUTION 2: TO APPROVE DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

The Chairman presented the approval of payment of S\$620,307.37 as Directors’ fees for the financial year ended 31 December 2024.

The Chairman invited the shareholders to propose and second Resolution 2, which was duly proposed by Mr Ong Siok Khoon and seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

There being no questions from the shareholders, the Chairman proceeded to put the motion to the vote.

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The result of the voting for Resolution 2 was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,990,996	3,984,804,590	99.84	6,186,406	0.16

Based on the result of the voting, the Chairman declared Resolution 2, being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** the payment of S\$620,307.37 as Directors' Fees for the financial year ended 31 December 2024 be and is hereby approved.

**9. RESOLUTION 3(a): RE-APPOINTMENT OF MR YET KUM MENG AS THE COMPANY'S DIRECTOR**

The Chairman proposed the re-election of Mr Ye Kum Meng as a Director of the Company, who retired pursuant to Regulation 111 of the Company's Constitution.

Upon re-election as a Director of the Company, Mr Yet Kum Meng would continue to serve as Chief Executive Officer and Executive Director of the Company.

The Chairman invited the shareholders to second Resolution 3(a), which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

There being no questions from the shareholders, the Chairman proceeded to put the motion to the vote.

The result of the voting for Resolution 3(a) was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,990,996	3,990,964,590	100.00	26,406	0.00

Based on the result of the voting, the Chairman declared Resolution 3(a), being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** Mr Yet Kum Meng, who retired in accordance with Regulation 111 of the Company's Constitution, be and is hereby re-appointed as a Director of the Company.

Mr Yet Kum Meng, who was being re-appointed, would continue to serve as the Chief Executive Officer and Executive Director of the Company.

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**10. RESOLUTION 3(b): RE-APPOINTMENT OF MR ROGER TAN CHADE PHANG AS THE COMPANY’S DIRECTOR**

The Chairman proposed the re-election of Mr Roger Tan Chade Phang as a Director of the Company, who retired pursuant to Regulation 111 of the Company’s Constitution.

Upon re-election as a Director of the Company, Mr Roger Tan Chade Phang would continue to serve as Lead Independent and Non-Executive Director, a member of the Audit and Risk Committee, and a member of Nominating and Remuneration Committee of the Company.

The Chairman invited the shareholders to second Resolution 3(b), which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

Thereafter, the Chairman proceeded to put the motion to the vote.

The result of the voting for Resolution 3(b) was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,970,996	3,990,944,590	100.00	26,406	0.00

Based on the result of the voting, the Chairman declared Resolution 3(b), being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** Mr Roger Tan Chade Phang, who retired in accordance with Regulation 111 of the Company’s Constitution, be and is hereby re-appointed as a Director of the Company.

Mr Roger Tan Chade Phang, who was being re-appointed, would serve as the Lead Independent and Non-Executive Director, a member of the Audit and Risk Committee, and a member of Nominating and Remuneration Committee of the Company.

**11. RESOLUTION 3(c): RE-APPOINTMENT OF MR JACKSON TAY ENG KIAT AS THE COMPANY’S DIRECTOR**

The Chairman proposed the re-election of Mr Jackson Tay Eng Kiat as a Director of the Company, who retired pursuant to Regulation 111 of the Company’s Constitution.

Upon re-election as a Director of the Company, Mr Jackson Tay Eng Kiat would continue to serve as an Independent and Non-Executive Director of the Company.

The Chairman invited the shareholders to second Resolution 3(c), which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

Thereafter, the Chairman proceeded to put the motion to the vote.

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The result of the voting for Resolution 3(c) was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,990,996	3,990,964,590	100.00	26,406	0.00

Based on the result of the voting, the Chairman declared Resolution 3(c), being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** Mr Jackson Tay Eng Kiat, who retired in accordance with Regulation 111 of the Company's Constitution, be and is hereby re-appointed as a Director of the Company.

Mr Jackson Tay Eng Kiat, who was being re-appointed, would serve as an Independent and Non-Executive Director of the Company.

**12. RESOLUTION 4: RE-APPOINTMENT OF KPMG LLP AS THE COMPANY'S AUDITORS**

The Chairman proposed the re-appointment of KPMG LLP as Auditors of the Company, to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.

The Chairman invited the shareholders to second Resolution 4, which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

Thereafter, the Chairman proceeded to put the motion to the vote.

The result of the voting for Resolution 4 was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,990,990,996	3,990,971,996	100.00	19,000	0.00

Based on the result of the voting, the Chairman declared Resolution 4, being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** KPMG LLP be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.



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**AS SPECIAL BUSINESS**

**13. RESOLUTION 5: SHARE ISSUE MANDATE**

The Chairman proposed to seek shareholders' approval to empower the Directors to issue shares in the capital of the Company and/or instruments (as set out in the Notice of AGM).

The Chairman invited the shareholders to second Resolution 5, which was duly seconded by Ms Charmaine Wee Swee Ling or Ms Liaw Zhi Teng.

Thereafter, the Chairman proceeded to put the motion to the vote.

The result of the voting for Resolution 5 was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,991,115,096	3,984,814,590	99.84	6,300,506	0.16

Based on the results of the voting, the Chairman declared Resolution 5, being an Ordinary Resolution, carried by a majority vote, and it was:

**RESOLVED THAT** pursuant to Section 161 of the Companies Act 1967 and the Catalyst Rules and notwithstanding the provisions of the Constitution of the Company, authority be and is hereby given to the Directors of the Company to:

- a. (i) issue 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 may 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 that 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:

- (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 one hundred per cent (100%) of the total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of shares to be issued other than on a *pro-rata* basis to shareholders of the Company (including shares to be issued in pursuance of instruments made or granted pursuant to this Resolution)

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does not exceed fifty per cent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below);

- (ii) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued shares excluding treasury shares and subsidiary holdings shall be calculated based on the total number of issued shares excluding treasury shares and subsidiary holdings at the time of the passing of this Resolution, after adjusting for:
  - (1) new shares arising from the conversion or exercise of any convertible securities;
  - (2) 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
  - (3) any subsequent bonus issue, consolidation or subdivision of shares,

adjustments in accordance with sub-paragraphs (1) and (2) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (iii) in exercising the authority conferred by this 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
- (iv) unless revoked or varied by the Company in general meeting, the authority conferred by this Resolution shall continue 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 the earlier.

**14. CLOSING ADDRESS**

There being no further business, the Chairman thanked the shareholders for their patience and participation and declared the Meeting closed at 11:09 a.m.

**CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD**

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LEE YI SHYAN  
CHAIRMAN OF THE MEETING