

DISA LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 197501110N)
(the “**Company**”)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM” OR “MEETING”)
OF THE COMPANY**

PLACE : 2 Bukit Merah Central, Podium Block, Level 3, Room P301,
Singapore 159835

DATE : Friday, 25 October 2024

TIME : 11:40 a.m.

PRESENT : Mr. Toh Hock Khim - Non-Executive and Independent
Chairman
Mr. Chng Weng Wah - Managing Director and Chief
Executive Officer (“**CEO**”)
Mr. Lau Kay Heng - Non-Executive Independent Director
Mr. Lim Soon Hock - Non-Executive Independent Director

IN ATTENDANCE : As set out in the attendance list annexed hereto

CHAIRMAN OF THE MEETING : Mr. Toh Hock Khim

I. OPENING

Mr. Toh Hock Ghim, Non-Executive and Independent Chairman of the Company (the “**Chairman**”) welcomed shareholders to the EGM of the Company.

II. CALL TO ORDER AND QUORUM

The Chairman called the EGM to order at 11:40 a.m. and he introduced the members of the Board present at the EGM to the shareholders. The Company Secretary confirmed that a quorum was present for the EGM.

III. NOTICE

The Notice of EGM dated 9 October 2024 was taken as read.

As stated in the Notice of EGM, shareholders were given the opportunity to ask questions by submitting their questions in advance of the EGM. There were no questions received from shareholders by the stipulated deadline. The Chairman informed the shareholders present that they can raise questions during the EGM.

IV. VOTING

The Chairman informed that the resolution tabled at the EGM would be voted by poll in accordance with the Rule 730A(2) of the Catalist Rules of the SGX-ST.

The Chairman informed the Meeting that some shareholders had appointed the Chairman of the Meeting as their proxy for this EGM, and the Chairman would vote in accordance with the instructions of the said shareholders.

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He further informed that the Company had appointed Convene SG Pte. Ltd. and Complete Corporate Services Pte. Ltd. as the polling agent and scrutineer of the EGM respectively. The poll voting results would be shown after the scrutineer has verified the votes casted.

**ORDINARY RESOLUTION 1
TO APPROVE THE PROPOSED ADOPTION OF THE INTERESTED PERSON
TRANSACTIONS WITH DLL (GENERAL MANDATE I)**

The Chairman informed that the first item on the agenda is to seek shareholders' approval on the Proposed Adoption of the Interested Person Transactions with Digital Life Line Pte. Ltd. ("**DLL**") (General Mandate I).

The following resolution was duly proposed by Ms. Wong Lem Eng and was seconded by Mr. Lee Boon Leong:

"THAT:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the EAR Group I or any of the entities in the EAR Group I to enter into any of the transactions falling within the types of Mandated Transactions I with DLL, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions as set out in the Circular;
- (b) the approval given in paragraph (a) above (the "**IPT General Mandate I**") shall, unless revoked or varied by the Company in general meeting, 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; and
- (c) the Directors of the Company and/or any of them be and is hereby authorised to enter into all such transactions, arrangements and agreements and approve, execute and deliver all documents and do all deeds and things as may be necessary, expedient, incidental or in the interests of the Company to give effect to the approvals given in this Resolution or the transactions contemplated by this Resolution."

The shareholders present were asked whether they had any questions on this item. As there were no questions, the Chairman invited shareholders to cast their votes on Ordinary Resolution 1.

Mr. Chng Weng Wah, the substantial shareholder, Managing Director and CEO of the Company and his associates, have abstained from voting on Ordinary Resolution 1.

The results of Ordinary Resolution 1 tabled at the Meeting, taken on a poll, 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 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 (%)
811,927,600	808,121,600	99.53	3,806,000	0.47

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Based on the above result, the Chairman declared Ordinary Resolution 1 carried and it was **RESOLVED**:

THAT:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the EAR Group I or any of the entities in the EAR Group I to enter into any of the transactions falling within the types of Mandated Transactions I with DLL, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions as set out in the Circular;
- (b) the approval given in paragraph (a) above (the “**IPT General Mandate I**”) shall, unless revoked or varied by the Company in general meeting, 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; and
- (c) the Directors of the Company and/or any of them be and is hereby authorised to enter into all such transactions, arrangements and agreements and approve, execute and deliver all documents and do all deeds and things as may be necessary, expedient, incidental or in the interests of the Company to give effect to the approvals given in this Resolution or the transactions contemplated by this Resolution.

ORDINARY RESOLUTION 2

THE PROPOSED ADOPTION OF THE INTERESTED PERSON TRANSACTIONS WITH FA (GENERAL MANDATE II)

The Chairman informed that the last item on the agenda is to seek shareholders’ approval on the Proposed Adoption of the Interested Person Transactions with FA Systems Automation (S) Pte. Ltd. (“**FA**”) (General Mandate II).

The following resolution was duly proposed by Ms. Wong Lem Eng and was seconded by Mr. Jasmani Bin Wan:

“THAT:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the EAR Group II or any of the entities in the EAR Group II to enter into any of the transactions falling within the types of Mandated Transactions II with FA, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions as set out in the Circular;
- (b) the approval given in paragraph (a) above (the “**IPT General Mandate II**”) shall, unless revoked or varied by the Company in general meeting, 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; and
- (c) the Directors of the Company and/or any of them be and is hereby authorised to enter into all such transactions, arrangements and agreements and approve, execute and deliver all documents and do all deeds and things as may be necessary, expedient, incidental or in the interests of the Company to give effect to the approvals given in this Resolution or the transactions contemplated by this Resolution.”

The shareholders present were asked whether they had any questions on this item. As there were no questions, the Chairman invited shareholders to cast their votes on Ordinary Resolution 2.

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Mr. Chng Weng Wah, the substantial shareholder, Managing Director and CEO of the Company and his associates, have abstained from voting on Ordinary Resolution 2.

The results of Ordinary Resolution 2 tabled at the Meeting, taken on a poll, 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 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 (%)
811,954,600	809,429,600	99.69	2,525,000	0.31

Based on the above result, the Chairman declared Ordinary Resolution 2 carried and it was **RESOLVED**:

THAT:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the EAR Group II or any of the entities in the EAR Group II to enter into any of the transactions falling within the types of Mandated Transactions II with FA, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions as set out in the Circular;
- (b) the approval given in paragraph (a) above (the “**IPT General Mandate II**”) shall, unless revoked or varied by the Company in general meeting, 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; and
- (c) the Directors of the Company and/or any of them be and is hereby authorised to enter into all such transactions, arrangements and agreements and approve, execute and deliver all documents and do all deeds and things as may be necessary, expedient, incidental or in the interests of the Company to give effect to the approvals given in this Resolution or the transactions contemplated by this Resolution.

VI. CONCLUSION

There being no other business, the Chairman declared the EGM closed. The Chairman thanked those present for their attendance at the EGM.

Confirmed as a true record of the proceedings of
The Extraordinary General Meeting of the Company

Signed

Mr. Toh Hock Ghim
Chairman of the Meeting
15 November 2024

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This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "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 Ms. Lee Khai Yinn (Registered Professional, SAC Capital Private Limited)

Address: 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.

Telephone number: +65 6232 3210