

**SECURA GROUP LIMITED**  
(Company Registration No. 201531866K)  
(Incorporated in Singapore)

Minutes of the Annual General Meeting (hereinafter referred to as the “AGM” or the “Meeting”) of Secura Group Limited (hereinafter referred to as the “Company”) held by way of electronic means on Thursday, 21 April 2022 at 10.30 a.m.

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**PRESENT**

Board of Directors

*In Attendance:*

Dr Ho Tat Kin (Chairman)

Mr Kan Kheong Ng

*Via Video-conference:*

Ms Lim Siok Leng

Mr Gary Ho Kuat Foong

Mr Ong Pang Liang

Mr Christina Teo Tze Wei (Zhao Ziwei)

Mr Wilson Sam

Shareholders who attended via live webcast or audio conference

As set out in the attendance records maintained by the Company.

Company Secretary (attended via live webcast)

Ms Ngiam May Ling

**By Invitation**

Auditor (attended via live webcast)

Mr Joseph Tan Soon Seng, Ernst & Young LLP

Sponsor (attended via live webcast)

Mr Lim Hoon Khiat, United Overseas Bank Limited

Ms Priscilla Ong, United Overseas Bank Limited

Ms Carin Tan, United Overseas Bank Limited

Other Attendees (attended via live webcast)

As set out in the attendance records maintained by the Company.

**QUORUM AND INTRODUCTION**

A quorum being present, the Chairman called the AGM to order.

The Chairman welcomed the shareholders who joined the virtual AGM via “live” video and audio webcast.

The Chairman introduced his fellow Board members who joined the AGM via video conference.

**SUBMISSION OF QUESTIONS**

The Chairman thanked shareholders for their questions and the Company had announced its responses via SGXNet on 14 April 2022. However, the shareholders were still able to submit substantial and relevant questions via the online chat box during the AGM. He informed that the minutes of the AGM would be announced via SGXNet and uploaded on the Company’s website.

## **NOTICE OF MEETING**

The Chairman took the Notice of AGM issued on 6 April 2022 as read.

## **APPOINTING CHAIRMAN OF MEETING AS PROXY AND POLL VOTING**

The Chairman informed the Meeting that he had been appointed by numerous shareholders as proxy and would be voting in accordance with their instructions. For shareholders who had not submitted their form appointing the Chairman as their proxy, they may cast their votes in real time.

Reliance 3P Advisory Pte Ltd and Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed as Scrutineer and Polling Agent respectively.

The Scrutineer had checked and verified the counting of the votes of all valid proxy forms submitted by shareholders by the submission deadline. The Scrutineer would also verify the votes cast by shareholders during the AGM.

Voting was opened and the shareholders could cast their votes during the course of the AGM. The voting would end 5 minutes after the last question had been answered. The poll results would be announced shortly after.

## **ORDINARY BUSINESS:**

### **Ordinary Resolution 1 – Adoption of Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2021 together with the Auditor’s Report thereon**

The Chairman proposed that the Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2021 together with the Auditor’s Report be received and adopted.

### **Ordinary Resolution 2 – Payment of final one-tier tax exempt dividend of 0.4 Singapore cents per share for the financial year ended 31 December 2021**

The Chairman said that the Board has recommended a final one-tier tax exempt dividend of 0.4 Singapore cents per share for the financial year ended 31 December 2021.

He proposed that the payment of a one-tier tax-exempt final dividend of 0.4 Singapore cents per share for the financial year ended 31 December 2021 be approved.

### **Ordinary Resolution 3(a) – Re-election of Dr Ho Tat Kin as a director of the Company**

As this resolution dealt with the re-election of Dr Ho Tat Kin, Mr Kan Kheong Ng took over the chairmanship for this resolution.

Dr Ho who was retiring as a Director of the Company pursuant to Article 93 of the Constitution of the Company had signified his consent to continue in office.

Mr Kan proposed that Dr Ho be re-elected as a Director of the Company.

Dr Ho would, upon re-election as a Director of the Company, remain as Chairman of the Board and the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees and would be considered independent.

Mr Kan returned the chairmanship to the Chairman to resume the conduct of the Meeting.

**Ordinary Resolution 3(b) – Re-election of Mr Gary Ho Kuat Foong as a director of the Company**

Mr Gary Ho Kuat Foong who was retiring as a Director of the Company pursuant to Article 93 of the Constitution of the Company had signified his consent to continue in office.

The Chairman proposed that Mr Ho be re-elected as a Director of the Company.

Mr Ho would, upon re-election as a Director of the Company, remain as Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees and would be considered independent.

**Ordinary Resolution 3(c) – Re-election of Ms Christina Teo Tze Wei (Zhao Ziwei) as a director of the Company**

Ms Christina Teo Tze Wei (Zhao Ziwei) who was retiring as a Director of the Company pursuant to Article 93 of the Constitution of the Company had signified her consent to continue in office.

The Chairman proposed that Ms Teo be re-elected as a Director of the Company.

Ms Teo would, upon re-election as a Director of the Company, remain as a member of the Nominating Committee.

**Ordinary Resolution 4 – Directors' fees amounting to S\$249,000 for the financial year ending 31 December 2022, payable quarterly in arrears**

The Board had recommended the payment of the amount of S\$249,000 as Directors' fees for the financial year ending 31 December 2022, payable quarterly in arrears.

The Chairman proposed the payment of the amount of S\$249,000 as Directors' fees for the financial year ending 31 December 2022, payable quarterly in arrears.

**Ordinary Resolution 5 – Re-appointment of Ernst & Young LLP as auditors of the Company**

The Chairman proposed that Ernst & Young LLP be re-appointed as the auditors of the Company for the ensuing year and that the Directors be authorised to fix their remuneration.

**Any other ordinary business**

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

**SPECIAL BUSINESS:**

**Ordinary Resolution 6 – Authority to allot and issue shares in the capital of the Company**

The Chairman proposed Ordinary Resolution 6 as set out under item 7 of the Notice of the AGM issued on 6 April 2022.

**Ordinary Resolution 7 – Authority to grant options and/or awards and to allot and issue Shares under the Secura Employee Share Option Scheme and/or the Secura Performance Share Plan**

The Chairman proposed Ordinary Resolution 7 as set out under item 8 of the Notice of the AGM issued on 6 April 2022.

**Ordinary Resolution 8 – Renewal of the Share Buyback Mandate**

The Chairman proposed Ordinary Resolution 8 as set out under item 9 of the Notice of the AGM issued on 6 April 2022.

**QUESTION AND ANSWER SESSION**

The Chairman informed the Meeting that there were no questions submitted via the online chat box during the Meeting.

**VOTING**

The Meeting proceeded with the poll voting. Those shareholders who have yet to cast votes for the resolutions tabled at the AGM were given 5 minutes to cast their votes.

**POLL RESULTS**

The Chairman informed the Meeting that all the votes were counted and verified, and the results of the poll were as follows:

	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>TOTAL VOTES CAST</b>
Ordinary Resolution 1	169,802,000	100.00	0	0.00	169,802,000
Ordinary Resolution 2	169,802,000	100.00	0	0.00	169,802,000
Ordinary Resolution 3(a)	169,802,000	100.00	0	0.00	169,802,000
Ordinary Resolution 3(b)	169,722,000	99.95	80,000	0.05	169,802,000
Ordinary Resolution 3(c)	169,722,000	99.95	80,000	0.05	169,802,000
Ordinary Resolution 4	169,722,000	99.95	80,000	0.05	169,802,000
Ordinary Resolution 5	169,802,000	100.00	0	0.00	169,802,000
Ordinary Resolution 6	169,722,000	99.95	80,000	0.05	169,802,000
Ordinary Resolution 7	169,672,000	99.95	80,000	0.05	169,752,000
Ordinary Resolution 8	3,823,100	100.00	0	0.00	3,823,100

Based on the results of the poll, the Chairman declared that Ordinary Resolutions 1 to 8 were carried.

**CLOSE OF THE MEETING**

There being no other business, the Chairman thanked shareholders for their co-operation and patience at this virtual Meeting and declared the meeting closed at 11.05 a.m.

Certified as a True Record of Minutes

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Dr Ho Tat Kin  
Chairman