

ZICO HOLDINGS INC.
(Incorporated in Labuan, Malaysia)
(Company Registration No. LL07968)
(the “**Company**”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT 77 ROBINSON ROAD #06-03 ROBINSON 77, SINGAPORE 068896 ON MONDAY, 21 NOVEMBER 2022 AT 11.00 A.M.

PRESENT

DIRECTORS

Chew Seng Kok (Managing Director)
Datuk Ng Hock Heng (Executive Director)
John Lim Yew Kong (Independent Director)
Chew Liong Kim (Non-Executive Non-Independent Director)

ABSENT WITH APOLOGY

Dato' T. Jasudasen (Independent Chairman)

IN ATTENDANCE BY INVITATION

As per attendance record maintained by the Company.

SHAREHOLDERS

As per attendance record maintained by the Company.

CHAIRMAN OF THE MEETING

Dato' T. Jasudasen, Chairman of the Board had sent his apology as he was not able to attend the Extraordinary General Meeting of the Company (the “**Meeting**”) and Mr John Lim Yew Kong, Independent Director of the Company was appointed as Chairman of the Meeting (“**Chairman**”).

QUORUM

As there was a quorum, the Chairman declared the Meeting open at 11.00 a.m.

NOTICE

The Notice convening the Meeting dated 5 November 2022 was taken as read.

OPENING ADDRESS

The Chairman welcomed all joining the Meeting including the Company's Directors, the Company's legal representative, Sponsors from Stamford Corporate Services Pte. Ltd., the corporate secretary, the share registrar team and independent scrutineers (“**Scrutineer**”).

The Chairman informed the shareholders of the Company that in his capacity as the Chairman of the Meeting, he had been appointed as proxy by several shareholders and he had voted in accordance with their instructions. In line with the Company's Memorandum & Articles of Association, the voting on the proposed resolution tabled at the Meeting was conducted by poll after the proposed resolution was proposed and seconded.

The Chairman further informed that, for the conduct of the poll, Agile 8 Advisory Pte. Ltd. and B.A.C.S. Private Limited have been appointed as the Scrutineers and polling agent respectively, to assist with the poll voting at this EGM. The Chairman invited the Scrutineer to guide the shareholders through the procedures for voting by poll when conducting the poll voting.

The Chairman then proceeded with the following Agenda of the Meeting.

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF 50% EQUITY INTEREST IN FRAGOMEN ZICO INC

The Agenda of the Meeting was to seek the shareholders' approval for the proposed disposal of 50% equity interest in Fragomen ZICO Inc.

No questions were raised by the shareholders present.

The Ordinary Resolution voted on was:

"That:

- (a) pursuant to Rule 1014 of the Catalist Rules, approval be and is hereby given for the Company to enter and complete the Proposed Disposal pursuant to the terms and conditions of the Agreement;
- (b) the execution of the Agreement by the Company be and is hereby confirmed, approved and ratified; and
- (c) the Directors and any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver the Agreement and all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Disposal and/or this ordinary resolution.

The motion was duly proposed by Ms Tan Gee Moi and seconded by Ms Nor Hafiza Alwi, both shareholders of the Company. The Chairman then announced the result of the votes as follows:

Percentage of votes "FOR" – 100% (168,666,152 shares)
Percentage of votes "AGAINST" – 0% (0 shares)

Based on the result, the Chairman declared the Ordinary Resolution carried and duly passed.

CONCLUSION

There being no other business to transact, the Chairman thanked everyone for their attendance at the Meeting and for their invaluable support.

The Chairman declared the Meeting of the Company closed at 11.07 a.m.

Confirmed as True Record of Proceedings held

John Lim Yew Kong
Chairman of the Meeting