

**TOTM TECHNOLOGIES LIMITED**  
(Company Registration No. 201506891C)  
(Incorporated in the Republic of Singapore)  
(the “**Company**”)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD 39 SCOTTS ROAD, LEVEL 2, TOPAZ & OPAL ROOM, SHERATON TOWERS HOTEL, SINGAPORE 228230 ON THURSDAY, 12 MARCH 2026 AT 3.00 P.M (THE “EGM” OR “MEETING”)**

---

*All capitalised terms in this minute of the EGM which are not defined herein shall have the same meaning as ascribed to them in the Company's circular dated 25 February 2026 (the “**Circular**”).*

**1. CHAIRMAN**

Mr Pierre Prunier, the Executive Director, took the chair of the EGM (the “**Chairman**”). On behalf of the Board of Directors (“**Board**”) of the Company, the Chairman welcomed and thanked the shareholders of the Company (each a “**Shareholder**” and collectively, the “**Shareholders**”) for their attendance at the Meeting.

The Chairman introduced the other members of the Board and Management who attended the Meeting, as follows:

Name of Directors and Management

- |                           |   |                                      |
|---------------------------|---|--------------------------------------|
| • Mr Siek Wei Ting        | - | Lead Independent Director            |
| • Mr Tan Ser Ko           | - | Independent Director                 |
| • Mr Soh Chun Bin         | - | Independent Director                 |
| • Mr Bob Christopher      | - | Chief Financial and Strategy Officer |
| • Mr Frederick Lau Si Kah | - | Deputy Chief Financial Officer       |
| • Mr Feri Risnandar       | - | Country Head (Indonesia)             |

**2. QUORUM**

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 3.00 p.m.

**3. NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Notice of EGM dated 25 February 2026 (the “**Notice**”), having been dispatched to Shareholders and made available on SGXNet and the Company's website, was taken as read.

**4. POLL VOTING**

The Chairman informed Shareholders that in line with the Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (the “**Catalist Rules**”), all motions tabled at the EGM will be voted on by way of poll. All the proposed motions would require a simple majority of votes for them to be carried.

The Chairman further informed that he had been appointed as proxy by certain Shareholders to vote on their behalf in his capacity as the Chairman of the Meeting and would vote in accordance with such Shareholders' instructions.

The Chairman directed that the poll on each resolution be conducted after all the resolutions had been formally proposed and seconded.

The Company had appointed B.A.C.S. Private Limited as Polling Agent and CACS Corporate Advisory Pte. Ltd. as Scrutineer, for the poll.

**5. QUESTIONS FROM SHAREHOLDERS**

The Chairman informed the Meeting that no written questions had been received from the Shareholders prior to the Meeting in relation to the Circular and the resolutions set out in the Notice. The Chairman invited Shareholders present at the Meeting to pose their questions to the Board.

A Shareholder sought a clarification regarding a typographical error in the voting papers distributed at the Meeting, in which the text of the Ordinary Resolutions 2 to 4 set out in the Notice, pertaining to the proposed participation by and grant of up to 25,000,000 Awards under the Employee Share Incentive Scheme named the TOTM Technologies Performance Share Plan 2021 to Mr. Chan Wei Jie, Mr. Mohit Kapadiya, and Mr Ong Kok Chung, respectively, had erroneously stated the number of Award as 'up to \$25,000,000 Awards'.

The Chairman clarified that the inclusion of the '\$' sign in the text of the Ordinary Resolutions 2 to 4 in the voting paper was a typographical error and confirmed that the correct number of Award is 'up to 25,000,000 Awards', as set out in the Notice and the Circular. The Meeting noted that the typographical error on the voting papers was an administrative in nature and the Shareholders were provided with the corrected information prior commencement of the poll.

Save for the above, as no questions were raised regarding the agenda and the Circular, the Chairman proceeded with the business of the EGM.

6. **ORDINARY RESOLUTION 1: PROPOSED DIVERSIFICATION OF THE GROUP'S EXISTING CORE BUSINESS TO INCLUDE THE NEW BUSINESS**

The first item on the agenda was to seek Shareholders' approval in respect of the proposed diversification of the Group's existing core business to include the development, commercialisation, investment, and operation of businesses and solutions relating to emerging technology sectors.

The Chairman put the following motion to the Meeting:

"That:

- (a) approval be and is hereby given for the diversification by the Group of its Existing Core Business to include the development, commercialisation, investment, and operation of businesses and solutions relating to emerging technology sectors (the "**New Business**"), and any other activities related to the New Business;
- (b) the Company be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of, from time to time any such assets, investments and shares or interests in any entity that is engaged in or with plans to engage in the New Business on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts or things as they deem desirable, necessary or expedient or give effect to such investment, purchase, acquisition or disposal; and
- (c) the Directors or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to this ordinary resolution as they or he may think fit."

The motion was duly proposed and seconded by a Shareholder, respectively.

7. **ORDINARY RESOLUTION 2: PROPOSED PARTICIPATION BY AND GRANT OF UP TO 25,000,000 AWARDS UNDER THE EMPLOYEE SHARE INCENTIVE SCHEME NAMED THE TOTM TECHNOLOGIES PERFORMANCE SHARE PLAN 2021 ("PSP 2021") TO MR. CHAN WEI JIE**

The second item on the agenda was to seek Shareholders' approval in respect of the proposed participation by and grant of up to 25,000,000 Awards under the PSP 2021 to Mr. Chan Wei Jie, Vice President of the Web3 Business Unit.

The Chairman put the following motion to the Meeting:

“That

- (a) the proposed grant of Awards to Mr. Chan Wei Jie, pursuant to and in accordance with the provisions of the PSP 2021, on the following terms, be and is hereby approved:

Proposed date of grant : 12 March 2026  
of Award

Aggregate number of : Up to 25,000,000 Awards, split into two (2) tranches:  
Awards granted

(i) Tranche A: 12,500,000 Awards

(ii) Tranche B: 12,500,000 Awards

Performance Period : 1 October 2025 to 30 September 2027, which may be mutually extended for another twelve (12) months, subject to the Committee and the Board’s approval.

Performance Conditions : Applicable in relation to Tranche B, the Participant shall have achieved the performance targets set by the Board in relation to the strategic architecture and capability build, product and technology development, strategic growth and commercial targets.

Vesting Period : Subject to the Performance Period and/or PSP Rules, and the satisfaction of the Performance Conditions (where applicable), the Awards shall be vested as follows:

Tranche A

The Award vest on a straight-line monthly basis from 1 October 2025 to 30 September 2026 as follows:

(i) 1 October 2025 to 31 August 2026: 1,041,667 ordinary shares per month

(ii) 1 September 2026 to 30 September 2026: 1,041,663 ordinary shares

Tranche B

Based on the Performance Conditions within the Performance Period.

Delivery (includes allotment and issuance) :

Tranche A

Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

(i) 30 April 2026; and

(ii) 30 October 2026,

subject to Awards being Vested and Released.

Tranche B

Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

(i) 30 April 2026; and

(ii) 30 October 2026,

(iii) 30 April 2027; and

(iv) 29 October 2027,

subject to Awards being Vested and Released.

Moratorium : The ordinary shares delivered shall not be subject to moratorium.

- (b) any Director be and is hereby authorised to complete and to do all such acts and things, and to approve, modify, ratify and execute such documents, acts and things as they may consider necessary, desirable or expedient to give effect to this resolution.”

The motion was duly proposed and seconded by a Shareholder, respectively.

8. **ORDINARY RESOLUTION 3: PROPOSED PARTICIPATION BY AND GRANT OF UP TO 25,000,000 AWARDS UNDER THE PSP 2021 TO MR. MOHIT KAPADIYA**

The third item on the agenda was to seek Shareholders' approval in respect of the proposed participation by and grant of up to 25,000,000 Awards under the PSP 2021 to Mr. Mohit Kapadiya, Technology Lead of the Web3 Business Unit.

The Chairman put the following motion to the Meeting:

“That:

- (a) the proposed grant of Awards to Mr. Mohit Kapadiya, pursuant to and in accordance with the provisions of the PSP 2021, on the following terms, be and is hereby approved:

Proposed date of grant : 12 March 2026  
of Award

Aggregate number of : Up to 25,000,000 Awards, split into two (2) tranches:  
Awards granted

(i) Tranche A: 12,500,000 Awards

(ii) Tranche B: 12,500,000 Awards

Performance Period : 1 October 2025 to 30 September 2027, which may be mutually extended for another twelve (12) months, subject to the Committee and the Board's approval.

Performance Conditions : Applicable in relation to Tranche B, the Participant shall have achieved the performance targets set by the Board in relation to the strategic architecture and capability build, product and technology development, strategic growth and commercial targets.

Vesting Period : Subject to the Performance Period and/or PSP Rules, and the satisfaction of the Performance Conditions (where applicable), the Awards shall be vested as follows:

Tranche A

The Award vest on a straight-line monthly basis from 1 October 2025 to 30 September 2026 as follows:

(i) 1 October 2025 to 31 August 2026: 1,041,667 ordinary shares per month

(ii) 1 September 2026 to 30 September 2026: 1,041,663 ordinary shares

Tranche B

Based on the Performance Conditions within the Performance Period.

Delivery (includes allotment and issuance)

: Tranche A

Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

(i) 30 April 2026; and

(ii) 30 October 2026,

subject to Awards being Vested and Released.

Tranche B

Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

(i) 30 April 2026; and

(ii) 30 October 2026,

(iii) 30 April 2027; and

(iv) 29 October 2027,

subject to Awards being Vested and Released.

Moratorium

: The ordinary shares delivered shall not be subject to moratorium.

- (b) any Director be and is hereby authorised to complete and to do all such acts and things, and to approve, modify, ratify and execute such documents, acts and things as they may consider necessary, desirable or expedient to give effect to this resolution.”

The motion was duly proposed and seconded by a Shareholder, respectively.

9. **ORDINARY RESOLUTION 4: PROPOSED PARTICIPATION BY AND GRANT OF UP TO 25,000,000 AWARDS UNDER THE PSP 2021 TO MR. ONG KOK CHUNG**

The last item on the agenda was to seek Shareholders' approval in respect of the proposed participation by and grant of up to 25,000,000 Awards under the PSP 2021 to Mr. Ong Kok Chung, Digital Asset Solutions Head of the Web3 Business Unit.

The Chairman put the following motion to the Meeting:

“That:

- (a) the proposed grant of Awards to Mr. Ong Kok Chung, pursuant to and in accordance with the provisions of the PSP 2021, on the following terms, be and is hereby approved:

Proposed date of grant : 12 March 2026  
of Award

Aggregate number of : Up to 25,000,000 Awards, split into two (2) tranches:  
Awards granted

(i) Tranche A: 12,500,000 Awards

(ii) Tranche B: 12,500,000 Awards

Performance Period : 1 October 2025 to 30 September 2027, which may be mutually extended for another twelve (12) months, subject to the Committee and the Board's approval.

Performance Conditions : Applicable in relation to Tranche B, the Participant shall have achieved the performance targets set by the Board in relation to the strategic architecture and capability build, product and technology development, strategic growth and commercial targets.

Vesting Period : Subject to the Performance Period and/or PSP Rules, and the satisfaction of the Performance Conditions (where applicable), the Awards shall be vested as follows:

Tranche A

The Award vest on a straight-line monthly basis from 1 October 2025 to 30 September 2026 as follows:

- (i) 1 October 2025 to 31 August 2026: 1,041,667 ordinary shares per month
- (ii) 1 September 2026 to 30 September 2026: 1,041,663 ordinary shares

Tranche B

Based on the Performance Conditions within the Performance Period.

Delivery (includes allotment and issuance) : Tranche A  
Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

- (i) 30 April 2026; and
- (ii) 30 October 2026,

subject to Awards being Vested and Released.

Tranche B

Notwithstanding the Vesting Period, ordinary shares shall be delivered on:

- (i) 30 April 2026; and
- (ii) 30 October 2026,
- (iii) 30 April 2027; and
- (iv) 29 October 2027,

subject to Awards being Vested and Released.

Moratorium : The ordinary shares delivered shall not be subject to moratorium.

- (b) any Director be and is hereby authorised to complete and to do all such acts and things, and to approve, modify, ratify and execute such documents, acts and things as they may consider necessary, desirable or expedient to give effect to this resolution."

The motion was duly proposed and seconded by a Shareholder, respectively.

10. **RESULTS OF THE POLL**

After a short break for the votes to be counted, the Chairman announced the poll results 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 (%)
<p><b>Resolution 1:</b></p> <p>To approve the Proposed Diversification of the Group's Existing Core Business to include the New Business</p>	569,392,900	568,992,900	99.93	400,000	0.07
<p><b>Resolution 2:</b></p> <p>To approve the proposed participation by and grant of up to 25,000,000 Awards under the employee share incentive scheme named the TOTM Technologies Performance Share Plan 2021 ("<b>PSP 2021</b>") to Mr. Chan Wei Jie</p>	568,587,900	568,187,900	99.93	400,000	0.07
<p><b>Resolution 3:</b></p> <p>To approve the proposed participation by and grant of up to 25,000,000 Awards under the PSP 2021 to Mr. Mohit Kapadiya</p>	568,587,900	568,187,900	99.93	400,000	0.07

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 (%)
<b>Resolution 4:</b>  To approve the proposed participation by and grant of up to 25,000,000 Awards under the PSP 2021 to Mr. Ong Kok Chung	568,587,900	568,187,900	99.93	400,000	0.07

Based on the poll results, the Chairman declared all the resolutions carried.

11. **ANY OTHER BUSINESS**

It was noted that no notice was received in respect of any other business that may properly be transacted at the Meeting.

12. **END OF MEETING**

There being no other business, the Chairman declared the Meeting closed at 3.30 p.m.

Signed as a correct record,

---

Pierre Prunier  
Chairman of the Meeting

---

*This announcement has been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "Sponsor").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.*

*The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 83 Clemenceau Avenue, #10-01 UE Square, Singapore 239920, telephone (65) 6590 6881.*