

SANTAK HOLDINGS LIMITED
(Registration No. 200101065H)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : 4 Clementi Loop, #01-01, Singapore 129810

DATE : 30 October 2024, Wednesday

TIME : 11.00 a.m.

IN ATTENDANCE : Mr Tan Chee Hawai (Group Managing Director and Executive Director)
Mr Ng Weng Wei (Executive Director)
Mr Chen Yeow Sin (Independent Director)
Mr Tan Sin Hock (Non-Independent Non-Executive Director)
Ms Heng Kheng Hwai (Non-Independent Non-Executive Director)
Ms Yu Sze Min (Audit Partner of Grant Thornton Audit LLP)
Ms Ng Huei Yee (Company Secretary)
Asian Corporate Advisors Pte. Ltd. (Company’s Sponsor)
Reliance 3P Advisory Pte. Ltd. (Scrutineer)
Boardroom Corporate & Advisory Services Pte. Ltd. (Polling Agent)

CHAIRMAN OF THE MEETING : Mr Lee Keen Whye
(Non-Executive Chairman and Independent Director)

QUORUM

There being a quorum, the Chairman of Annual General Meeting (“**AGM**” or “**Meeting**”) declared the Meeting opened at 11.00 a.m.

INTRODUCTION

The Chairman of the Meeting introduced the Directors present at the Meeting. The company secretary, auditors and sponsor were also present at the Meeting.

NOTICE

The Meeting was informed that proxy forms lodged had been checked and found to be in order. The Notice of AGM dated 15 October 2024 convening the Meeting was taken as read.

VOTING BY WAY OF A POLL

Shareholders were informed that this year’s AGM was held physically, and all motions tabled at the Meeting were voted by way of a manual poll as Chairman of the Meeting has demanded for a poll in accordance the Company’s Constitution. Voting by poll has also complied with the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”).

The Chairman informed the shareholders that Reliance 3P Advisory Pte. Ltd. and Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed as scrutineer and polling agent respectively. The validity of the proxies submitted by the shareholders by the submission deadline of 11.00 a.m. on 28 October 2024 had been reviewed and the votes of all such valid proxies had been counted and verified.

The Chairman informed that no questions were received from shareholders before the AGM. Thereafter, the Chairman proceeded with the ordinary business of the Meeting.

ORDINARY BUSINESS

ORDINARY RESOLUTION 1 – DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

The Meeting proceeded to receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 30 June 2024 together with the Auditor’s Report thereon.

There were no questions raised. The voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman declared resolution 1 duly carried.

It was RESOLVED:

“That the Directors’ Statement and the Audited Financial Statements for the financial year ended 30 June 2024 together with the Auditor’s Report be received and adopted.”

ORDINARY RESOLUTION 2 – RE-ELECTION OF MS HENG KHENG HWAI

Shareholders were informed that the directors who retired pursuant to Regulation 91 of the Company’s Constitution were Ms Heng Kheng Hwai and Mr Lee Keen Whye. Ms Heng Kheng Hwai had given her consent to continue in office.

The second item of agenda was to re-elect Ms Heng Kheng Hwai as a Director of the Company.

It was noted that Ms Heng Kheng Hwai, would upon re-election as a Director of the Company, remains Non-Independent Non-Executive Director and a member of the Audit Committee and would be considered non-independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

No questions were raised. The voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman declared resolution 2 duly carried.

It was RESOLVED:

“That Ms Heng Kheng Hwai be re-elected as a Director of the Company.”

It was noted that Mr Lee Keen Whye would not seek for re-election and would retire as a Director of the Company at the conclusion of this AGM.

On behalf of the Board of Directors, Mr Ng Weng Wei expressed his appreciation and thanks to Mr Lee Keen Whye for his dedicated services and invaluable contributions to the Company during his tenure as Director and Chairman of the Company.

ORDINARY RESOLUTION 3 – RE-ELECTION OF MR CHEN YEOW SIN

The following agenda was to re-elect Mr Chen Yeow Sin as a Director of the Company.

Shareholders were informed that Mr Chen Yeow Sin who was retiring pursuant to Regulation 97 of the Company’s Constitution, had given his consent to continue in office.

It was noted that Mr Chen Yeow Sin, would upon re-election as a Director of the Company, remains as Independent and Non-Executive Director, the Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee and would be considered independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

No questions were raised. The voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman declared resolution 3 duly carried.

It was RESOLVED:

“That Mr Chen Yeow Sin be re-elected as a Director of the Company.”

ORDINARY RESOLUTION 4 – TO APPROVE PAYMENT OF DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

The Board had recommended the payment of Directors’ fees of S\$131,449/- for the financial year ended 30 June 2024.

No questions were raised. The voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman declared resolution 4 duly carried.

It was RESOLVED:

“That the Directors’ fees amounted to S\$131,449/- for the financial year ended 30 June 2024 be approved for payment.”

ORDINARY RESOLUTION 5 – RE-APPOINTMENT OF AUDITORS

Shareholders were informed that the retiring auditors, Messrs Grant Thornton Audit LLP, had expressed their willingness to continue in office.

No questions were raised at the Meeting. The voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman declared resolution 5 duly carried.

It was RESOLVED:

“That Messrs Grant Thornton Audit LLP, Public Accountants and Chartered Accountants, Singapore, be re-appointed Auditors of the Company at a remuneration to be determined by the Directors.”

ANY OTHER ORDINARY BUSINESS

As no notice of any other ordinary business had been received by the Company Secretary, the Chairman of the Meeting proceeded to deal with the special business of the Meeting.

SPECIAL BUSINESS

ORDINARY RESOLUTION 6 – AUTHORITY TO ISSUE NEW SHARES

Resolution 6 dealt with an Ordinary Resolution to authorise the Directors to issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the SGX-ST Catalist Rules.

The Chairman proposed the motion as set out in item 8 of the notice of AGM : -

No questions were raised and the voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For the Resolution	61,137,670	100%
Against the Resolution	0	0%
Total number of valid votes cast	61,137,670	100%

Based on the results of the poll, the Chairman of the Meeting declared resolution 6 duly carried.

It was RESOLVED:

“That pursuant to Section 161 of the Companies Act 1967 (“**Companies Act**”) and Rule 806 of the SGX-ST Catalist Rules, the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the Company whether by way of rights 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,

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) 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 to be issued (including shares to be issued pursuant to the Instruments) 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 calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total 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:
 - (a) new shares arising from the conversion or exercise of the Instruments or any convertible securities;
 - (b) new shares arising from exercising any share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;Adjustments in accordance with (a) or (b) 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.
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the SGX-ST Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting (“**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.”

CONCLUSION

There being no other business to transact, the Chairman declared the AGM of the Company closed at 11.15 a.m. and thanked everyone for their attendance.

Confirmed as True Record of Proceedings held

Lee Keen Whye
Chairman