METAOPTICS LTD.
Company Registration No. 419911
Incorporated in the Cayman Islands
(the "**Company**")

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT RAFFLES TOWN CLUB, BALLROOM 1, 1 PLYMOUTH AVENUE, SINGAPORE 297753 ON FRIDAY, 10 APRIL 2026 AT 10.40 A.M.

PRESENT

DIRECTORS

Mr Thng Chong Kim	:	Executive Chairman ("**Chairman**")
Mr Aloysius Chua Hao Peng	:	Executive Director and Chief Executive Officer ("**CEO**")
Ms Jee Wee Jene	:	Non-Independent and Non-Executive Director
Professor Teng Jinghua	:	Non-Independent and Non-Executive Director
Mr Sonny Yuen Chee Choong	:	Lead Independent and Non-Executive Director
Mr Lee Lieyong Sean	:	Independent and Non-Executive Director
Ms Goh Yong Cheng	:	Independent and Non-Executive Director
Mr Ng Thiam Chye	:	Independent and Non-Executive Director

IN ATTENDANCE BY INVITATION

Mr Chu Wee Liat	:	Chief Financial Officer ("**CFO**")
Ms Nor Hafiza Alwi	:	Company Secretary
External Auditors, Share Registrar, Sponsor, Polling Agent and Scrutineer	:	As per the attendance record maintained by the Company

SHAREHOLDERS

As per attendance record maintained by the Company.

QUORUM

As there was a quorum, the Chairman, Mr Thng Chong Kim, declared the Extraordinary General Meeting of the Company (the "**Meeting**" or "**EGM**") open at 10.40 a.m.

NOTICE

The Notice of EGM dated 19 March 2026 was taken as read.

Fellow Director and CEO, Mr Aloysius Chua Hao Peng ("**Mr Aloysius**") took over the Chair and assisted the Chairman with the rest of the proceedings of the Meeting.

VOTE BY POLL

Mr Aloysius highlighted that all resolutions would be conducted by poll in accordance with the Catalist Rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and Company's Articles of Association.

Mr Aloysius informed the Meeting that the Chairman had been appointed by several shareholders of the Company ("**Shareholders**") as proxy and would vote in accordance with their voting instructions. All the resolutions at the Meeting have been duly proposed by the Chairman. As per the proceeding at the annual general meeting of the Company held earlier, polling shall be conducted electronically via the Vote-tech electronic voting platform, using Shareholders' and proxies' own wireless handheld devices.

The Meeting was further informed that CACS Corporate Advisory Pte. Ltd. and B.A.C.S. Private Limited have been appointed as Scrutineer and Polling Agent respectively, to assist with the poll voting at the Meeting.

The Chairman then invited the representative from CACS Corporate Advisory Pte. Ltd. to explain the polling procedure to the Shareholders via a short video presentation.

SHAREHOLDERS' QUESTIONS

The Company had invited Shareholders to submit their questions to the Company prior to the Meeting. Mr Aloysius informed that there were questions received from the Securities Investors Association (Singapore) ("**SIAS**") and Shareholders relating to the EGM as at the cut-off time for submission of questions.

The Company had published its response to all substantial and relevant questions on SGXNET and the Company's website on 6 April 2026.

Mr Aloysius added that Shareholders may raise questions at the EGM relating to the resolutions. Before raising any questions, Mr Aloysius required Shareholders to identify themselves. If the person is a proxy, he or she was required to state their name and the name of the Shareholder he or she represents.

Mr Aloysius highlighted that Ordinary Resolutions 1 and 2 were inter-conditional and were each subject to and contingent upon the passing of Special Resolution 1.

Ordinary Resolution 4 was subject to and contingent upon the passing of Ordinary Resolution 3.

Mr Aloysius then proceeded with the following Meeting Agenda.

SPECIAL RESOLUTION 1 - PROPOSED ADOPTION OF THE PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION

Special Resolution 1 was to approve the proposed adoption of the proposed amendments to the existing Memorandum and Articles of Association of the Company. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 12 to 21 of the Company's circular to Shareholders dated 19 March 2026 ("**Circular**").

The following Special Resolution 1 was proposed:

"That:

(a) the Proposed Amendments to the Existing M&AA of the Company as set out in the manner and to the extent set out in the Appendix A to this Circular be and is hereby approved, and the Amended M&AA be adopted as the M&AA of the Company in substitution for, and to the exclusion of, the Existing M&AA of the Company;

(b) and the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things (including, without limitation, executing all such documents as may be required and instructing the Company's registered office provider to attend to all necessary fi lings with the Registrar of Companies in the Cayman Islands) as they may consider expedient or necessary or in the interests of the Company to give effect to this Special Resolution 1."

As there were no questions raised by the Shareholders, Special Resolution 1 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	In Percentage
Number of votes "FOR"	:	95,709,815	100.00
Number of votes "AGAINST"	:	0	0.00
Total number of votes cast	:	95,709,815	100.00

Based on the results, Special Resolution 1 was carried and passed.

ORDINARY RESOLUTION 1 - PROPOSED ISSUE OF NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE WHICH MAY BE AT A DISCOUNT OF MORE THAN 10% TO THE PREVAILING SGX-ST MARKET PRICE, IN CONJUNCTION WITH AND PURSUANT TO THE COMPANY'S PROPOSED NASDAQ LISTING OF THE COMPANY'S AMERICAN DEPOSITARY SHARES

Ordinary Resolution 1 was to approve the proposed issue of new ordinary shares underlying the ADS offering in connection with the Company's Proposed Nasdaq Listing, at a discount of more than 10%, to the SGX-ST market price. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 21 to 32 of the Circular.

The following Ordinary Resolution 1 was duly proposed:

"That, subject to and contingent upon the passing of Special Resolution 1 as well as Ordinary Resolution 2:

(a) pursuant to Rule 811 of the Catalist Rules, approval be and is hereby given to the Company to allot and issue up to 121,324,130 new Shares ("**Underlying Shares**"), at the Issue Price which may be at a discount of more than 10% to the prevailing SGX-ST market price for each Underlying Share, in conjunction with the Proposed Nasdaq Listing, on and subject to the terms of the Underwriting Agreement; and

(b) the Directors of the Company and each of them be and is hereby authorised to exercise all discretions and to take any and all steps, and to do and/or procure to be done any and all acts and things (including to instruct the Company's share registrar to update the register of members of the Company and to issue share certifi cates), and to approve, sign and execute any agreements and documents as they may in their absolute discretion consider to be appropriate, expedient or necessary or in the interests of the Company to give effect to the Proposed Underlying Shares Issue, the Proposed Nasdaq Listing and this Ordinary Resolution 1."

As there were no questions raised by the Shareholders, Ordinary Resolution 1 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	In Percentage
Number of votes "FOR"	:	90,514,015	94.48
Number of votes "AGAINST"	:	5,285,800	5.52
Total number of votes cast	:	95,799,815	100.00

Based on the results, Ordinary Resolution 1 was carried and passed.

ORDINARY RESOLUTION 2 - PROPOSED ISSUE OF REPRESENTATIVE'S WARRANTS AND NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO THE EXERCISE OF THE REPRESENTATIVE'S WARRANTS AT AN EXERCISE PRICE PRICE WHICH MAY BE AT A DISCOUNT OF MORE THAN 10% TO THE PREVAILING SGX-ST MARKET PRICE FOR THE UNDERLYING SHARES, IN CONJUNCTION WITH AND PURSUANT TO THE PROPOSED NASDAQ LISTING

Ordinary Resolution 2 was to approve the proposed issue of representative's warrants and new ordinary shares in the capital of the Company arising from the exercise in connection with the Company's proposed Nasdaq Listing, at an exercise price that may be at a discount of more than 10% to the prevailing SGX-ST market price. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 32 to 50 of the Circular.

The following Ordinary Resolution 2 was duly proposed:

"That, subject to and contingent upon the passing of Special Resolution 1 as well as Ordinary Resolution 1,

(a) pursuant to Rule 811 of the Catalist Rules, approval be and is hereby given to the Company to issue warrants ("**Representative's Warrants**") to the Representative and up to such number of new Shares ("**Representative's Shares**") as may be required to be allotted and issued by the Company to the ADS Depositary and/or its custodian for the purposes of the issue of the Representative's ADSs pursuant to the exercise of the Representative's Warrants by the holder(s) of the Representative's Warrants on the relevant exercise dates thereof, at an exercise price which may be at a discount of more than 10% to the prevailing SGX-ST market price of the underlying shares, which Shares shall form part of, and not be in addition to, the Underlying Shares, provided that the aggregate number of Underlying Shares shall not exceed 121,324,130 new Shares in the capital of the Company, in conjunction with the Proposed Nasdaq Listing, on and subject to the terms of the Underwriting Agreement; and

(b) the Directors of the Company and each of them be and is hereby authorised to take any and all steps, and to do and/or procure to be done any and all acts and things (including to instruct the Company's share registrar to update the register of members of the Company and to issue share certificates), and to approve, sign and execute any agreements and documents as they may in their absolute discretion consider to be appropriate, expedient or necessary or in the interests of the Company to give effect to the Representative's Warrants, the Proposed Representative's Warrants and Representative's Shares Issue and this Ordinary Resolution 2."

As there were no questions raised by the Shareholders, Ordinary Resolution 2 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	In Percentage
Number of votes "FOR"	:	95,709,815	100.00
Number of votes "AGAINST"	:	0	0.00
Total number of votes cast	:	95,709,815	100.00

Based on the results, Ordinary Resolution 2 was carried and passed.

ORDINARY RESOLUTION 3 – PROPOSED ADOPTION OF THE METAOPTICS EMPLOYEE SHARE OPTION SCHEME 2026

Mr Aloysius informed that all Directors and Shareholders who are eligible to participate in the MetaOptics Employee Share Option Scheme 2026 ("**MetaOptics ESOS**") and MetaOptics Performance Share Plan 2026 ("**MetaOptics PSP**") must abstain from voting and from acting as proxies unless specific voting instructions have been provided on Ordinary Resolutions 3, 4 and 5 relating to the ESOS and PSP respectively.

Ordinary Resolution 3 was to approve the proposed adoption of the MetaOptics ESOS. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 41 to 60 of the Circular.

The following Ordinary Resolution 3 was duly proposed:

"That:

(a) a share option scheme to be known as the "MetaOptics Employee Share Option Scheme 2026" (the "**MetaOptics ESOS**"), the details and rules of which are set out in the Circular, under which options ("Options") to subscribe for ordinary shares in the capital of the Company (the "**Shares**") will be granted to selected Group Employees and Directors of the Company and its Subsidiaries (including Group Non-Executive Directors) and Controlling Shareholders and/or their Associates, and other selected participants, details of which are set out in the Circular, be approved;

(b) the Directors of the Company or the remuneration committee be authorised to:

(i) implement, establish and administer the MetaOptics ESOS;

(ii) modify and/or amend the MetaOptics ESOS from time to time, provided that such modification and/or amendment is effected in accordance with the provisions of the MetaOptics ESOS and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the MetaOptics ESOS;

(iii) offer and grant Options in accordance with the rules of the MetaOptics ESOS and pursuant to Section 161 of the S ingapore Companies Act to allot and issue and/or deliver from time to time such number of fully paid-up Shares as may be required to be issued or delivered pursuant to the exercise of Options under the MetaOptics ESOS, provided that the aggregate number of Shares available pursuant to the MetaOptics ESOS, the MetaOptics PSP and any other share-based incentive schemes of the Company, shall not exceed 15% of the total number of all issued Shares of the Company (excluding treasury shares and subsidiary holdings) from time to time; and

(iv) subject to the same being allowed by law, apply any Share purchased under any share buyback mandate towards the Shares required to be issued pursuant to the exercise of Options granted under the MetaOptics ESOS; and

(c) the Directors of the Company be authorised to complete and do all such acts and things (including executing such documents and approving any amendments, alterations or modifications to any documents as may be required, and instructing the Company's share registrar to update the register of members of the Company and issue share certifi cates) as they may in their absolute discretion consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this Ordinary Resolution 3.

As there were no questions raised by the Shareholders, Ordinary Resolution 3 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	In Percentage
Number of votes "FOR"	:	38,930,115	99.22
Number of votes "AGAINST"	:	305,600	0.78
Total number of votes cast	:	39,235,715	100.00

Based on the results, Ordinary Resolution 3 was carried and passed.

ORDINARY RESOLUTION 4 – PROPOSED GRANT OF OPTIONS UNDER THE METAOPTICS EMPLOYEE SHARE OPTION SCHEME 2026 AT A DISCOUNT

Ordinary Resolution 4 was to approve the proposed grant of the options under the MetaOptics ESOS at a discount. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 41 to 60 of the Circular.

The following Ordinary Resolution 4 was duly proposed:

"That, subject to and contingent upon the passing of Ordinary Resolution 3, approval be given for Options to be granted under the MetaOptics ESOS for the subscription of Shares at exercise prices which may, at the discretion of the Committee administering the MetaOptics ESOS, be set at a discount not exceeding 20 % of the Market Price for the Shares prevailing at the Date of Grant of the respective Options (such market price to be determined in accordance with the Rules of the MetaOptics ESOS), provided that such discount does not exceed the relevant limits as may be set by the SGX-ST from time to time."

As there were no questions raised by the Shareholders, Ordinary Resolution 4 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	In Percentage
Number of votes "FOR"	:	38,926,915	99.21
Number of votes "AGAINST"	:	308,300	0.79
Total number of votes cast	:	39,235,215	100.00

Based on the results, Ordinary Resolution 4 was carried and passed.

ORDINARY RESOLUTION 5 – PROPOSED ADOPTION OF THE METAOPTICS PERFORMANCE SHARE PLAN 2026

Ordinary Resolution 5 was to approve the proposed adoption of the MetaOptics PSP. The full text of the resolution was set out in the Notice of EGM and the background and rationale were in pages 50 to 60 of the Circular.

The following Ordinary Resolution 5 was duly proposed:

"That:

(a) a share award plan to be known as the "MetaOptics Performance Share Plan 2026" (the "**MetaOptics PSP**"), the details and rules of which are set out in the Circular and under which awards ("Awards") of fully-paid Shares, their equivalent cash value or combinations thereof will be granted, free of payment, to selected employees of the Company and/or its subsidiaries, including the Directors of the Company, and other selected participants, details of which are set out in the Circular, be approved;

(b) the Directors of the Company or the remuneration committee be authorised to:

(i) implement, establish and administer the MetaOptics PSP;

(ii) modify and/or amend the MetaOptics PSP from time to time, provided that such modification and/ or amendment is effected in accordance with the provisions of the MetaOptics PSP and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the MetaOptics PSP;

(iii) offer and grant Awards in accordance with the rules of the MetaOptics PSP and pursuant to Section 161 of the Singapore Companies Act and to allot and issue such number of fully-paid Shares and/or transfer such number of existing Shares held in treasury, free of charge, as may be required to be issued or delivered from time to time pursuant to the vesting of Awards under the MetaOptics PSP, provided that the aggregate number of Shares issued and/or issuable and/ or transferred and transferable pursuant to the MetaOptics ESOS, the MetaOptics PSP and any other share-based incentive schemes of the Company for the time being in force, shall not exceed 15% of the total number of issued Shares of the Company (excluding treasury shares and subsidiary holdings) from time to time; and

(iv) subject to the same being allowed by law, apply any Share purchased under any share buyback mandate towards the satisfaction of Awards granted under the MetaOptics PSP; and

(c) the Directors of the Company be authorised to complete and do all such acts and things (including executing such documents and approving any amendments, alterations or modifications to any documents as may be required) as they may in their absolute discretion consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this Ordinary Resolution 5.

As there were no questions raised by the Shareholders, Ordinary Resolution 5 was put to vote by poll. Shareholders were requested to cast their votes.

The voting results of the poll were as follows:

		No. of Votes	**In Percentage**
Number of votes "FOR"	:	39,253,015	99.78
Number of votes "AGAINST"	:	85,600	0.22
Total number of votes cast	:	39,338,615	100.00

Based on the results, Ordinary Resolution 5 was carried and passed.

Mr Aloysius handed over the proceeding of the Meeting back to the Chairman.

CONCLUSION

There being no other business to transact, the Chairman declared the EGM of the Company closed at 10.52 a.m. and thanked everyone for their attendance.

Confirmed as True Record of Proceedings held

Thng Chong Kim
Chairman of the Meeting