

**SOUP HOLDINGS LIMITED**  
(the “Company”)  
Registration Number 199103597Z

(Incorporated in the Republic of Singapore)

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

**PLACE** : 150 Kampong Ampat, #04-01 KA Centre, Singapore 368324  
**DATE** : Wednesday, 29 April 2026  
**TIME** : 10.05 a.m.  
**PRESENT** : In accordance to the Attendance List maintained by the Company

**1. CHAIRMAN**

Mr Tan Choon Seng (the “**Chairman**”) took the chair of the extraordinary general meeting (“**EGM**”) and welcomed the members to the EGM.

**2. QUORUM**

Having ascertained that a quorum was present, the Chairman called the meeting to order at 10.05 a.m.

**3. NOTICE**

The notice of meeting dated 7 April 2026, having been previously made available to the members on the SGXNet and the Company’s website, was taken as read.

**4. POLL VOTING**

The Chairman informed the meeting that in accordance with Rule 730A(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the motion tabled at the meeting was voted on by way of a poll, pursuant to Regulation 80 of the Company’s Constitution. The proposed special resolution would require at least 75% majority of the votes for it to be carried.

The Company had appointed Boardroom Corporate & Advisory Services Pte. Ltd. as polling agent and Reliance 3P Advisory Pte. Ltd. as scrutineer for the poll.

The Chairman further informed the meeting that he had been appointed as proxy by certain members to vote on their behalf in his capacity as Chairman of the meeting and had voted in accordance with their instructions. The votes had been counted and verified by the polling agent and the scrutineer, and the results of the votes for the proposed special resolution would be announced after it had been read, proposed and seconded.

**5. QUESTIONS FROM MEMBERS**

The Chairman informed that the Company did not receive any written questions from members on the proposed adoption of the new constitution of the Company.

The Chairman then invited questions from members present.

A member provided comments on the proposed new Constitution of the Company, drawing comparisons with the constitution of another listed company. The member observed that the Company’s proposed Constitution appeared lengthy. The member made specific reference to Article 12 of the proposed Constitution, read together with Appendices I-7 and II-8, which provided for a commission of up to 10% in respect of subscriptions for shares. The member shared his view that commission rates are typically not stipulated in a company’s constitution but are instead left to the discretion of the Board, and that subscribers should not expect such

commission to be payable as of right. The member further suggested that the Constitution be simplified for the Company's operational ease, noting that while there is no definitive right or wrong approach, while a larger listed company in scale had adopted a shorter and simplified constitution, and that the Company's Constitution should not contain provisions that may unnecessarily constrain its operational flexibility.

While the Chairman responded that a direct comparison with listed companies of different sizes may not be appropriate, given the differing scale and circumstances between the two companies, the Chairman thanked the member for the feedback and noted that the Board had taken note of the comments raised.

After all questions had been answered, the formal proceedings of the Meeting were continued.

**6. SPECIAL RESOLUTION: PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY**

The Chairman presented the sole item on the agenda which was to seek members' approval for the proposed adoption of the new constitution of the Company in the manner and to the extent set out in the Circular and for the Directors of the Company to be authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the special resolution. The proposed special resolution as set out in the notice of meeting was taken as read.

The Chairman proposed the following motion to the meeting:

"That:

- (a) the Proposed Adoption of the New Constitution of the Company in the manner and to the extent set out in the Circular be and is hereby approved; and
- (b) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the Special Resolution."

The motion was duly seconded by a member. As the motion had been duly proposed and seconded, the meeting proceeded to vote on the resolutions by poll pursuant to Regulation 80 of the Company's Constitution.

The Chairman then invited the scrutineer, Reliance 3P Advisory Pte. Ltd. to brief the members on the poll voting process. Members handed over the completed poll voting papers to the polling agent, Boardroom Corporate & Advisory Services Pte. Ltd.

The Chairman adjourned the meeting at 10.30 a.m. to allow the polling agent to complete the counting of the votes.

The Chairman called the meeting back to order and the meeting resumed at 10.45 a.m.

The Chairman announced the poll results as follows:

	<b>NO. OF SHARES FOR</b>	<b>% FOR</b>	<b>NO. OF SHARES AGAINST</b>	<b>% AGAINST</b>
Special Resolution	106,860,500	100%	0	0%

Based on the results, the Chairman declared the Special Resolution carried.

**7. END OF MEETING**

The Chairman declared the meeting closed at 10.46 a.m.

Signed as a correct record,

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Mr Tan Choon Seng  
Chairman