

**SINO GRANDNESS FOOD INDUSTRY GROUP LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200706801H)  
(the “**Company**”, together with its subsidiaries, the “**Group**”)

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

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Place : Orchid Country Club, Sapphire 3 Room, 1 Orchid Club Road, Singapore 769162

Date : 22 April 2026

Time : 2.00 p.m.

Present : As per the attendance list maintained by the Company

**1. CHAIRMAN**

Mr Tan Qing Wen, Jeremy, an Independent Director of the Company (the “**Chairman**”), took the chair of the extraordinary general meeting (the “**EGM**”) and welcomed all present to the EGM.

**2. INTRODUCTION**

The Chairman introduced the other directors and the Chief Financial Officer of the Company to the shareholders.

**3. QUORUM**

Having ascertained that a quorum was present, the Chairman called the EGM to order at 2.00 p.m.

**4. NOTICE OF EGM**

The Notice of EGM (“**Notice**”), which was published on SGXNet on 31 March 2026, was taken as read.

**5. QUESTIONS AND ANSWERS PROCEDURES**

The Chairman stated that during the course of the EGM, he and the directors would respond to questions relating to the resolutions.

A summary of the substantial and relevant questions raised by shareholders and the responses at the EGM is set out in **Appendix 1** (*Questions and Responses*) attached to these Minutes.

**6. PRESENTATION**

The Chairman passed the time to Mr Micheal Wu, a representative of the Company, who gave a presentation to the shareholders on the salient points of the Proposed Disposal of Garden Fresh Beverage Group Co., Ltd. as a Major Transaction and as an Interested Person Transaction (the “**Proposed Disposal**”).

The EGM was handed back to the Chairman after the presentation.

## 7. VOTING

The Chairman informed shareholders that:

- (a) all resolution(s) at general meetings shall be voted by poll as required under the listing manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”);
- (b) he had been appointed as proxy by the relevant shareholders to vote on their behalf and further informed the shareholders that he had voted in accordance with the said relevant shareholders’ instructions;
- (c) the Company has appointed Impetus Corporate Advisory Pte. Ltd. as the scrutineers, and Convene SG Pte. Ltd. as the polling agent;
- (d) all the proxy forms lodged as at the cut-off date on 19 April 2026 at 2.00 p.m. have been checked, counted and verified by the polling agent and scrutineers and found to be in order. The polling agent and scrutineers would also verify the votes cast by the shareholders at the EGM itself;
- (e) voting would be conducted by way of electronic poll; and
- (f) he would announce the results of the EGM after the conclusion of the EGM.

The Chairman proceeded to invite the polling agent to explain the procedures for electronic voting.

The polling agent explained the procedures on how to cast votes using a mobile device via a video presentation and there were no questions raised by the shareholders. Subsequently, the EGM was handed back to the Chairman.

## ORDINARY BUSINESS

### 8. **ORDINARY RESOLUTION: THE PROPOSED DISPOSAL OF GARDEN FRESH BEVERAGE GROUP CO., LTD. AS A MAJOR TRANSACTION AND AS AN INTERESTED PERSON TRANSACTION**

The ordinary resolution was in respect of the Proposed Disposal, that:

- (a) approval be and is hereby given for the sale of the entire issued and paid-up share capital of the Garden Fresh Beverage Group Co., Ltd. (an indirect wholly-owned subsidiary of the Company) to Ideutsch Health Technology Group (HK) Co., Ltd. (the “**Purchaser**”) in accordance with the terms and conditions of the SPA as amended, supplemented and modified by the 1st Supplemental Agreement and the 2nd Supplemental Agreement (the “**Proposed Disposal**”) which constitutes a major transaction and an interested person transaction under the Listing Manual; and
- (b) the Directors of the Company and each of them be and are hereby authorised to take such steps, enter into all such transactions, arrangements and agreements and execute all such documents as may be advisable, necessary or expedient for the purposes of giving effect to the Proposed Disposal, with full power to assent to any condition, amendment, alteration, modification or variation as may be required by the relevant authorities or as such Directors or any of them may deem fit or expedient or to give effect to this resolution or the transactions contemplated pursuant to or in connection with the Proposed Disposal/

The motion was duly proposed and seconded.

The Chairman then invited questions from shareholders. Please refer to **Appendix 1** for a summary of the substantial and relevant questions raised by shareholders and the responses at the EGM.

After dealing with questions from shareholders, the ordinary resolution was put to vote by poll.

## 9. RESULTS OF THE POLL

The shareholders were directed to cast their votes for the ordinary resolution proposed at the EGM.

The votes were counted by the polling agent and verified by the scrutineer. The voting results were 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 (%)
1.	The Proposed Disposal of Garden Fresh Beverage Group Co., Ltd. as a Major Transaction and as an Interested Person Transaction	259,961,517	254,945,717	98.07%	5,015,800	1.93%

Based on the results of the poll, Chairman declared that all motion(s) the tabled at the EGM were carried and that the ordinary resolution was duly passed.

## 10. CONCLUSION

Chairman concluded the business of the EGM, thanked shareholders for their attendance and support and declared the EGM closed at 2.45 p.m.

## CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

MR TAN QING WEN, JEREMY  
CHAIRMAN OF THE MEETING

**Appendix 1 to Minutes of EGM Held on 22 April 2026**  
**- Summary of Substantial and Relevant Questions and Responses –**

**Question 1:**

Please explain why there is a loss of approximately RMB365 million arising from the Proposed Disposal.

**Company's Response to Question 1:**

The net assets value of Garden Fresh Beverage Group Co., Ltd. (which mainly represents the beverage segment of the Group's businesses) is approximately RMB1.2 billion. The consideration for the Proposed Disposal, based on the valuation report, is RMB850 million. The difference of approximately RMB365 million represents a one-time non-cash loss on disposal arising from the difference between the book value of the net assets being disposed of and the sale proceeds.

**Question 2:**

What would be the impact on the earnings per share on completion of the Proposed Disposal, and if trading in the shares of the Company were allowed to be resumed?

**Company's Response to Question 2:**

Shareholders were referred to the circular dated 31 March 2026 relating to the Proposed Disposal for the relevant disclosures on earnings per share. Based on the current financial results (i.e., the unaudited consolidated management accounts of the Group for the financial year ended 31 December 2025 ("FY2025")) and immediately prior to the completion of the Proposed Disposal, the earnings per share is 4.86 fen. On the assumption that the completion of the Proposed Disposal had taken place as at 1 January 2025, the earnings per share would increase to 5.94 fen. The increase is attributable to the fact that the beverage segment recorded a loss position for FY2025, primarily due to the substantial interest costs accruing on the bonds issued by the Group to Goldman Sachs Investments Holdings (Asia) Limited. Upon completion of the Proposed Disposal, such accrued interest costs would be carved out from the Group along with the beverage segment, resulting in an improvement to the Group's earnings.

The Company is currently not in a position to provide any comments on the earnings per share should the SGX-ST grant an approval for trading in its shares to be resumed. That said, should trading in the Company's shares be allowed to resume, the Company will work towards strengthening its business fundamentals with a view to enhancing shareholder value.