

ABR HOLDINGS LIMITED
(Company Registration No. 197803023H)
(Incorporated in Singapore)
(the "Company")

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD AT 41 TAMPINES STREET 92, #03-00 ABR BUILDING SINGAPORE 528881 ON MONDAY, 29 APRIL 2024 AT 10.00 A.M.

- PRESENT:** : Mr Chua Tiang Choon, Keith - Executive Chairman
Mr Ang Yee Lim - Managing Director
Mr Ang Lian Seng - Executive Director
Mr Allan Chua Tiang Kwang - Non-Executive Director
Mr Lim Jen Howe - Independent and Non-Executive Director
Mr Ang Jun Hung - Alternate Director to Mr Ang Yee Lim
- ABSENT WITH APOLOGIES** : Mr Quek Mong Hua - Independent and Non-Executive Director
- IN ATTENDANCE:** : Ms Ng Soo Noi - Group Chief Financial Officer
Mr Low See Lien - Auditors, Baker Tilly TFW LLP
Ms Serene Hon - Company Secretary
- SHAREHOLDERS/PROXIES** : As per attendance lists maintained by the Company

1. CHAIRMAN

Mr Chua Tiang Choon, Keith, (the "**Chairman**") took the chair and welcomed all present at the Meeting (the "**AGM**" or "**Meeting**") of the Company.

The Chairman introduced the Board of Directors (the "**Board**" or "**Directors**"), Group Chief Financial Officer, Auditors and Company Secretary present.

Shareholders were informed that Mr Quek Mong Hua ("**Mr Quek**"), Independent and Non-Executive Director was unable to attend the Meeting and conveyed his apologies for his absence.

The Chairman informed shareholders that Mr Lim Jen Howe ("**Mr Lim**") and Mr Quek will cease to be the Independent Directors of the Company after the conclusion of this AGM. On behalf of the Board, the Chairman placed on record the Company's appreciation to Mr Lim and Mr Quek for their invaluable contributions to the Board and the Group.

2. QUORUM

There being a quorum present, the Chairman called the Meeting to order at 10.00 a.m.

3. NOTICE OF MEETING

The Chairman stated that the Notice convening the Meeting had been circulated to shareholders of the Company via SGXNet on 11 April 2024.

With permission of all shareholders present at the Meeting, the Notice was taken as read.

4. VOTING BY WAY OF POLL

The Chairman informed the shareholders that he had been appointed as proxy by some shareholders and he would be voting in accordance with their instructions.

Shareholders were informed that all resolutions tabled at this AGM would be voted by way of poll.

If a shareholder was attending in person or was validly appointed proxy for this AGM, he or she would have been handed the poll voting slips at the registration desk when signing-in earlier.

For the avoidance of doubt, if a shareholder was attending in person and had already appointed one or more proxies to attend the AGM, and such shareholder decided to exercise his or her right to vote in respect of any of shares, his or her proxies must not vote in respect of those shares.

As the poll procedures would require time to complete, the Chairman informed that the poll on each resolution be taken after all the resolutions had been formally proposed and seconded.

The Chairman informed shareholders that Entrust Advisory Pte Ltd and Tricor Singapore Pte. Ltd. have been appointed as the Scrutineers and Polling Agent respectively.

Before commencing the business of the AGM, a representative from Entrust Advisory Pte Ltd gave a briefing on the poll voting procedure to the shareholders.

The Chairman proceeded to the business of the Meeting.

5. ORDINARY BUSINESS:

**RESOLUTION 1:
DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023**

On a proposal by the Chairman and seconded by Mr Ou Yang Yan Te ("**Mr Ou**"), the following Ordinary Resolution No. 1 was put to a vote by poll:-

"That the Audited Financial Statements for the financial year ended 31 December 2023 together with the Directors' Statement and Independent Auditors' Report thereon be and are hereby received and adopted."

The Chairman invited shareholders to raise questions relating to the Financial Statements. There being no question raised by shareholders.

**RESOLUTION 2:
DECLARATION OF TAX EXEMPT (1-TIER) FINAL DIVIDEND OF 1.00 CENT PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023**

The Directors had recommended the payment of a tax exempt (1-tier) final dividend of 1.00 cent per ordinary share for the financial year ended 31 December 2023.

On a proposal by Ms Teo Soh Eng ("**Ms Teo**") and seconded by Mr Ou, the Ordinary Resolution No. 2 was put to a vote by poll:

"That the payment of a tax exempt (1-tier) final dividend of 1 cent per ordinary share for the financial year ended 31 December 2023, be approved."

**RESOLUTION 3:
PAYMENT OF DIRECTORS' FEES OF \$205,000 FOR THE FINANCIAL YEAR ENDED 31
DECEMBER 2023**

The Board had recommended the payment of Directors' fees of S\$205,000 for the financial year ended 31 December 2023.

On a proposal by Mr Ang Lian Tiong (Proxy of Ho Yim Thai) ("**Mr Ang**") and seconded by Ms Teo, the Ordinary Resolution No. 3 was put to a vote by poll: -

"That the payment of Directors' fees of S\$205,000 for the financial year ended 31 December 2023 be approved".

**RESOLUTION 4:
PAYMENT OF DIRECTORS' FEES OF \$205,000 FOR THE FINANCIAL YEAR ENDING 31
DECEMBER 2024**

The Board had recommended the payment of Directors' fees of S\$205,000 for the financial year ending 31 December 2024.

On a proposal by Ms Tan Poh Leng (Proxy of Ng Soo Noi) ("**Ms Tan**") and seconded by Mr Ang, the Ordinary Resolution No. 4 was put to a vote by poll: -

"That the payment of Directors' fees of S\$205,000 for the financial year ending 31 December 2024 be approved".

**RESOLUTION 5:
RE-ELECTION OF MR ALLAN CHUA TIANG KWANG AS A DIRECTOR OF THE COMPANY**

The Chairman informed the Meeting that Mr Allan Chua Tiang Kwang ("**Mr Allan Chua**"), who was retiring pursuant to Article 98 of the Company's Constitution, had consented to be re-elected as a Director of the Company.

If re-elected, Mr Allan Chua would remain as a Non-Executive Director and a member of the Audit Committee.

On a proposal by Ms Teo and seconded by Ms Tan, the Ordinary Resolution No. 5 was put to a vote by poll:-

"That Mr Allan Chua Tiang Kwang be re-elected as a Director of the Company."

**RESOLUTION 6:
RE-ELECTION OF MR CHUA TIANG CHOON, KEITH AS A DIRECTOR OF THE COMPANY**

The Chairman informed that Mr Ang Jun Hung would chair the next segment of the Meeting as the next resolution deals with his own re-election.

Mr Ang Jun Hung took the chair and informed the Meeting that Mr Chua Tiang Choon, Keith ("Mr Keith Chua"), who was retiring pursuant to Article 98 of the Company's Constitution, had consented to be re-elected as a Director of the Company.

Mr Keith Chua, upon re-election as a Director of the Company, would remain as Executive Chairman and a member of the Nominating Committee.

On a proposal by Mr Ang and seconded by Ms Teo, the Ordinary Resolution No. 6 was put to a vote by poll:-

"That Mr Chua Tiang Choon, Keith be re-elected as a Director of the Company."

The Chairman thanked Mr Ang Jun Hung and resumed the chair.

**RESOLUTION 7:
RE-APPOINTMENT OF MESSRS BAKER TILLY TFW LLP**

The Chairman informed the Meeting that the retiring Auditors, Messrs Baker Tilly TFW LLP, had expressed their willingness to continue in office as Auditors of the Company.

On a proposal by Ms Tan and seconded by Mr Ang, the Ordinary Resolution No. 7 was put to a vote by poll:-

"That Messrs Baker Tilly TFW LLP be re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors."

6. SPECIAL BUSINESS

**RESOLUTION 8:
AUTHORITY TO ALLOT AND ISSUE SHARES**

On a proposal by Ms Teo and seconded by Ms Tan, the Ordinary Resolution No. 8 was put to a vote by poll:-

"That pursuant to Section 161 of the Companies Act 1967, and the Listing Rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given for the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

- (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;
- (ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "Instruments") including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;
- (iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues;

and (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares pursuant to any Instrument made or granted by the Directors while the authority was in force, provided always that:

- (a) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per centum (50%) of the Company's total number of issued shares (excluding treasury shares and subsidiary holdings, if any), of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro-rata basis to shareholders of the Company does not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any), and for the purpose of this Resolution, the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be the Company's total number of issued shares (excluding treasury shares and subsidiary holdings, if any) at the time this Resolution is passed, after adjusting for:
- i. new shares arising from the conversion or exercise of convertible securities, or
 - ii. new shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VII of Chapter 8 of the Listing Rules of SGX-ST, and
 - iii. any subsequent bonus issue, consolidation or subdivision of the Company's shares;
- (b) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the 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."

7. OTHER BUSINESS

As there was no other business, the Chairman proceeded with the formalities of conducting a poll.

8. MOVING THE MOTION TO VOTE BY POLL

Shareholders were requested to cast their votes on the polling slips provided and pass the completed polling slips to the Polling Agent.

The Chairman proposed for the Meeting to be adjourned for 15 minutes for counting and verification of the polling slips. Members present at the Meeting had no objection to the adjournment.

9. ADJOURNMENT OF AGM

The Meeting was adjourned at 10.20 a.m. for the counting of votes.

The Meeting resumed at 10.40 a.m. with the requisite quorum for the results of the poll to be declared.

10. POLL RESULTS

Upon receiving the poll results from the Scrutineer, the Chairman announced the results of the poll on each of the Resolutions numbered 1 to 8 as follows: -

ABR HOLDINGS LIMITED**- Minutes of the Annual General Meeting held on 29 April 2024 - Page 6 of 7**

Ordinary Resolution Number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		No. of Shares	(%)	No. of Shares	(%)
<u>Ordinary Business</u>					
Resolution 1 Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2023 together with the Independent Auditor's Report thereon.	164,439,878	164,439,878	100.00	0	0.00
Resolution 2 Approval of payment of a tax exempt (1-tier) Final Dividend of 1.00 Singapore cent per ordinary share for the financial year ended 31 December 2023.	164,439,878	164,439,878	100.00	0	0.00
Resolution 3 Approval of payment of Directors' fees of \$205,000 for the financial year ended 31 December 2023.	164,439,778	164,439,778	100.00	0	0.00
Resolution 4 Approval of payment of Directors' fees of \$205,000 for the financial year ending 31 December 2024.	164,439,778	164,439,778	100.00	0	0.00
Resolution 5 Re-election of Mr Allan Chua Tiang Kwang as Director of the Company.	164,139,878	164,139,878	100.00	0	0.00
Resolution 6 Re-election of Mr Chua Tiang Choon, Keith as Director of the Company.	164,139,878	164,139,878	100.00	0	0.00
Resolution 7 Re-appointment of Messrs Baker Tilly TFW LLP as Auditor of the Company and authorisation for the Directors to fix their remuneration.	164,439,878	164,439,878	100.00	0	0.00

ABR HOLDINGS LIMITED**- Minutes of the Annual General Meeting held on 29 April 2024 - Page 7 of 7**

<u>Special Business</u>					
Resolution 8 Authority to allot and issue shares.	164,439,778	164,437,978	100.00	1,800	N.M.*

* *N.M.* - denotes *Not Meaningful*

Based on the results of the poll, the Chairman declared all the Ordinary Resolutions numbered 1 to 8, put to vote at the AGM were carried.

11. CONCLUSION

There being no further business, the Chairman thanked all present at the Meeting and declared the AGM of the Company closed at 10.45 a.m.

Confirmed as a correct record of
the proceeding of the Meeting

Chua Tiang Choon, Keith
CHAIRMAN