

CREATIVE TECHNOLOGY LTD
(Incorporated in the Republic of Singapore)

**MINUTES OF THE 40th ANNUAL GENERAL MEETING
HELD ON 26 OCTOBER 2022**

**MINUTES OF THE 40th ANNUAL GENERAL MEETING OF CREATIVE TECHNOLOGY LTD
(THE “COMPANY”) HELD ON 26 OCTOBER 2022 AT 10.30 A.M. AT 31 INTERNATIONAL
BUSINESS PARK, #03-01 CREATIVE RESOURCE, SINGAPORE 609921**

Present: See Attendance List Attached

1. Mr. Sim Wong Hoo (the “**Chairman**”), who chaired the meeting, noted that the quorum was present.
2. Notice of the meeting was taken as read. The Chairman informed the shareholders that all resolutions at the meeting would be voted by way of an electronic poll. The Chairman was appointed by certain shareholders to vote on their behalf in accordance with their instructions for the resolutions proposed to be passed in the general meeting. One question was raised by a member of the Company, which was answered by the Chairman of the Company. The question raised and answer provided is stated in Exhibit A, attached hereto.

3. **RESOLUTION 1 - ADOPTION OF COMPANY'S FINANCIAL STATEMENTS, DIRECTORS' REPORT, AUDITED ACCOUNTS AND AUDITORS' REPORT FOR FINANCIAL YEAR ENDED 30 JUNE 2022.**

The first motion relating to the receipt and adoption of the Company's Financial Statements, including the Directors' Report, Audited Accounts and the Auditors' Report of the Company, was tabled by the Chairman.

The motion was put to a poll and carried by 28,234,897 shares in favour of the resolution with 239,050 shares against (totaling 28,473,947 shares).

IT WAS RESOLVED that the Company's Financial Statements, Directors' Report, Audited Accounts and the Auditors' Report of the Company for the year ended 30 June 2022, be and are hereby received, approved and adopted.

4. **RESOLUTION 2 - RETIREMENT AND RE-ELECTION OF MR. NG KAI WA AS DIRECTOR OF THE COMPANY**

The Chairman tabled the motion to re-elect Mr. Ng Kai Wa as Director of the Company. It was noted that Mr. Ng Kai Wa retired as Director at this meeting and has offered himself for re-election.

The motion was put to a poll and carried by 28,165,906 shares in favour of the resolution with 263,041 shares against (totaling 28,428,947 shares).

IT WAS RESOLVED that Mr. Ng Kai Wa, whom having retired from the Board at the meeting and, being eligible, offered himself for re-election, be and is hereby re-elected.

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5. **RESOLUTION 3 - RE-ELECTION OF MR. GEORGE YONG-BOON YEO AS DIRECTOR OF THE COMPANY**

The Chairman tabled the motion to re-elect Mr. George Yong-Boon Yeo as Director of the Company. It was noted that Mr. George Yong-Boon Yeo retired as Director at this meeting and has offered himself for re-election.

The motion was put to a poll and carried by 28,234,897 shares in favour of the resolution with 239,050 shares against (totaling 28,473,947 shares).

6. **RESOLUTION 4 - APPROVAL OF DIRECTORS' FEES**

The Chairman tabled the motion to approve payment of Directors' fees of a total amount of S\$220,000 (2021: S\$180,000) to the non-Executive Directors, for the fiscal year ended 30 June 2022 for their contributions to the Company.

The motion was put to a poll and carried by 28,199,697 shares in favour of the resolution with 274,250 shares against (totaling 28,473,947 shares).

IT WAS RESOLVED that the Directors' fees of a total amount of S\$220,000 to the non-Executive Directors, for the year ended 30 June 2022 be and are hereby approved.

6. **RESOLUTION 5 - RE-APPOINTMENT OF AUDITORS**

The Chairman tabled the motion to re-appoint PricewaterhouseCoopers LLP as Auditors, and to authorise the Directors of the Company to fix their remuneration.

The motion was put to a poll and carried by 28,234,856 shares in favour of the resolution with 239,091 shares against (totaling 28,473,947 shares).

IT WAS RESOLVED that PricewaterhouseCoopers LLP be and are hereby appointed as Auditors for the ensuing year and the Directors be and are hereby authorised to fix their remuneration.

7. **RESOLUTION 6 – GENERAL AUTHORITY FOR THE ISSUE OF NEW ORDINARY SHARES**

The Chairman tabled a motion for the general authority to be given to the Directors to approve the issuance of new Ordinary Shares of up to a number not exceeding 50% of the total number of issued Shares, of which up to 20% may be issued other than on a pro rata basis to shareholders.

The Chairman explained that the Companies Act requires the Company to obtain the approval of its Shareholders prior to any issuance of new Ordinary Shares. The Board of

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Directors would need to seek Shareholders' approval to authorise the Company to issue new Ordinary Shares. The Board believes that it is advisable and in the best interest of the Company and its Shareholders to have a sufficient number of new Ordinary Shares available for issuance in future financing transactions, acquisitions and other proper corporate opportunities and purposes.

The motion was put to a poll and carried by 27,957,665 shares in favour of the resolution with 516,282 shares against (totaling 28,473,947 shares).

IT WAS RESOLVED that authority be and is hereby given to the Directors of the Company to issue new Ordinary Shares in the Company up to a number not exceeding 50% of the total number of issued Shares, of which up to 20% may be issued other than on a pro rata basis to shareholders.

8. **RESOLUTION 7 - APPROVAL TO ISSUE NEW ORDINARY SHARES PURSUANT TO THE EXERCISE OF EMPLOYEE SHARE OPTIONS GRANTED UNDER THE CREATIVE TECHNOLOGY (2019) SHARE OPTION SCHEME.**

The Chairman tabled a motion to issue new Ordinary Shares pursuant to the exercise of options granted under the **Creative Technology (2019) Share Option Scheme**.

The Companies Act requires Creative to obtain the approval of its shareholders prior to any issuance of new Ordinary Shares. The Board believes that it is advisable and in the best interest of Creative and its Shareholders to have the flexibility to issue Ordinary Shares covered by such options upon exercise thereof.

The motion was put to a poll and carried by 27,955,624 shares in favour of the resolution with 518,323 shares against (totaling 28,473,947 shares).

IT WAS RESOLVED that pursuant to **Section 161 of the Companies Act**, authority be and is hereby given to the Directors of the Company to allot and issue from time to time such number of shares as may be required to be issued pursuant to the exercise of options previously granted to the employees of the Company and its subsidiaries under the **Creative Technology (2019) Share Option Scheme**.

9. **RESOLUTION 8 – APPROVAL FOR THE CONTINUED APPOINTMENT OF MR. NG KAI WA AS AN INDEPENDENT DIRECTOR BY ALL SHAREHOLDERS**

The Chairman tabled a motion to approve the continued appointment of Mr. Ng Kai Wa as an Independent Director by all shareholders, in accordance to the requirement in the SGX Listing Manual.

The motion was put to a poll and carried by 27,888,674 shares in favour of the resolution with 540,273 shares against (totaling 28,428,947 shares).

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IT WAS RESOLVED that the continued appointment of Mr. Ng Kai Wa as an Independent Director be and is hereby approved.

10. **RESOLUTION 9 – APPROVAL FOR THE CONTINUED APPOINTMENT OF MR. NG KAI WA AS AN INDEPENDENT DIRECTOR BY SHAREHOLDERS EXCLUDING THE DIRECTORS AND THE CHIEF EXECUTIVE OFFICER OF THE COMPANY AND THEIR ASSOCIATES**

The Chairman tabled a motion to approve the continued appointment of Mr. Ng Kai Wa as an Independent Director by shareholders excluding the Directors, and the Chief Executive officer of the Company and their Associates, in accordance to the requirement in the SGX Listing Manual.

The motion was put to a poll and carried by 4,615,022 shares in favour of the resolution with 540,273 shares against (totaling 5,155,295 shares).

IT WAS RESOLVED that the continued appointment of Mr. Ng Kai Wa as an Independent Director be and is hereby approved.

11. There being no further business, the Chairman declared the AGM meeting closed.

Certified as true record of Minutes

Ng Keh Long
Company Secretary

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EXHIBIT A

Questions and Answers

SH = Shareholder; SWH = Sim Wong Hoo

(Question raised in relation to Resolution 7)

SH: Is the company going to issue these shares or is this just to get the mandate to do so.

SWH: Just the mandate.