

ANNICA HOLDINGS LIMITED
Company Registration No. 198304025N
Incorporated in the Republic of Singapore
(the “**Company**”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

Date and Time : Thursday, 29th August 2024 at 9.30 a.m.

Place : Galangal Room, Level 4, Village Hotel Katong, 25 Marine Parade, Singapore 449536

Present : As set out in the attendance sheet maintained by the Company

Chairman of Company : Tan Sri Dato Seri Zulkefli Bin Ahmad Makinudin

Chairman of Meeting : Tan Sri Dato Seri Zulkefli Bin Ahmad Makinudin
(Ms Sandra Liz Hon Ai Ling conducted the proceedings on behalf of the Chairman of Meeting)

QUORUM

Tan Sri Dato Seri Zulkefli Bin Ahmad Makinudin, the Non-Executive Chairman and Independent Director of the Company (the “**Chairman**”) welcomed shareholders and proxies of shareholders (“**Shareholders**”) to the extraordinary general meeting of the Company (“**EGM**” or “**Meeting**”).

The Chairman informed the Meeting that the Company Secretary had confirmed that there was a quorum present. The Chairman then called the Meeting to order at about 9.35 a.m..

The Chairman also informed the Meeting that, as a copy of the Company’s Notice of EGM (“**Notice**”) together with the circular to Shareholders in relation to the proposed debt conversion (“**Proposed Debt Conversion**”) was published on the SGXNet and the Company’s corporate website on 14 August 2024, the Notice was taken as read.

INTRODUCTION

The Chairman then went on to introduce each member of the Board present at the Meeting and handed conduct of the EGM proceedings to Ms Sandra Liz Hon Ai Ling (Executive Director and Chief Executive Officer of the Company) (“**Ms Hon**”), while continuing to preside over the Meeting.

PROCEDURE AT MEETING

Ms Hon welcomed Shareholders present at the Meeting.

She informed the Meeting that Mr Robin Stevens, Non-Executive and Independent Director of the Company, could not attend the Meeting via teleconference as originally intended, due to being on medical leave.

She informed the Meeting that the Company had received 19 valid proxy forms appointing the Chairman as proxy for the respective Shareholders. These 19 proxy forms represented a total of 5,328,838,079 ordinary shares of the Company (“**Shares**”), and the Chairman had casted the votes in accordance with the instructions of these Shareholders.

Ms Hon informed the Meeting that the Company did not receive any questions from any Shareholders prior to the EGM and added that Shareholders who were present at the Meeting would be able to submit questions when she opened the floor for questions.

She reminded Shareholders to state their names when submitting a question at the Meeting. If they were acting as a proxy for a Shareholder, they should additionally state the name(s) of the Shareholder(s) they were appointed by.

Ms Hon then stated that the Company had appointed CACS Corporate Advisory Pte. Ltd. as scrutineers of the Meeting (“**Scrutineers**”) and B.A.C.S as polling agent for the Meeting (“**Polling Agent**”). The Scrutineers had checked and verified all proxy forms submitted by the cut-off date to appoint a proxy for the Meeting.

At this stage, Ms Hon read out the steps of the voting procedure to the Meeting and stated that the results of the polls would be announced pursuant to the polling slips were collected and verified. She informed the Meeting that voting of all resolutions tabled at the EGM would be conducted by way of poll.

Ms Hon then informed the Meeting that there were three (3) items of agenda in the Notice and three (3) proposed ordinary resolutions (“**Proposed Resolutions**”) to be passed. Before she proposed each resolution, she noted that of the Proposed Resolutions, Ordinary Resolution 2 and Ordinary Resolution 3 were conditional on the successful passing of Ordinary Resolution 1. She explained that if Ordinary Resolution 1 was passed, Shareholders could choose whether to pass Ordinary Resolution 2 or Ordinary Resolution 3 or both.

She then read and proposed each of the three (3) Proposed Resolutions as set out in the Notice as follows and requested for a Shareholder to second each Proposed Resolution:

- 1) Ordinary Resolution 1: the Proposed Debt Conversion;
- 2) Ordinary Resolution 2: the proposed allotment and issuance of 1,047,619,048 debt conversion shares (“**Debt Conversion Shares**”) to Ms Sandra Liz Hon Ai Ling pursuant to the Proposed Debt Conversion; and
- 3) Ordinary Resolution 3: the proposed allotment and issuance of 95,238,095 Debt Conversion Shares to Mr. Lim In Chong pursuant to the Proposed Debt Conversion.

Ms Ho Jia Lin seconded Ordinary Resolution 1, Ms Ho Bing Bing seconded Ordinary Resolution 2, and Ms Grace Wong seconded Ordinary Resolution 3.

Ms Hon then invited Shareholders to pose their questions. As no Shareholder raised any queries, she requested that Shareholders complete their voting slips and subsequently instructed the Polling Agent to collect the completed voting slips.

The Meeting was then adjourned for the Scrutineers to count and verify all votes cast. Following a brief intermission, the Meeting reconvened for the announcement of the results of the votes cast in relation to the Proposed Resolutions.

RESULTS OF THE EGM

After verification by the Scrutineers of all votes cast, at about 10.05 a.m., the meeting reconvened for the announcement of the results of the EGM. Ms Hon read out the results as follows:

Ordinary Resolution 1 – to approve the Proposed Debt Conversion.

Based on the results of the poll, Ordinary Resolution 1 was passed by 100% or 2,529,088,456 of the Shares registered and cast at the EGM, and was, accordingly, declared carried.

Ordinary Resolution 2 – to approve the proposed allotment and issuance of the Debt Conversion Shares to Ms Sandra Hon Ai Ling pursuant to the Proposed Debt Conversion.

Based on the results of the poll, Ordinary Resolution 2 was passed by 98.11% or 4,254,370,738 of the Shares registered and cast at the EGM. 81,946,488 Shares registered, cast against Ordinary Resolution 2. Accordingly, Ordinary Resolution 2 was declared carried.

Ordinary Resolution 3 – to approve the proposed allotment and issuance of the Debt Conversion Shares to Mr Lim In Chong pursuant to the Proposed Debt Conversion.

Based on the results of the poll, Ordinary Resolution 3 was passed by 100% or 3,621,558,301 of the Shares registered and cast at the EGM, and accordingly, Ordinary Resolution 3 was declared carried.

As announced on 29 August 2024:

Ms Sandra Liz Hon Ai Ling, Executive Director and Chief Executive Officer of the Company, and her associates, who held an aggregate of 1,092,619,845 Shares, were required to and abstained from voting on Ordinary Resolution 1 and Ordinary Resolution 2.

Mr Lim In Chong, Non-Independent and Non-Executive Director of the Company, and his associates, who held an aggregate of 1,807,378,770 Shares, were required to and abstained from voting on Ordinary Resolution 1 and Ordinary Resolution 3.

Ms Hon informed the Meeting that the results of the EGM would be announced via SGXNet later that day, and the minutes of the Meeting would be published on the SGXNet within a month from the date of the Meeting.

CLOSING OF THE EGM

As there were no further matters to be discussed, Ms Hon declared the EGM closed at about 10.25 a.m. and thanked Shareholders for their attendance at the Meeting.

Confirmed by

Tan Sri Dato Seri Zulkefli Bin Ahmad Makinudin

Independent and Non-Executive Chairman of the Board

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the “**Sponsor**”) in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by 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 Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone: (65) 6636 4201