

QUANTUM HEALTHCARE LIMITED
(Incorporated in Republic of Singapore)
(Company Registration No.: 202218645W)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE	: Lifelong Learning Institute 11 Eunos Road 8, Room TR1-1 Singapore 408601
DATE	: Thursday, 27 April 2023
TIME	: 10:38 a.m.
PRESENT	: <u>Board of Directors</u> Mr. Thomas Tan Gim Chua (Chief Executive Officer and Executive Director) Mr. Ng Boon Eng (Independent Non-Executive Director) Mr. Ng Fook Ai Victor (Independent Non-Executive Director and Chairman) Mr. Eric Sho Kian Hin (Independent Non-Executive Director)
IN ATTENDANCE	: As per attendance record maintained by the Company.
CHAIRMAN	: Mr. Ng Fook Ai Victor

1. QUORUM OF MEETING

Mr. Ng Fook Ai Victor, the Independent Non-Executive Director and Chairman of the Company (the “**Chairman**”), welcomed the shareholders of the Company (“**Shareholders**”) to the extraordinary general meeting (“**EGM**” or the “**Meeting**”). The Chairman introduced the Board of Directors (the “**Board**”) who were present at the Meeting. He also introduced Mr. Fu Ching Xiong and Ms. Lee Pih Peng, the Chief Financial Officer of the Company (“**CFO**”) and the Company Secretary respectively who were also present in person at the EGM.

The Chairman proceeded to convene the Meeting at 10:38 a.m. after the Company Secretary confirmed the presence of a quorum.

2. NOTICE OF MEETING

The Chairman noted that the circular dated 12 April 2023 (“**Circular**”) in relation to the proposed adoption of the Share Buyback Mandate to authorise the Directors to purchase or otherwise acquire issued ordinary shares of the Company not exceeding the Maximum Limit (as defined in the Circular) at such price(s) as may be determined by the Directors not exceeding the Maximum Price (as defined in the Circular) whether by way of Market Purchase(s) on the SGX-ST or Off-Market Purchases (as defined in the Circular) (the “**Proposed Share Buyback Mandate**”), together with the notice of EGM (“**Notice of EGM**”), both dated 12 April 2023, had been circulated to the Shareholders via publication on SGXNet and the Company’s website.

The Notice of EGM was, with the concurrence of the Meeting, taken as read.

3. MEETING PROCEEDINGS

The Chairman noted that the Shareholders had been given the opportunity to ask questions in respect of the Proposed Adoption of the Share Buyback Mandate prior to the EGM but there are no questions submitted by the Shareholders prior to the Meeting.

The Chairman exercised his discretion as chairman of the Meeting and directed that the resolution tabled at the Meeting be put to vote by poll, pursuant to Regulation 84(2) of the Constitution of the Company as well as in accordance with Rule 730A of the Catalist Rules of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The Chairman informed Shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by some Shareholders and would be voting in accordance with the specific instructions given by such Shareholders.

4. ORDINARY RESOLUTION 1: TO APPROVE THE PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

The Chairman informed in the Meeting that Shareholders’ approval was sought in relation to the Proposed Adoption of Share Buyback Mandate. Details of the Proposed Share Buyback Mandate are set out in the Circular.

The Chairman offered Shareholders the opportunity to ask questions in relation to the Proposed Adoption of the Share Buyback Mandate but there are no questions from the Shareholders in relation thereto.

5. POLLING

As there were no questions asked, the Chairman sought for the motion to be proposed and seconded. The motion was duly proposed by a Shareholder and duly seconded by another Shareholder. The Meeting then proceeded to conduct a poll on the Ordinary Resolution.

S C Teo & Co. was appointed as the scrutineers for the conduct of the voting by poll and Complete Corporate Service Pte Ltd was appointed as the polling agent.

The Meeting was adjourned at 10:42 a.m. for counting and verification of votes by the polling agent and scrutineer respectively.

6. RESULT OF THE POLL

The Meeting resumed at 10:47 a.m.

Following the tabulation of votes by the scrutineer, the following ordinary resolution was declared and carried by the poll:

ORDINARY RESOLUTION 1 – THE PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

The results of the votes were as follows:

Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
	Number of shares	As a percentage of the total number of votes for and against the resolution (%)	Number of Shares	As a percentage of the total number of votes for and against the resolution (%)
4,547,231,164	4,547,231,164	100%	0	0.00%

Based on the votes cast, Ordinary Resolution 1 was declared carried and it was RESOLVED as an ordinary resolution:

“*THAT*

- (a) for the purposes of the Companies Act 1967 of Singapore (the “**Companies Act**”), the exercise by the Directors of the Company (the “**Directors**”) of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company (the “**Shares**”) not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to but not exceeding the Maximum Price (as hereafter defined), whether by way of
- (i) market purchase(s) (“**Market Purchase(s)**”) on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) transacted through the SGX-ST trading system and/or any other securities exchange on which the Shares may for the time being be listed and quoted (the “**Other Exchange**”); and/or
 - (ii) off-market purchase(s) (“**Off-Market Purchase(s)**”) (if effected otherwise than on the SGX-ST or, as the case may be, the Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,
- and otherwise in accordance with all other laws and regulations and the Catalist Rules or, as the case may be, the Other Exchange, as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buyback Mandate**”);
- (b) unless revoked or varied by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
- (i) the date on which the authority conferred by the Share Buyback Mandate is revoked or varied by the Company at general meeting (if so varied or revoked prior to the next annual general meeting); and
 - (ii) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate are carried out to the full extent mandated;
- (c) in this Resolution: “**Maximum Limit**” means that number of Shares representing ten percent (10%) of the total issued Shares of the Company (excluding any treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company 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 Shares of the Company shall be taken to be the total number of Shares of the Company as altered after such capital reduction (excluding any treasury shares and subsidiary holdings that may be held by the Company from time to time);

“**Relevant Period**” means the period commencing from the date on which the last annual general meeting of the Company was held and expiring on the date of the next annual general meeting of the Company is held or is required to be held, or the date on which the purchases of the Shares are carried out to the full extent mandated, whichever is earlier, unless prior to that, it is varied or revoked by resolution of the Shareholders of the Company in general meeting;

“**Maximum Price**” in relation to a Share to be purchased, means the purchase price (excluding brokerage, stamp duties, commission, 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 (5) Market Days on which the Shares are transacted on the SGX-ST or, as the case may be, such securities exchange on which the Shares are listed or quoted, immediately preceding the date of the Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the Catalist Rules, for any corporate action that occurs after the relevant five (5) Market Day period and the day on which the purchases are made;

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

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

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

[Note: the *resolution* in italicised above was extracted from the Notice of EGM. Unless otherwise defined herein, all capitalised terms stated in this minutes shall have the same meaning stated in the Circular]

7. CONCLUSION

There being no other business to transact, the Chairman declared the EGM closed at 10:50 a.m. and thanked everyone for their attendance.

The Chairman stated that the Company will publish the minutes of the EGM on the SGXNET and the Company’s website within a month after the EGM.

Confirmed as True Record of Proceedings Held

Mr. Ng Fook Ai Victor
Chairman of the Meeting