

HOR KEW CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Reg. No. 199903415K
(the “**Company**”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

DATE	Thursday, 12 December 2024
TIME	9.00 a.m.
VENUE	66 Kallang Pudding Road #07-01 Hor Kew Business Centre Singapore 349324
PRESENT	<u>Board of Directors</u> Mr Hawazi Bin Daipi- Non-Executive Chairman & Independent Director Mr Aw Chi-Ken, Benjamin - Executive Deputy Chairman and Chief Executive Officer Mr Wai Chee Leong - Non-Executive and Independent Director Mr Lee Chia Sin - Non-Executive and Independent Director
ABSENT WITH APOLOGIES	Ms Aw Ying Ying, Elicia - Executive Director <u>Management</u> Mr Michael Soh Chia Yang - Financial Controller <u>External Professionals and their representatives</u> Incoming Auditors – Moore Stephens LLP Share Registrar and Polling Agent – In.Corp Corporate Services Pte. Ltd. Scrutineer – Acc Pro (Singapore) Pte Ltd Company Secretaries - Allied Corporate Services Pte Ltd <u>Shareholders and Proxies</u> As per attendance records maintained by the Company
CHAIRMAN OF THE MEETING	Mr Hawazi Bin Daipi

WELCOME ADDRESS BY CHAIRMAN

The Chairman Mr Hawazi Bin Daipi, welcomed the shareholders and other attendees to the Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of the Company.

There being a quorum present, the Chairman called the Meeting to order and declared the EGM duly convened and constituted.

The Chairman then introduced the other members of the Board of Directors, the Company's Financial Controller, Representatives of the Incoming Auditors, and the Company Secretary's Office present at the Meeting. The Chairman informed that Ms Aw Ying Ying, Elicia, Executive Director, conveyed her apologies for not being able to attend the Meeting.

The Chairman explained that the purpose of the EGM is to seek shareholders' approval for the proposed change of the Company's auditors ("**Auditors**") from Baker Tilly TWF LLP to Moore Stephens LLP. He informed that as explained in the Circular to Shareholders dated 27 November 2024, the change of Auditors had been proposed as part of the Company's ongoing efforts to manage its overall business costs and expenses amidst the current challenging business and economic environment.

The Chairman informed that in compliance with Rule 730A(2) of the Listing Manual of the SGX-ST, the resolution on the proposed change of auditors to be tabled for shareholders' approval would be voted on by way of a poll.

He further informed that the Company had appointed In.Corp Corporate Services Pte. Ltd. as the Polling Agent and Acc Pro (Singapore) Pte Ltd as the Scrutineer for the polling process. He then invited the representative from Acc Pro (Singapore) Pte Ltd to brief the Meeting on the polling procedures.

The Chairman then invited the representative from the Company Secretary's office to lead the Meeting through the formal business of the EGM.

NOTICE OF MEETING

The Notice of Meeting dated 27 November 2024 was with the consent of the Meeting taken as read.

ORDINARY RESOLUTION – THE PROPOSED CHANGE OF AUDITORS FROM BAKER TILLY TFW LLP TO MOORE STEPHENS LLP

The Meeting proceeded to consider the following Ordinary Resolution which was duly proposed and seconded.

RESOLVED THAT:

- (a) "the resignation of Baker Tilly TFW LLP ("**Baker Tilly**") as the Auditors be and is hereby noted and Moore Stephens LLP ("**Moore Stephens**"), having consented to act, be and is hereby appointed as the new Auditors in place of Baker Tilly, to hold office until the conclusion of the next AGM at a fee and on such terms as may be agreed by the Directors with Moore Stephens; and
- (b) the Directors or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, approving, modifying, ratifying, signing, sealing, delivering, entering into all such transactions, arrangements and agreements and executing all such documents) as they or he may consider necessary, desirable or expedient or in the interests of the Company for the purposes of giving effect to this resolution and that authority be and is hereby given for the common seal of the Company to be affixed in accordance with the Company's Constitution to any document as may be necessary or required."

It was reported that no written questions were received from shareholders on the proposed resolution in advance of the EGM. Shareholders present were then invited to raise any questions or comments relating to the proposed change of auditors.

Question 1. A shareholder enquired the reason for the proposed change of auditors.

Response: At the request of the Chairman, Mr Michael Soh Chia Yang (“**Mr Michael Soh**”), Financial Controller, explained that it is part of the Company’s ongoing efforts to manage its overall business costs and expenses. It is also good corporate governance initiative as it would provide the Company with an opportunity to benchmark its audit fees and benefit from the fresh perspectives and views of another professional firm and thereby further enhance the value of the audit.

Question 2. A shareholder asked if the proposed change of auditors is partly for cost saving from audit fees, then what is the estimated cost of convening this EGM?

Response: Mr Michael Soh replied that the Company has been consistently working on reducing operational costs. With the change of Auditors, the Company expects to save S\$41,000 in audit fees for financial year 2024 with no change in the scope of audit services, as mentioned in the EGM circular. The cost of convening the EGM is approximately S\$20,000 which comprises mainly professional fees, printing of the EGM circular, placement of the notice of EGM in the Business Times and other incidentals.

Question 3. A shareholder further enquired why there was a need to hold an EGM to approve the change of auditors instead of having it approved by shareholders at the last AGM held in April 2024 or the next AGM in early 2025?

Response: Mr Michael Soh explained that the Company could not wait till the next AGM to be held in April 2025 to change Auditors, as Baker Tilly had proposed the raise in audit fees for the current financial year ending 31 December 2024 (“**FY2024**”). The audit for FY2024 would have been completed by that time in April 2025 and the Company would have to pay Baker Tilly the higher audit fees of \$170,000.

Mr Michael Soh further explained that the Company had not proposed the change of Auditors at the previous AGM on 30 April 2024, as Baker Tilly had not given any indication that they were going to raise their audit fees for FY2024 when they were re-appointed. However, more than five months after that on 11 October 2024, Baker Tilly wrote to Management to propose that the FY2024 audit fees be raised to \$170,000, which was an increase of 26% over their audit fees of \$135,000 for the previous financial year ended 31 December 2023. Baker Tilly was not open to negotiation on their proposed fees so Management had invited quotes from various audit firms. After comparison and analysis, Management had sought the approval of the audit committee (“**AC**”) and the Board to appoint Moore Stephens as the new Auditors via an EGM based on their competitive quote, which would result in cost savings for the Company even after factoring in the costs of convening the EGM, and considering that Moore Stephens was able to fulfill the audit requirements of the Group without compromise in quality. The AC and Board concurred and therefore called for an EGM to be held for shareholders to approve this change of Auditors.

Question 4. A shareholder sought clarification on why the Company's subsidiaries in Malaysia are not changing their auditors?

Response: Mr Michael Soh clarified that the subsidiaries in Malaysia are not changing their auditors because they have a separate audit arrangement in place, which is in compliance with the existing Malaysian regulatory requirements and accepted by the Auditors. The audit fees of the Malaysian subsidiaries are also competitive. Therefore, the AC and the Board had proposed for change of auditors only for the parent company and its Singapore-based subsidiaries.

There being no further questions from the shareholders, the proposed resolution was put to vote by poll. Shareholders were informed to cast their votes by completing and signing the polling slips and handing them to the representative of the Scrutineer.

ADJOURNMENT

The Chairman declared the polling closed and adjourned the Meeting for 15 minutes for vote counting and verification.

RESULT OF THE POLL

The EGM resumed at 9.35 a.m. with the requisite quorum for the announcement of the polling result.

Based on the Scrutineer's Report, the result of the poll on the ordinary resolution put to vote at the EGM was as follows:

Ordinary Resolution: THE PROPOSED CHANGE OF AUDITORS FROM BAKER TILLY TFW LLP TO MOORE STEPHENS LLP

	<u>No. of Shares</u>	<u>In Percentage (%)</u>
Number of votes "FOR"	28,091,520	100.00
Number of votes "AGAINST"	0	0.00
Total number of valid votes cast	<u>28,091,520</u>	<u>100.00</u>

Based on the result of the poll, the Ordinary Resolution was declared carried.

CLOSE OF MEETING

There being no further business, the Chairman thanked all present for their attendance and support and declared the EGM closed at 9.40 a.m.

**Confirmed as a true record of the
proceedings held**

Hawazi Bin Dapi
Chairman