

SPACKMAN ENTERTAINMENT GROUP LIMITED
(Company Registration No. 201401201N)
(Incorporated in the Republic of Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : Orchid Country Club, 1 Orchid Club Road, Sapphire III, Singapore 769162

DATE : Tuesday, 30 April 2024

TIME : 2:53 p.m.

PRESENT : Mr Na Kyoungwon - Chief Executive Officer, President and Executive Director
Mr Anthony Wong - Non-executive & Non-Independent Chairman
Mr Lee Jae Seung - Non-executive & Independent Director
Mr Lee Doo Hee - Non-executive & Independent Director

IN ATTENDANCE : As set out in the attendance list annexed hereto.

CHAIRPERSON : Mr Na Kyoungwon (the “**Chairperson**”)

OPENING

The Chairperson welcomed shareholders to the Extraordinary General Meeting (“**EGM**” or the “**Meeting**”).

CALL TO ORDER AND QUORUM

The Chairperson called the Meeting to order at 2:53 p.m. The Company Secretary confirmed that a quorum was present for the Meeting.

NOTICE OF MEETING

The notice of EGM was taken as read.

The Chairperson informed that some shareholders had appointed the Chairman of the EGM as their proxy at the EGM, and he would be voting according to the instructions of these shareholders.

As stated in the notice of EGM, shareholders were given the opportunity to ask questions by submitting their questions in advance of the Meeting. There were no questions received from the shareholders by the stipulated deadline. Notwithstanding this, shareholders can still raise questions during the EGM.

POLL VOTING PROCEDURE

The Meeting noted that the Special Resolution to be tabled at the EGM would be voted by poll pursuant to the Company’s Constitution and Rule 730A(2) of the Catalist Rules of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (“**Catalist Rules**”).

Complete Corporate Services Pte. Ltd. (“**CCS**”) and Moore Stephens LLP were appointed as Polling Agent and Scrutineer respectively.

The Meeting noted that CCS had explained on the poll voting procedure at the Annual General Meeting held earlier before the EGM.

SPECIAL RESOLUTION

AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairperson informed that this special resolution is to seek shareholders' approval to empower the Directors to allot and issue shares in the capital of the Company and to make or grant new instruments (such as warrants or debentures), convertible securities or other instruments convertible into shares.

The aggregate number of shares to be allotted and issued pursuant to this resolution, whether on a pro-rata or non pro-rata basis, shall not exceed 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings).

This special resolution, if approved, will give the Directors the flexibility to issue shares as and when the Directors believe it is in the best interest of the Company.

The following resolution was duly proposed by Ms Teo Kai Sin and was seconded by Ms Jasmine Leong:

"That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Act**") and Rule 806 of the Catalist Rules, the Directors of the Company be authorised and empowered to:

- (I) (i) allot and issue shares in the capital of 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) warrants, debentures, convertible securities 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 may, in their absolute discretion, deem fit; and

- (II) notwithstanding that 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 while this Resolution was in force,

provided that:

- (a) the aggregate number of Shares to be allotted and issued (including Shares to be issued in pursuance of Instruments made or granted) pursuant to this Resolution, whether on a pro-rata or non pro-rata basis, shall not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with subparagraph (b) below), or such other limit as may be prescribed by the Catalist Rules as at the date this Resolution is passed;
- (b) (subject to such manner of calculation as may be prescribed by the SGX-ST)

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Extraordinary General Meeting held on 30 April 2024

Page 3

for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) that may be issued under sub-paragraph (a) above, the percentage of the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:

- (i) new Shares arising from the conversion or exercise of any convertible securities;
 - (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding and/or subsisting at the time of the passing of this Resolution, provided the share options or share awards (as the case may be) 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;
- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and all applicable legal requirements under the Act and the Constitution for the time being of the Company;
- (d) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the Company's next annual general meeting or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier."

As there was no question raised by shareholders, the Chairperson invited shareholders to cast their votes on the Special Resolution.

The results of Special Resolution tabled at the Meeting, taken on a poll, were as follows:

Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
529,073,625	509,537,625	96.31%	19,536,000	3.69%

It was **RESOLVED** as a Special Resolution that the authority for Directors to allot and issue shares be and is hereby received and adopted.

CONCLUSION

There being no other business, the Meeting ended at 2.58 p.m. and the Chairperson thanked those present for their attendance at the Meeting.

**CERTIFIED AS A TRUE
RECORD OF MINUTES**

Na Kyoungwon
Chairperson of Meeting

Dated: