

## TAKA JEWELLERY HOLDINGS LIMITED

(Company Registration No.: 201526542C)

(Incorporated in Singapore)

### MINUTES OF EXTRAORDINARY GENERAL MEETING

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- PLACE** : 3 Kaki Bukit Place, Eunos Techpark, Singapore 416181
- DATE** : Wednesday, 26 October 2022
- TIME** : 9.30 a.m.
- PRESENT** : Board of Directors  
Mr. Goh Yeow Tin  
(Non-Executive Chairman and Independent Director)
- Mr. Teo Boon Leng  
(Executive Director and Managing Director)
- Mr. Ang Kah Leong  
(Executive Director)
- Mr. Lu King Seng  
(Independent Director)
- Mr. Chua Kern  
(Independent Director)
- PRESENT IN PERSON** : \*Shareholders  
As per attendance list
- IN ATTENDANCE** : Ms. Wong Yoen Har  
(Company Secretary)
- BY INVITATION** : Group Financial Controller – Ms. Tan Yee Ming (“GFC”)  
\*Sponsors – PrimePartners Corporate Finance Pte. Ltd.  
\*Auditors – Ernst & Young LLP  
\*Polling Agent – Boardroom Corporate & Advisory Services Pte. Ltd.  
\*Scrutineers – Altum Law Corporation  
\*Other invitees as per attendance list
- CHAIRMAN** : Mr. Goh Yeow Tin

*\* Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the names of the shareholders and professionals who have attended the Extraordinary General Meeting would not be published in these minutes.*

### WELCOME ADDRESS

Mr. Goh Yeow Tin, Chairman of the Meeting (the “**Chairman**”), welcomed all present to the Extraordinary General Meeting of the Company (the “**Meeting**”).

### QUORUM

As a quorum was present, the Chairman declared the Meeting open at 9.30 a.m.

**NOTICE**

The Notice of the Meeting dated 11 October 2022, which had been issued and made available to all shareholders by publication on the Company's website and SGXNET, was taken as read.

**PROCEDURE OF MEETING**

The Chairman informed that in compliance with Listing Rule 730A subsection (2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**"), all resolutions at general meeting shall be voted by poll. As the Chairman of the Meeting, he has exercised his right under Article 85 subsection (2) of the Company's Constitution to demand a poll in respect of the ordinary resolution and the ordinary resolution would be voted by way of a poll.

As there was no objection, the Chairman proceeded with the formalities of conducting a poll on the resolution after the completion of the business of the Meeting.

**ORDINARY RESOLUTION****PROPOSED ADOPTION OF THE SHARE BUY-BACK MANDATE**

The Ordinary Resolution dealt with the proposed adoption of the Share Buy-Back Mandate on the terms and in the manner set out in the Circular to Shareholders dated 11 October 2022.

The motion was duly proposed and seconded.

The Chairman invited questions from the shareholders. There being no questions from shareholders, the Chairman put the ordinary resolution to vote.

The result of the poll was as follows:

	<b>Number of shares</b>	<b>Percentage (%)</b>
For	9,000,903	77.20
Against	2,658,800	22.80
Total Number of Valid Shares Cast	9,000,903	100.00

It was noted that 77.20% of the votes, which were cast by shareholders either in person or by proxy, voted for the resolution. The Chairman declared Ordinary Resolution carried.

It was **RESOLVED**:

THAT:

- (a) for the purposes of the Companies Act 1967 of Singapore (the "**Companies Act**"), and such other laws and regulations as may for the time being be applicable, approval be and is hereby given for the exercise by the directors of the Company ("**Directors**") of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
  - (i) (market purchase(s), transacted through the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") or, as the case may be, any other securities exchange on which the Shares may for the time being be listed and quoted, through one or more duly licensed stockbrokers appointed by the Company for the purpose ("**Market Purchase**"); and/or

- (ii) off-market purchase(s) (if effected otherwise than on an approved exchange in Singapore or any securities exchange outside Singapore) in accordance with an equal access scheme as defined in Section 76C of the Companies Act as may be determined or formulated by the Directors of the Company as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act and the Listing Manual Section B: Rules of Catalist of the SGX-ST (“**Catalist Rules**”) (“**Off-Market Purchase**”),

and otherwise in accordance with all other laws and regulations, including but not limited to the provisions of the Companies Act and the Catalist Rules as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buy-Back Mandate**”);

- (b) unless varied or revoked by an ordinary resolution of shareholders of the Company in general meeting, the authority conferred on the Directors pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of passing of this resolution and expiring on the earlier of:
  - (i) the date on which the next annual general meeting of the Company is held or required by law to be held; or
  - (ii) the date on which purchases or acquisitions of Shares by the Company pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or
  - (iii) the date on which the authority contained in the Share Buy-Back Mandate is varied or revoked by resolution of shareholders of the Company in a general meeting;
- (c) in this resolution:

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

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

- (i) in the case of a Market Purchase, the price per Share which is not more than 5% above the average of the closing market prices of the Shares over the last five (5) Market Days on the Catalist, on which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase by the Company, and which is deemed to be adjusted in accordance with the Catalist Rules for any corporate action occurring during the relevant five (5) Market Days period and the day of the Market Purchase; and
- (ii) in the case of an Off -Market Purchase, the price per Share based on not more than 20% above the average of the closing market prices of the Shares over the last five (5) Market Days on the Catalist, on which transactions in the Shares were recorded immediately preceding the day on which the Company makes an announcement of an offer under an Off -Market Purchase scheme, and which is deemed to be adjusted in accordance with the Catalist Rules for any corporate action occurring during the relevant five (5) Market Days period and the day of the Off-Market Purchase;

“**Prescribed Limit**” means 10% of the total number of issued ordinary shares of the Company (excluding treasury share and subsidiary holdings, if any) as at the date of 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 hereinafter defined), in which event the total number of issued ordinary shares of the Company shall be taken to be the total number of issued ordinary shares of the Company as altered (excluding treasury share and subsidiary holdings, if any, from time to time). Shares which are held by the Company as treasury shares and subsidiary holdings will be disregarded for the purposes of calculating this 10% limit;

“**Relevant Period**” means the period commencing from the date on which this resolution in relation to the adoption of the Share Buy-Back Mandate is passed and expiring on the earliest of (i) the date on which the next annual general meeting is held or is required by law to be held; (ii) the date on which the Share Buy-Back Mandate have been carried out to the full extent mandated; or (iii) the date which the authority conferred by the Share Buy-Back Mandate is revoked or varied by resolution of the shareholders of the Company in a general meeting, after this resolution is passed; and

“**Subsidiary Holdings**” has the meaning given to it in the Catalist Rules; and

- (d) the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including, without limitation, executing such documents as may be required) as they may consider desirable, expedient or necessary in the interest of the Company in connection with or for the purposes of giving full effect to the Share Buy-Back Mandate.

## **CONCLUSION**

There being no other business to transact, the Chairman declared the Extraordinary General Meeting of the Company closed at 9.40 a.m. and thanked everyone for their attendance. The Chairman informed that the minutes of the Meeting would be published on the SGXNet and the Company's corporate website.

## **CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD**

**MR. GOH YEOW TIN**  
**CHAIRMAN OF THE MEETING**

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*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 document, including the correctness of any of the statements or opinions made or reports contained in this document.*

*The contact person for the Sponsor is Joseph Au, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.*