

CLEARBRIDGE HEALTH LIMITED
(Company Registration No. 201001436C)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

Minutes of the Annual General Meeting of the Company (the “AGM” or “Meeting”)

Date : Wednesday, 30 April 2025

Time : 10.00 a.m.

Place : SAFRA Toa Payoh, 293 Lor 6 Toa Payoh, Level 3, Reef Room, Singapore 319387

Present : As per the attendance sheet maintained by the Company.

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed to them in the Notice (as defined below).

CHAIRMAN

Mr Chen Johnson, the Chairman of the board of directors of the Company (“**Board**” or “**Directors**”), presided as the Chairman of the Meeting. He welcomed the shareholders of the Company (the “**Shareholders**”, and each a “**Shareholder**”), proxies and the Board to the Meeting.

QUORUM

Upon confirmation of the requisite quorum being present, the Chairman called the Meeting to order at 10.00 a.m..

NOTICE OF MEETING

With the concurrence of the Shareholders at the Meeting, the notice of the AGM dated 15 April 2025 (“the **Notice**”), which had been circulated to the Shareholders within the requisite notice period, was taken as read.

POLL VOTING PROCEDURES

The Chairman informed the Meeting that he had been appointed as proxy by several Shareholders and would be voting in accordance with their instructions.

The Meeting was further informed that, pursuant to Regulation 65 of the Company’s constitution and Rule 730A(2) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), all proposed resolutions set out in the Notice (“**Resolutions**”) would be voted by way of poll, using an electronic voting system.

The Chairman stated that Trusted Services Pte. Ltd. has been appointed as the polling agent (“**Polling Agent**”) to tabulate the poll results, and Agile 8 Solutions Pte. Ltd. had been appointed as the independent scrutineer (the “**Scrutineer**”) to verify the poll results and supervise the counting of votes cast by Shareholders.

The Chairman took the Shareholders and proxies through the voting procedures. A video was shown to Shareholders and proxies to demonstrate how votes could be cast or changed using the electronic voting system.

ADVANCED QUESTIONS FROM SHAREHOLDERS

The Chairman informed the Meeting that the Company did not receive any questions from Shareholders relating to the agenda of the AGM (the “**Agenda**”) as of the Cut-Off Time as set out in the Notice. Nevertheless, Shareholders would be given the opportunity to raise questions after each proposed Resolution was formally tabled at the Meeting.

The Chairman then proceeded with the proposed Resolutions set out in the Agenda.

ORDINARY BUSINESS

ORDINARY RESOLUTION 1 – TO RECEIVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024, THE DIRECTORS’ STATEMENT AND THE AUDITOR’S REPORT THEREON

The Chairman proposed Ordinary Resolution 1 of the Agenda in relation to the audited financial statements of the Company for the financial year ended 31 December 2024, particulars of which are as follows:

“THAT the audited financial statements for the financial year ended 31 December 2024, together with the Directors’ Statement and the Auditors’ Report thereon, be hereby received and adopted.”

The Chairman invited Shareholders to raise any questions on Ordinary Resolution 1. As no questions were raised by Shareholders, the Chairman proceeded to table Ordinary Resolution 1.

ORDINARY RESOLUTION 2 – TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF S\$150,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025, PAYABLE QUARTERLY IN ARREARS

The Chairman proposed Ordinary Resolution 2 of the Agenda in relation to the payment of Directors’ fees, particulars of which are as follows:

“THAT the payment of the directors’ fees of S\$150,000 for the financial year ending 31 December 2025, payable quarterly in arrears, be approved.”

The Chairman invited Shareholders to raise any questions in relation to Ordinary Resolution 2. As no questions were raised by the Shareholders, the Chairman proceeded to table Ordinary Resolution 2.

ORDINARY RESOLUTION 3 – TO RE-ELECT MR YEE PINH JEREMY AS A DIRECTOR OF THE COMPANY

The Chairman proposed Ordinary Resolution 3 of the Agenda in relation to the re-election of Mr Yee Pinh Jeremy as a Director, who was retiring by rotation pursuant to Regulation 98 of the Constitution, particulars of which are as follows:

“THAT Mr Yee Pinh Jeremy be re-elected as a Director of the Company.”

Mr Yee Pinh Jeremy, being eligible, had consented to continue in office. It was noted that, upon re-election as a Director, Mr Yee Pinh Jeremy would continue to serve as an Executive Director and Chief Executive Officer, and as a member of the Nominating Committee.

The Chairman invited Shareholders to raise any questions in relation to Ordinary Resolution 3. As no questions were raised by the Shareholders, the Chairman proceeded to table Ordinary Resolution 3.

ORDINARY RESOLUTION 4 – TO RE-ELECT MR ANDREW JOHN LORD AS A DIRECTOR OF THE COMPANY

The Chairman proposed Ordinary Resolution 4 of the Agenda in relation to the re-election of Mr Andrew John Lord as a Director, who was retiring by rotation pursuant to Regulation 98 of the Constitution, particulars of which are as follows:

“THAT Mr Andrew John Lord be re-elected as a Director of the Company.”

Mr Andrew John Lord being eligible, had consented to continue in office. It was noted that, upon re-election as a Director, Mr Andrew John Lord will remain as the Lead Independent Director, Chairman of the Remuneration Committee, and a member of the Nominating Committee and the Audit Committee. It was noted that Mr Andrew John Lord was considered by the Board to be independent for the purpose of Rule 704(7) of the Catalist Rules.

The Chairman invited Shareholders to any raise questions in relation to Ordinary Resolution 4. As no questions were raised by Shareholders, the Chairman proceeded to table Ordinary Resolution 4.

ORDINARY RESOLUTION 5 – TO RE-APPOINT MESSRS CLA GLOBAL TS PUBLIC ACCOUNTING CORPORATION AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman proposed Ordinary Resolution 5 of the Agenda in relation to the re-appointment of Messrs CLA Global TS Public Accounting Corporation as auditors of the Company for the financial year ending 31 December 2025, and to authorise the Directors to fix their remuneration, particulars of which as follows:

“THAT Messrs CLA Global TS Public Accounting Corporation be re-appointed as auditors of the Company for the financial year ending 31 December 2025 and that the Directors be authorised to fix their remuneration.”

Messrs CLA Global TS Public Accounting Corporation had consented to act as auditors of the Company.

The Chairman invited Shareholders to raise any questions in relation to Ordinary Resolution 5. As no questions were raised by Shareholders, the Chairman proceeded to table Ordinary Resolution 5.

ANY OTHER BUSINESS

The Chairman proceeded to the sixth item on the Agenda and informed the Meeting that the Company Secretary had confirmed that no notice of any other ordinary business had been received from the Shareholders. As such, the Meeting proceeded to consider the Special Business to be transacted at the Meeting.

SPECIAL BUSINESS

ORDINARY RESOLUTION 6 – TO AUTHORISE THE DIRECTORS TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY

The Chairman proposed Ordinary Resolution 6 of the Agenda, seeking Shareholders’ approval to authorise the Directors to allot and issue shares, particulars of which are as follows:

“THAT pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Act**”) and Rule 806 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) and the Constitution, the Directors be and are hereby authorised to:

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- I. (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (b) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures, or other instruments convertible into Shares;
- at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and
- II. (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

- (a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution), shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to the existing shareholders of the Company ("**Shareholders**") shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below);
- (b) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) that may be issued under sub-paragraph (a) above, the percentage of the issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
- (i) new Shares arising from the conversion or exercise of any convertible securities;
- (ii) new Shares arising from exercising of share options or vesting of share awards, provided that such share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
- (iii) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) of the Catalist Rules are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate;

- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and all applicable legal requirements under the Act and the Constitution for the time being; and
- (d) the authority conferred by this Resolution shall, unless revoked or varied by the Company in a general meeting, continue to be in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier."

The Chairman invited Shareholders to raise any questions in relation to Ordinary Resolution 6. As no questions were raised by Shareholders, the Chairman proceeded to table Ordinary Resolution 6.

ORDINARY RESOLUTION 7 – TO AUTHORISE THE DIRECTORS TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES PURSUANT TO THE CLEARBRIDGE HEALTH PERFORMANCE SHARE PLAN (“PSP”)

The Chairman proposed Ordinary Resolution 7 of the Agenda, seeking Shareholders’ approval to authorise the Directors to grant awards and to allot and issue shares pursuant to the PSP, particulars of which are as follows:

“THAT pursuant to Section 161 of the Act, authority be and is hereby given to the Directors to:

- I. offer and grant awards (“**Awards**”) from time to time in accordance with the provisions of the PSP; and
- II. allot and issue from time to time such number of new Shares as may be required to be issued pursuant to the vesting of Awards granted under the PSP,

provided always that the aggregate number of Shares issued and issuable pursuant to the Awards granted under the PSP, when added to (i) the number of Shares issued and issuable and/or transferred or transferable in respect of all Awards granted thereunder; and (ii) all other Shares issued and issuable and/or transferred or transferable in respect of all share options granted or share awards granted under any other share incentive schemes or share plans adopted by the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time; and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.”

The Chairman invited Shareholders to raise any questions in relation to Ordinary Resolution 7. As no questions were raised by Shareholders, the Chairman proceeded to table Ordinary Resolution 7.

POLL VOTING AND DECLARATION OF POLL RESULTS

The Chairman proceeded to conduct the poll voting and Shareholders were given time to cast their votes using the electronic voting system.

Upon completion of the tabulation of the votes by the Polling Agent and validation of the votes by the Scrutineer, the Chairman called the Meeting to order for the declaration of poll results. Based on the poll results as set out below, the Chairman declared that all Resolutions tabled at the Meeting were duly carried:

| Resolution number and details | | 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 (%) |
| Ordinary Business | | | | | | |
| 1. | To receive and adopt the audited financial statements of the | 592,588,090 | 592,588,090 | 100.00 | - | - |

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| | | | | | | |
|-------------------------|--|-------------|-------------|--------|---|---|
| | Company for the financial year ended 31 December 2024, the Directors' statement and the auditor's report thereon | | | | | |
| 2. | To approve the payment of Directors' fees of S\$150,000 for the financial year ending 31 December 2025, payable quarterly in arrears | 438,625,978 | 438,625,978 | 100.00 | - | - |
| 3. | To re-elect Mr Yee Pinh Jeremy as a Director of the Company | 591,210,178 | 591,210,178 | 100.00 | - | - |
| 4. | To re-elect Mr Andrew John Lord as a Director of the Company | 592,388,090 | 592,388,090 | 100.00 | - | - |
| 5. | To re-appoint Messrs CLA Global TS Public Accounting Corporation as auditors of the Company and to authorise the Directors to fix their remuneration | 592,588,090 | 592,588,090 | 100.00 | - | - |
| Special Business | | | | | | |
| 6. | To authorise the Directors to allot and issue shares in the capital of the Company | 592,588,090 | 592,588,090 | 100.00 | - | - |
| 7. | To authorise the Directors to grant awards and to allot and issue shares pursuant to the Clearbridge Health Performance Share Plan | 321,650,000 | 321,650,000 | 100.00 | - | - |

CLOSING

There being no other business to be transacted, the Chairman declared the Meeting closed at 10.20 a.m. and thanked all present for their attendance.

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Signed as a correct record of the proceedings

CHEN JOHNSON

Chairman of the Board

Date: 29 May 2025