

CNMC GOLDMINE HOLDINGS LIMITED
(Company Registration No. 201119104K)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : 80 Jurong East Street 21, Devan Nair Institute of Employment and Employability, Level 1, Hall 1, Singapore 609607

DATE : 30 April 2026

TIME : 3.00 p.m.

PRESENT : As per Attendance List

CHAIRMAN OF THE MEETING : Professor Lin Xiang Xiong @ Lin Ye

Opening

The Chairman welcomed all shareholders and thanked them for their participation at the Company's annual general meeting (the "**Meeting**").

The Chairman introduced the other members of the Board who were present in person, namely:

- (i) Mr Choo Chee Kong (Executive Vice Chairman)
- (ii) Mr Lim Kuoh Yang (Executive Director and Chief Executive Officer)
- (iii) Mr Giang Sovann (Lead Independent Director)
- (iv) Ms Keng Yeng Pheng (Independent Director)
- (v) Ms Chooi Pey Nee (Independent Director)

Quorum

Mr Choo Chee Kong ("**Mr Choo**") then conducted the proceedings of the Meeting on behalf of the Chairman, Professor Lin Xiang Xiong @ Lin Ye.

As a quorum was present, Mr Choo declared the Meeting open.

Notice

The notice convening the Meeting, having been circulated to shareholders by publication on the SGXNet website and the Company's corporate website on 15 April 2026, was taken as read.

Presentation

Mr Lim Kuoh Yang ("**Mr Lim**") gave a presentation to the shareholders on the Group's performance for the financial year ended 31 December 2025.

Questions

Mr Choo informed that the Company had requested shareholders who wish to ask questions pertaining to the agenda of the Meeting to submit their questions in advance. For the benefit of all shareholders, the replies to questions received from shareholders had been posted on SGXNet before the Meeting on 24 April 2026. As such, those questions would not be addressed at the Meeting.

Before the motions were proposed and seconded, Mr Choo invited questions in relation to the motions tabled. Please refer to the Annexure attached hereto for the questions and answers.

Voting by Poll

Mr Choo informed that pursuant to the Company's Constitution, all resolutions at the Meeting shall be voted by poll as required by the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange

Securities Trading Limited (the “**Catalist Rules**”). Polls will be conducted at the end of the Meeting after any further questions on the motions have been addressed and all motions have been proposed and seconded.

Mr Choo then proceeded with the formal business of the Meeting.

Ordinary Business

1. Audited Financial Statements, Directors’ Statement and Independent Auditors’ Report (Resolution 1)

Mr Choo proposed and Ms Li Xiaohong (proxy of Lim Peng Liang David Llewellyn) seconded the following motion:

“That the audited financial statements for the financial year ended 31 December 2025, together with the Director’s Statement and Independent Auditors’ Report, be received and adopted.”

The motion was put to vote by poll at the end of the Meeting.

2. Declaration of Dividend (Resolution 2)

The Directors had recommended the payment of a final one-tier tax exempt dividend of S\$0.008 per ordinary share and a special one-tier tax exempt dividend of S\$0.027 per ordinary share for the financial year ended 31 December 2025.

Mr Choo proposed and Ms Chong Nyok Hoon seconded the following motion:

“That the payment of a final one-tier tax exempt dividend of S\$0.008 per ordinary share and a special one-tier tax exempt dividend of S\$0.027 per ordinary share for the financial year ended 31 December 2025 be approved.”

The motion was put to vote by poll at the end of the Meeting.

3. Re-election of Mr Lim Kuoh Yang (Resolution 3)

Mr Lim Kuoh Yang, who was retiring under Article 117 of the Company’s Constitution, had consented to continue in office.

Mr Choo proposed and Mr Daniel Wong Chong Thiam seconded the following motion:

“That Mr Lim Kuoh Yang be re-elected as a Director of the Company.”.

The motion was put to vote by poll at the end of the Meeting.

4. Re-election of Mr Giang Sovann (Resolution 4)

Mr Giang Sovann, who was retiring under Article 117 of the Company’s Constitution, had consented to continue in office.

Mr Choo proposed and Ms Chong Nyok Hoon seconded the following motion:

“That Mr Giang Sovann be re-elected as a Director of the Company.”.

The motion would be put to vote by poll at the end of the Meeting.

5. Payment of Directors’ Fees (Resolution 5)

The Board had recommended the payment of Directors’ fees of up to S\$180,000 for the financial year ending 31 December 2026, to be paid quarterly in arrears.

Mr Choo proposed and Ms Li Xiaohong seconded the following motion:

“That the payment of Directors’ fees of up to S\$180,000 for the financial year ending 31 December 2026 be approved.”.

The motion was put to vote by poll at the end of the Meeting.

6. Re-appointment of Auditors (Resolution 6)

The retiring auditors, KPMG LLP, had expressed their willingness to continue in office for the following year.

Mr Choo proposed and Ms Chong Nyok Hoon seconded the following motion:

“That KPMG LLP be re-appointed as the Company’s Independent Auditors, and that the Directors be authorised to fix their remuneration.”.

The motion was put to vote by poll at the end of the Meeting.

As no notice of any other ordinary business had been received by the Secretary, Mr Choo proceeded to deal with the Special Business of the Meeting.

Special Business

7. General Authority to Allot and Issue Shares (Resolution 7)

Mr Choo proposed and Ms Li Xiaohong seconded the following motion:

“That pursuant to Section 161 of the Companies Act 1967 and the Listing Manual (Section B: Rules of Catalist) (the “**Catalist Rules**”) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), authority be and is hereby given to the Directors of the Company to:-

- (A) (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) 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 this authority may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this authority was in force,

provided that:-

- (1) the aggregate number of Shares to be issued pursuant to this authority (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) (“**Issued Shares**”), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to the existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed 50% of the total number of Issued Shares;
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this authority is given, after adjusting for:-

- (i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and outstanding or subsisting at the time this authority is given, provided the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (ii) any subsequent bonus issue, consolidation or sub-division of Shares;
- (3) in exercising the authority conferred by this Resolution, the Directors 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
- (4) (unless revoked or varied by the Company in general meeting) this authority 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.”

The motion was put to vote by poll at the end of the Meeting.

8. **Renewal of Share Purchase Mandate (Resolution 8)**

Mr Choo highlighted that Innovation (China) Limited, Messiah Limited, Professor Lin Xiang Xiong @ Lin Ye, Mr Choo Chee Kong, Mr Lim Kuoh Yang, Mdm Tan Swee Ngin and Mdm Lim Sok Cheng Julie and persons acting in concert with them had abstained from voting on Resolution 8 pursuant to the conditions under Appendix 2 of the Take-over Code.

Mr Choo proposed and Ms Chong Nyok Hoon seconded the following motion:

“That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 of Singapore (the “**Companies Act**”), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire ordinary shares (“**Shares**”) in the issued share capital of the Company not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - (i) market purchases (each a “**Market Purchase**”) on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) transacted through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
 - (ii) off-market purchases (each an “**Off-Market Purchase**”) effected otherwise than on the SGX-ST in accordance with any equal access scheme as may be determined or formulated by the Directors of the Company as they consider fit, such scheme satisfying all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);
- (b) the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the passing of this Resolution and expiring on the earliest of:
 - (i) the date on which the next annual general meeting of the Company is held or is required by law to be held;
 - (ii) the date on which the purchase or acquisition of Shares have been carried out to the full extent of the Share Purchase Mandate; or

(iii) the date on which the authority conferred by the Share Purchase Mandate is varied or revoked by an ordinary resolution of shareholders of the Company in a general meeting;

(c) in this Resolution:

“Prescribed Limit” means the number of Shares representing 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the passing of this Resolution, unless the Company has reduced its share capital in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period (as hereafter defined), in which event the total number of issued Shares of the Company shall be taken to be the total number of issued Shares as altered (excluding treasury shares and subsidiary holdings);

“Relevant Period” means the period commencing from the date of the passing of this Resolution and expiring on the date on which the next annual general meeting of the Company is held or is required by law to be held, whichever is the earlier; and

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, commissions, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

(i) in the case of a Market Purchase : 105% of the Average Closing Price;
and

(ii) in the case of an Off-Market Purchase : 120% of the Average Closing Price,

where:

“Average Closing Price” means the average of the closing market prices of a Share over the last five Market Days, on which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during such five-Market Day period and the day on which the Market Purchase is made or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase;

“day of the making of the offer” means the day on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from shareholders of the Company stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

“Market Day” means a day on which the SGX-ST is open for trading in securities; and

(d) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution.”

The motion was put to vote by poll at the end of the Meeting.

Conduct of Poll

Boardroom Corporate & Advisory Services Pte Ltd had been appointed as the polling agent and Reliance 3P Advisory Pte. Ltd. had been appointed as the independent scrutineer for all polls conducted for the Meeting. The scrutineer’s representative then proceeded to explain how the voting slips were to be completed and submitted. The voting slips were then collected from the shareholders and proxies for counting and verification.

Mr Choo then adjourned the Meeting at 3.50 p.m. for the votes to be counted.

The Meeting resumed at 4.22 p.m. with the requisite quorum.

Mr Choo read out the results of the polls as follows:-

Ordinary Resolution 1 – Adoption of Audited Financial Statements, Directors’ Statement and Independent Auditors’ Report

	<u>As a percentage</u>
Number of votes “FOR”:	100.00%
Number of votes “AGAINST”:	0%
Total number of votes cast:	<hr/> 100.00% <hr/>

Mr Choo declared Ordinary Resolution 1 carried.

Ordinary Resolution 2 – Declaration of Dividend

	<u>As a percentage</u>
Number of votes “FOR”:	100.00%
Number of votes “AGAINST”:	0%
Total number of votes cast:	<hr/> 100.00% <hr/>

Mr Choo declared Ordinary Resolution 2 carried.

Ordinary Resolution 3 – Re-election of Mr Lim Kuoh Yang as a Director

	<u>As a percentage</u>
Number of votes “FOR”:	99.93%
Number of votes “AGAINST”:	0.07%
Total number of votes cast:	<hr/> 100.00% <hr/>

Mr Choo declared Ordinary Resolution 3 carried.

Ordinary Resolution 4 – Re-election of Mr Giang Sovann as a Director

	<u>As a percentage</u>
Number of votes “FOR”:	78.53%
Number of votes “AGAINST”:	21.47%
Total number of votes cast:	<hr/> 100.00% <hr/>

Mr Choo declared Ordinary Resolution 4 carried.

Ordinary Resolution 5 – Payment of Directors’ fees

	<u>As a percentage</u>
Number of votes “FOR”:	99.99%
Number of votes “AGAINST”:	0.01%
Total number of votes cast:	<hr/> 100.00% <hr/>

Mr Choo declared Ordinary Resolution 5 carried.

Ordinary Resolution 6 – Re-appointment of Auditors

	<u>As a percentage</u>
Number of votes “FOR”:	99.99%
Number of votes “AGAINST”:	0.01%
Total number of votes cast:	<u>100.00%</u>

Mr Choo declared Ordinary Resolution 6 carried.

Ordinary Resolution 7 – General Authority to Allot and Issue Shares

	<u>As a percentage</u>
Number of votes “FOR”:	77.88%
Number of votes “AGAINST”:	22.12%
Total number of votes cast:	<u>100.00%</u>

Mr Choo declared Ordinary Resolution 7 carried.

Ordinary Resolution 8 – Renewal of Share Purchase Mandate

	<u>As a percentage</u>
Number of votes “FOR”:	100.00%
Number of votes “AGAINST”:	0.00%
Total number of votes cast:	<u>100.00%</u>

Mr Choo declared Ordinary Resolution 8 carried.

Closure of Meeting

There being no other business, Mr Choo declared the Annual General Meeting of the Company closed at 4.25 p.m..

Confirmed as a True Record

[SIGNED]

Professor Lin Xiang Xiong@Lin Ye
Chairman of the Meeting

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 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 Ms. Ng Shi Qing, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.

ANNEXURE

Questions and answers

Question	: With regard to the Group's gold reserves, how long is it expected to last the Group operationally in terms of concession years and in terms of quantum?
Answer (Mr Lim Kuoh Yang)	: Mr Lim Kuoh Yang referred the shareholder to the reserves table. He informed that even with the 60% increase in processing capacity, based on the independent qualified person's report, there should be sufficient ore for processing until the end of the Group's mining license, 31 Dec 2034, barring any unforeseen circumstances. He further informed that if there is mineral to be extracted at point of the mining license expiry, the Group will renew the license. The conditions for license renewal are that (1) there must be ongoing mining activity, (2) the Group must not be owing any royalty or tribute, and (3) the Group should not have breached any major environmental regulations. At this juncture, the Group is compliant with all three conditions. The mining license had been previously renewed in 2017.
Question	: With regard to the accident that happened last year, was there a lengthy stop work order imposed on the Group?
Answer (Mr Lim Kuoh Yang)	: Mr Lim Kuoh Yang informed that the accident did not happen in a shaft that was in operation but in a shaft that was under construction. Therefore, the accident did not impact mining production.
Question	: Has a provision been made for the tax issue in Malaysia?
Answer (Mr Lim Kuoh Yang)	: Mr Lim Kuoh Yang informed that he is unable to share information beyond what has been announced. Shareholders will be updated as and when there is material progress on the matter. In the meantime, the Company has made a disclosure in the notes to the financial statements under contingent liability, based on legal opinion received.
Question	: Will moving to the SGX Main Board be a natural progression for the Company?
Answer (Mr Lim Kuoh Yang)	: With the increase in share price and strong financial report, the Company does meet the criteria for a listing on the SGX Main Board. The Board is looking into this matter and taking in feedback from stakeholders. There are internal discussions to see if this is viable long term.
Question	: Gold price is volatile. Have there been any hesitation or pullback from buyers, in light of the war in Iran?
Answer (Mr Lim Kuoh Yang)	: The Group has been working with a gold buyer for the last 15 years. This buyer takes all the gold produced (based on the spot rate) and provides in cash 90% of the purchase price as downpayment before the gold is handed to him.
Question	: Most of the Group's operations utilise diesel. Now, with the increased prices, is the Management exploring ways to reduce this cost?
Answer (Mr Lim Kuoh Yang)	: The Group has put in place cost-saving initiatives such as acquiring a power generator with the latest technology and newer engines that are more fuel efficient. Excavators have also been replaced in a bid to reduce diesel consumption.
Question	: What is the Group's progress at Kelgold and what are the next steps?

Answer (Mr Lim Kuoh Yang) : The Group has re-started exploration work but a lot more has to be done to determine if the site is commercially viable. It is difficult at this point to give a timeline for the progress or if mining at this site will be done via open pit or underground. The Management has to be certain of its commercial viability before applying for various mining and operational permits. Shareholders will be updated as and when there are material developments on this matter.

Question : Will the Company be giving quarterly updates, moving forward?

Answer (Mr Lim Kuoh Yang) : The Company is only required to provide half-yearly updates, in accordance with SGX guidelines. The Group would like to concentrate its resources on its operations.

Question : Is a higher dividend payout possible if the Group's financial results in the next six months is better?

Answer (Mr Lim Kuoh Yang) : It is difficult for the Board to commit to an answer at this point as it has to consider, amongst other things, the Group's future capital expenditure. However, our past records show that when the Group is profitable, dividends are declared.