

MEMIONTEC HOLDINGS LTD.
(the “**Company**”, and together with its subsidiaries, the “**Group**”)
(Company Registration No. 201305845W)
(Incorporated in the Republic of Singapore)

Minutes of the Annual General Meeting of the Company

Date and Time : 30 April 2026, Thursday at 2.00 p.m.

Venue : 20 Woodlands Link #07-12/13, Singapore 738733

Present : Please refer to Attendance List (enclosed in this set of minutes)

On behalf of the board of directors of the Company (the “**Board**” or “**Directors**”), Mr Hor Siew Fu (the “**Chairman**”), the Independent Non-Executive Director and Chairman of the Board of the Company, presided over the Annual General Meeting of the Company (“**AGM**” or “**Meeting**”) and thanked everyone for their participation in the Meeting held at 20 Woodlands Link #07-12/13, Singapore 738733 on 30 April 2026, Thursday, at 2.00 p.m..

The Chairman reminded shareholders of the Company (“**Shareholders**”) that the Meeting was a private event strictly for Shareholders, the Board, and the invitees including the key management personnel of the Company, external auditors (PKF-CAP LLP), continuing sponsor (ZICO Capital Pte. Ltd.), polling agent (Boardroom Corporate & Advisory Services Pte. Ltd.) and scrutineer (Reliance 3P Advisory Pte. Ltd.). Hence, recording of the Meeting by Shareholders in whatever form was strictly prohibited.

The Chairman proceeded to introduce the members of the Board and Management of the Company who were present at the AGM. It was noted that Mr Tay Kiat Seng, Executive Director and Chief Executive Officer of the Company, Mr Ling Chung Yee, Independent Non-Executive Director of the Company, and Mr Chua Siong Kiat, Non-Independent Non-Executive Director of the Company, as well as Mr Toh Kai En, Financial Controller of the Company, were present with the Chairman at the Meeting.

The Chairman informed the Meeting that the Company Secretary had confirmed that a quorum for the Meeting was present. The Chairman declared the Meeting opened. He informed the Meeting that a copy of the Company’s Notice of AGM dated 15 April 2026, together with the Company’s Annual Report for the financial year ended 31 December 2025 (“**Annual Report 2025**”) had been released on SGXNet and posted on the Company’s corporate website on 15 April 2026, and shall be taken as read.

The Meeting was informed that the resolutions put forth at the Meeting would be voted on by way of a poll in accordance with Rule 730A(2) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) and Regulation 65 of the Company’s Constitution. As set out in the Notice of AGM, voting at the Meeting could be in person or by proxy. The Chairman informed the Meeting that certain Shareholders had appointed the Chairman of the Meeting as their proxy to vote on their behalf,

and he would be exercising his right as the Chairman of the Meeting to vote on their behalf as their proxy in accordance with their instructions, and accordingly, all the ordinary resolutions put to vote at the AGM were deemed to be proposed and seconded.

The Chairman informed the Meeting that the Company had appointed Boardroom Corporate & Advisory Services Pte. Ltd. as polling agent and Reliance 3P Advisory Pte. Ltd. as scrutineer for the poll. They would assist the Company with the verification and counting of the votes, and the tabling of the voting results.

As set out in the Notice of AGM, Shareholders who had any questions in relation to any item of the agenda of the AGM were to send their questions in advance to the Company by 2.00 p.m. on Thursday, 23 April 2026. The Chairman informed that the Company did not receive any questions from Shareholders as of the aforementioned cut-off date and time. Subsequent to the cut-off date and time, no further questions related to the items of the agenda of the AGM were received. Nevertheless, the Chairman informed that Shareholders will have the opportunity to ask questions during the course of this Meeting.

Reliance 3P Advisory Pte. Ltd. took the Shareholders through the housekeeping rules for the questions and answers session and poll voting process.

The Chairman then invited Shareholders to raise questions in relation to the agenda to be transacted at the AGM, and that voting on all the resolutions will take place after all the resolutions have been presented.

There being no questions from the Shareholders, the Chairman proceeded with the Ordinary Business to be transacted at the Meeting.

ORDINARY BUSINESS

Agenda 1, Ordinary Resolution 1 – Adoption of the Audited Financial Statements of the Company for the financial year ended 31 December 2025 together with the Directors' Statement and the Independent Auditor's Report thereon

The Chairman informed the Meeting that a copy of the Annual Report 2025 (comprising the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2025 together with the Independent Auditor's Report thereon), which had been released on SGXNet and posted on the Company's corporate website on 15 April 2026, shall be taken as read.

The following motion was put forth to the members for voting:

“That the Audited Financial Statements of the Company for the financial year ended 31 December 2025 together with the Directors' Statement and the Independent Auditor's Report thereon be received and adopted.”

Agenda 2(a), Ordinary Resolution 2 – Re-election of Mr Tay Kiat Seng as a Director of the Company

The Meeting was informed that in accordance with Regulation 96 of the Company's Constitution, Mr Tay Kiat Seng would retire from the office of Director at the close of the Meeting. Being eligible, he had offered himself for re-election.

Mr Tay Kiat Seng, if re-elected, would remain as the Executive Director and Chief Executive Officer of the Company, as well as a member of the Nominating Committee of the Company.

The following motion was put forth to the members for voting:

“That Mr Tay Kiat Seng be and is hereby re-elected as a Director of the Company.”

Agenda 2(b), Ordinary Resolution 3 – Re-election of Mr Ling Chung Yee as a Director of the Company

The Meeting was informed that in accordance with Regulation 96 of the Company's Constitution, Mr Ling Chung Yee would retire from the office of Director at the close of the Meeting. Being eligible, he had offered himself for re-election.

Mr Ling Chung Yee, if re-elected, would remain as an Independent Non-Executive Director of the Company, Chairman of the Remuneration Committee and the Nominating Committee, as well as a member of the Audit Committee of the Company. Mr Ling Chung Yee is considered by the Board to be independent for the purpose of Rule 704(7) of the Catalist Rules.

The following motion was put forth to the members for voting:

“That Mr Ling Chung Yee be and is hereby re-elected as a Director of the Company.”

Agenda 3, Ordinary Resolution 4 – Payment of Directors' fees of up to S\$150,000 for the financial year ending 31 December 2026, to be paid half yearly in arrears (FY2025: up to S\$150,000)

The Chairman informed the Meeting that this agenda item was to approve the payment of Directors' fees of up to S\$150,000 for the financial year ending 31 December 2026.

The Directors' fees, if approved, would be paid half yearly in arrears.

The following motion was put forth to the members for voting:

“That the payment of Directors' fees of up to S\$150,000 for the financial year ending 31 December 2026, to be paid half yearly in arrears be approved.”

Agenda 4, Ordinary Resolution 5 – Re-appointment of PKF-CAP LLP as Auditors of the Company for the financial year ending 31 December 2026, and authority to Directors of the Company to fix their remuneration

The Meeting was informed that this agenda item was to seek Shareholders' approval for the re-appointment of PKF-CAP LLP as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors of the Company to fix their remuneration. PKF-CAP LLP have expressed their willingness to continue in office.

The following motion was put forth to the members for voting:

"That PKF-CAP LLP be re-appointed as auditors of the Company and that the Directors be authorised to fix their remuneration."

Agenda 5 – To transact any other ordinary business

The Chairman stated that the Company Secretary had informed him that no notice was received for transacting of any other ordinary business at the Meeting. The Chairman then moved on with the Special Business to be transacted at the Meeting.

SPECIAL BUSINESS

Agenda 6, Ordinary Resolution 6 – Authority to allot and issue shares

The Chairman informed the Meeting that this agenda item was to seek Shareholders' approval for granting authority to the Directors of the Company to allot and issue shares in the capital of the Company pursuant to the provisions of Section 161 of the Companies Act 1967 of Singapore and Rule 806 of the Catalist Rules.

The following motion was put forth to the members for voting:

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

- (a) (i) allot and issue shares in the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) 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 of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding 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 of the Company while this Resolution was in force,

(the “**Share Issue Mandate**”)

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares and Instruments to be issued other than on a *pro-rata* basis to existing shareholders of the Company shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by SGX-ST) for the purpose of determining the aggregate number of Shares and Instruments that may be issued under sub-paragraph (1) above, the percentage of issued Shares and Instruments shall be based on the number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
- (i) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;
 - (ii) new Shares arising from exercising share options or vesting of share awards, provided the 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 sub-paragraph (2)(i) or sub-paragraph (2)(ii) above 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 this Resolution;

- (3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provision of the Catalist Rules for the time being in force (unless such compliance has been waived by SGX-ST), all applicable legal requirements under the Companies Act and the Constitution of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, the Share Issue Mandate shall continue in force until: (i) the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier; or (ii) in the case of shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of the Instruments.”

Agenda 7, Ordinary Resolution 7 – Authority to offer and grant awards and allot and issue shares under the Memiontec Performance Share Plan

The Chairman informed the Meeting that this agenda item was to seek Shareholders' approval on the authority to offer and grant awards and allot and issue shares in the capital of the Company under the Memiontec Performance Share Plan. The full text of the proposed ordinary resolution was set out in the Notice of AGM dated 15 April 2026.

The following motion was put forth to the members for voting:

“That, pursuant to Section 161 of the Companies Act, the Directors of the Company be and are hereby authorised and empowered to offer and grant awards (“Awards”) in accordance with the provisions of the Memiontec Performance Share Plan (the “PSP”) and to allot and issue from time to time such number of fully paid-up new Shares as may be required to be allotted and delivered pursuant to the vesting of the Awards granted by the Company under the PSP, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of Shares to be issued pursuant to the PSP, when aggregated with the total number of new Shares allotted and issued and/or Shares to be allotted and issued delivered and/or to be delivered pursuant to Awards already granted under the PSP, and the aggregate number of Shares over which options or awards are granted under any share option schemes or share schemes of the Company, shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company 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 of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

VOTING

The Chairman informed Shareholders to proceed to cast their votes for each resolution.

As there were no more poll voting papers for submission, the Chairman declared that polling had closed and the scrutineer would be counting the votes.

DECLARATION OF POLL RESULTS

The Chairman proceeded to declare the poll results which had been counted by the polling agent and verified by the scrutineer, and he declared the motions for resolutions 1 to 7 carried.

	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of the total number of votes for and against the resolution	Number of shares	As a percentage of the total number of votes for and against the resolution
Resolution 1	867,737,514	867,737,514	100.00	0	0.00
Resolution 2	867,737,514	867,737,514	100.00	0	0.00
Resolution 3	867,737,514	867,737,514	100.00	0	0.00
Resolution 4	867,737,514	867,737,514	100.00	0	0.00
Resolution 5	867,737,514	867,737,514	100.00	0	0.00
Resolution 6	867,737,514	867,737,514	100.00	0	0.00
Resolution 7	867,737,514	867,737,514	100.00	0	0.00

CLOSE OF MEETING

The Chairman informed that the minutes of the AGM would be published on SGXNet and the Company's corporate website within one (1) month after the conclusion of the AGM.

The Chairman thanked the Shareholders for their attendance and declared the Meeting closed at 2.44 p.m..

Confirmed as a correct record of proceedings,

Hor Siew Fu
 Chairman

ATTENDANCE LIST

Board of Directors

Mr Hor Siew Fu	- Independent Non-Executive Chairman
Mr Tay Kiat Seng	- Executive Director and Chief Executive Officer
Mr Ling Chung Yee	- Independent Non-Executive Director
Mr Chua Siong Kiat	- Non-Independent Non-Executive Director

Management

Mr Toh Kai En	- Financial Controller
Ms Soelistyo Dewi Soegiharto	- Director, Memiontec Pte Ltd
Mr Lim Wei Kuan	- Director, Memiontec Pte Ltd

Professionals

Continuing Sponsor	- ZICO Capital Pte. Ltd.
Company Secretary	- Shook Lin & Bok LLP
External Auditors	- PKF-CAP LLP
Share Registrar and Polling Agent	- Boardroom Corporate & Advisory Services Pte. Ltd.
Scrutineer	- Reliance 3P Advisory Pte. Ltd.

Shareholders

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 who participated in the AGM will not be published in this set of minutes.