

ATTIKA GROUP LTD.
(Company Registration No. 202432308C)
(Incorporated in the Republic of Singapore)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF ATTIKA GROUP LTD. (THE “COMPANY”, AND TOGETHER WITH ITS SUBSIDIARY, THE “GROUP”) HELD AT 600 NORTH BRIDGE ROAD, #05-01 PARKVIEW SQUARE, SINGAPORE 188778 ON MONDAY, 28 APRIL 2025 AT 10.15 A.M. (THE “MEETING”)

Unless otherwise defined, capitalised terms in this minutes of the Meeting shall have the same meanings ascribed to them in the Company’s circular to shareholders dated 11 April 2025 (the “Circular”).

PRESENT

Board of Directors

Tan Buan Joo (“ Mr Steven Tan ”)	- (Managing Director and Executive Chairman)
Tang Kim Foo	- (Executive Director)
Ong Shen Chieh	- (Lead Independent Director)
Toh Shih Hua	- (Independent Director)
Sim Chee Siong	- (Independent Director)

Shareholders and Invitees	- As set out in the attendance records maintained by the Company
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1. CHAIRMAN OF MEETING

Mr Steven Tan, the Managing Director and Executive Chairman of the Company, took the chair of the Meeting (the “**Chairman**”). The Chairman welcomed and thanked the shareholders of the Company (each a “**Shareholder**” and collectively, the “**Shareholders**”) for their attendance at the Meeting.

He introduced the Board members of the Company to the Shareholders.

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 10.15 a.m.

3. NOTICE OF MEETING

The Notice of EGM dated 11 April 2025 (the “**Notice**”), having been despatched to Shareholders and made available on SGXNET and the Company’s website, was taken as read.

4. QUESTIONS FROM SHAREHOLDERS

The Chairman informed that the Company had not received any written questions from Shareholders in relation to the resolutions set out in the Notice prior to the Meeting.

The Chairman then invited Shareholders present at the Meeting to ask questions during the Question and Answer session. No questions were raised by Shareholders during the Meeting.

5. POLL VOTING

The Chairman informed Shareholders that in line with Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (the “**Catalist Rules**”), all motions tabled at the Meeting will be voted on by way of poll pursuant to Regulation 72(1) of the Company’s Constitution. All the proposed motions would require a simple majority of votes for them to be carried.

The Chairman further informed that he had been appointed as proxy by certain Shareholders to vote on their behalf in his capacity as the Chairman of the Meeting and would vote in accordance with such Shareholders’ instructions.

The Chairman directed that the poll on each resolution be conducted after all the resolutions had been formally proposed and seconded.

6. ORDINARY RESOLUTION 1: THE PROPOSED DIVERSIFICATION OF THE GROUP'S BUSINESS INTO THE PROPERTY BUSINESS, WHICH INCLUDES PROPERTY DEVELOPMENT AND PROPERTY INVESTMENT

The Chairman presented Ordinary Resolution 1 on the Notice, which was to seek Shareholders' approval for the Proposed Diversification. With the consent of Shareholders, the proposed Ordinary Resolution 1 stated in the Notice was taken as read.

The Chairman put the following motion to the Meeting:

"That:

- (a) approval be and is hereby given for the Proposed Diversification by the Group of its Existing Business to include the Property Business and any other activities necessary or desirable in connection therewith;
- (b) approval be and is hereby given for the Company or the Group to form new subsidiaries, and companies, and/or strategic alliances and/or investment into joint ventures with third parties (including the entry into and/or execution of the necessary agreements for the aforesaid arrangements) to undertake the Property Business and any other activities necessary or desirable in connection therewith;
- (c) the Company or the Group be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of, from time to time any such assets, investments and shares or interests in any entity that is in the Property Business on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts or things as they deem desirable, necessary or expedient or give effect to such acquisition, disposal, purchase or investment; and
- (d) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation), to sign, seal, execute and deliver all such documents and deeds), and to exercise such discretion in relation to the Proposed Diversification as they or he may deem fit, with such modifications thereto (if any) as they or he may consider necessary, desirable or expedient, in order to give full effect to this resolution."

The motion was duly proposed and seconded by two Shareholders, respectively.

7. ORDINARY RESOLUTION 2: THE PROPOSED ADOPTION OF THE SHARE BUY-BACK MANDATE

The Chairman presented Ordinary Resolution 2 on the Notice, which was to seek Shareholders' approval for the proposed adoption of the Share Buy-back Mandate. With the consent of Shareholders, the proposed Ordinary Resolution 2 stated in the Notice was taken as read.

The Chairman put the following motion to the Meeting:

"That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, the Directors be authorised to exercise all the powers of the Company to purchase or otherwise acquire from time to time Shares (whether by way of market purchases or off-market purchases on an equal access scheme) of up to a maximum of 5% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution at any price which the Directors may determine at their discretion, up to but not exceeding the Maximum Price (as defined below), and such purchases and acquisitions of the Shares may be by way of:
 - (i) Market Purchases (as defined below); and/or

- (ii) off-market purchases (each an “**Off-Market Purchase(s)**”) effected otherwise than on the SGX-ST in accordance with any equal access schemes as may be determined or formulated by the Directors as they consider fit, which schemes shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other provisions of the Companies Act and the Catalist Rules as may for the time being be applicable (the “**Share Buy-back Mandate**”);

- (b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buy-back Mandate shall, at the discretion of the Directors, either be cancelled or held in treasury and dealt with in accordance with the Companies Act;
- (c) unless varied or revoked by the Company at 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 the passing of this Resolution and expiring on the earliest of:
 - (i) the date on which the next AGM of the Company is held or is required by law to be held;
 - (ii) the date on which purchases and acquisitions of Shares 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;
- (d) for purposes of this Resolution:

“**Market Purchase(s)**” means on-market purchases, transacted on the SGX-ST through the SGX-ST trading system or as the case may be, any other stock 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 of the share buy-back, and

“**Maximum Price**” in relation to a Share to be purchased or acquired, means the purchase price (excluding applicable brokerage, stamp duties, commission, 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 5 market days, on which transactions in the Shares were recorded, before the day on which the Market Purchase was made, or as the case may be, the day of making of the offer for an Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs after the relevant 5-day period and the day on which the purchases are made;

“**day of making of the offer**” means the day on which the Company makes an offer for an Off-Market Purchase, 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; and

“**market day**” means a day on which the SGX-ST is open for trading in securities and

- (e) any of the Directors be authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution.”

The motion was duly proposed and seconded by two Shareholders, respectively.

8. **POLL RESULTS**

The Company had appointed In.Corp Corporate Services Pte. Ltd. as Polling Agent and Corporate BackOffice Pte. Ltd. as Scrutineer, for the Meeting. The Chairman invited the Scrutineer to brief the Shareholders on the poll voting process.

As all the motions on the resolutions to be considered at the Meeting had been duly proposed and seconded, the Shareholders proceeded to vote on the resolutions by poll. Shareholders handed the completed poll voting papers to the Polling Agent.

The Chairman adjourned the Meeting at 10.20 a.m. while awaiting the Polling Agent to complete the counting of the votes.

The Chairman called the Meeting back to order, and the Meeting resumed at 10.25 a.m.

The Chairman announced the poll results for the Meeting (which were announced simultaneously with the poll results for the Annual General Meeting of the Company held earlier on the same day) as follows:

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 (%)
<u>Resolution 1:</u> The Proposed Diversification into the Property Business	118,390,900	118,390,900	100	0	0
<u>Resolution 2:</u> The Proposed Share Buy-Back Mandate	118,390,900	118,390,900	100	0	0

Based on the poll results, the Chairman declared all the resolutions carried.

9. **END OF MEETING**

The Chairman declared the Meeting closed at 10.30 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

Steven Tan
Chairman of the Meeting

*This announcement has been reviewed by the Company's sponsor, RHB Bank Berhad (the "**Sponsor**") in accordance with Rule 226(2)(b) of the Catalist Rules. 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 Mr Alvin Soh, Head, Corporate Finance, RHB Bank Berhad, at 90 Cecil Street, #03-00 RHB Bank Building, Singapore 069531, Telephone: +65 6320 0627.