

KITCHEN CULTURE HOLDINGS LTD.
(the "Company")
Registration Number 2001107179D

(Incorporated in the Republic of Singapore)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : The Annual General Meeting of the Company was held by way of electronic means.
DATE : Friday, 18 March 2022
TIME : 11.00 a.m.

1. CHAIRPERSON

Mdm Hao Dongting (the "**Chairperson**"), the Non-Executive Chairperson, took the chair of the Annual General Meeting (the "**Meeting**" or "**AGM**") and thanked members for taking their time to watch the proceedings of the Meeting. The Chairperson requested Mr Lincoln Teo Choong Han ("**Mr Teo**"), the Executive Director and Interim Chief Executive Officer, to conduct the Meeting on her behalf.

Mr Teo introduced the following attendees present at the Meeting, namely:

- (a) Mdm Hao Dongting (Non-Executive Chairperson);
- (b) Mr Lim Wee Li (Executive Director);
- (c) Mr William Teo Choon Kow ("**Mr William Teo**") (Lead Independent Director and Chairman of the Audit and Risk Committee);
- (d) Mr Ang Lian Kiat (Independent Director and Chairman of the Nominating Committee);
- (e) Mr Lee Foo Tuck (Financial Controller);
- (f) Mr Quek Wey Lon (Chief Operating Officer); and
- (g) Mr Loh Ji Kin (External Auditor, Nexia TS Public Accounting Corporation).

2. QUORUM

Having ascertained that a quorum was present, Mr Teo, on behalf of the Chairperson, called the Meeting to order at 11.00 a.m.

3. NOTICE

The notice of Meeting dated 3 March 2022 (the "**Notice**"), having been previously made available to the members on the SGXNet and the Company's website, was taken as read.

In accordance with Rule 730A(2) of the Listing Manual Section B: Rule of Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (the "**Catalist Rules**"), all motions tabled at the Meeting would be voted on by way of a poll, pursuant to Regulation 80 of the Company's Constitution. All the motions would require a simple majority of votes for them to be carried.

The Company had appointed In.Corp Corporate Services Pte. Ltd. as polling agent and Corporate BackOffice Pte. Ltd. as scrutineer for the poll.

Mr Teo further informed the Meeting that the Chairperson had been appointed as proxy by certain members in her capacity as Chairperson of the Meeting and had voted according to such members' instructions. The votes had been counted and verified by the polling agent and scrutineer, and the results of the votes for each resolution would be announced after it is read, proposed and seconded.

4. QUESTIONS FROM MEMBERS

Mr Teo informed that the Company had responded to the questions from shareholders and the public members (including shareholders) relating to the resolutions set out in the Notice via an announcement published on the SGXNet and the Company's website on 15 March 2022.

5. RESOLUTION 1: AUDITED FINANCIAL STATEMENTS

Mr Teo presented the first item on the Notice which was to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2021 together with the Independent Auditor's Report thereon.

Mr Teo proposed the following motion to the Meeting:

"That the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2021 together with the Independent Auditor's Report thereon be received and adopted."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 1	181,516,832	86.720%	27,796,808	13.280%

Based on the results, on behalf of the Chairperson, Mr Teo declared Ordinary Resolution 1 carried.

6. RESOLUTION 2: DIRECTORS' FEES FOR FINANCIAL YEAR ENDING 30 JUNE 2022

The Board recommended the payment of Directors' fees of S\$176,000 for the financial year ending 30 June 2022.

Mr Teo proposed the following motion to the Meeting:

"That the payment of Directors' fees of S\$176,000 for the financial year ending 30 June 2022, payable quarterly in arrears, be approved."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 2	181,521,832	86.677%	27,900,308	13.323%

Based on the results, on behalf of the Chairperson, Mr Teo declared Ordinary Resolution 2 carried.

7. RESOLUTION 3: DIRECTORS' FEES FOR HALF YEAR ENDING 31 DECEMBER 2022

The Board recommended the payment of Directors' fees of S\$88,000 for the half year ending 31 December 2022.

Mr Teo proposed the following motion to the Meeting:

"That the payment of Directors' fees of S\$88,000 for the half year ending 31 December 2022, payable quarterly in arrears, be approved."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 3	91,521,832	76.637%	27,900,308	23.363%

Based on the results, on behalf of the Chairperson, Mr Teo declared Ordinary Resolution 3 carried.

8. RESOLUTION 4: RE-ELECTION OF MDM HAO DONGTING AS A DIRECTOR

The next item on the Notice was to seek members' approval for the re-election of Mdm Hao Dongting, who was retiring under Regulation 117 of the Company's Constitution, as a Director of the Company. Mdm Hao Dongting had indicated her consent to continue in office.

Mr Teo proposed the following motion to the Meeting:

"That Mdm Hao Dongting be re-elected as a Director of the Company."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 4	183,824,032	58.807%	128,764,325	41.193%

Based on the results, on behalf of the Chairperson, Mr Teo declared the Ordinary Resolution 4 carried.

9. RESOLUTION 5: RE-ELECTION OF MR LINCOLN TEO CHOONG HAN AS A DIRECTOR

As the next item on the Notice was in relation to the re-election of Mr Teo, who was retiring under Regulation 117 of the Company's Constitution, as a Director of the Company, Mr Teo handed over the conduct of the Meeting to the Lead Independent Director, Mr William Teo. Mr Teo had indicated his consent to continue in office.

Mr William Teo put the following motion to the Meeting:

"That Mr Lincoln Teo Choong Han be re-elected as a Director of the Company."

The motion was duly proposed and seconded by members.

Mr William Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 5	160,533,232	51.290%	152,455,125	48.710%

Based on the results, on behalf of the Chairperson, Mr William Teo declared the Ordinary Resolution 5 carried and handed the conduct of the Meeting back to Mr Teo.

10. RESOLUTION 6: RE-ELECTION OF MR ANG LIAN KIAT AS A DIRECTOR

The next item on the Notice was to seek members' approval for the re-election of Mr Ang Lian Kiat, who was retiring under Regulation 117 of the Company's Constitution, as a Director of the Company. Mr Ang Lian Kiat had indicated his consent to continue in office.

Mr Teo proposed the following motion to the Meeting:

"That Mr Ang Lian Kiat be re-elected as a Director of the Company."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 6	174,066,632	59.148%	120,222,217	40.852%

Based on the results, on behalf of the Chairperson, Mr Teo declared the Ordinary Resolution 6 carried.

11. RESOLUTION 7: RE-ELECTION OF MR YAP SZE HON AS A DIRECTOR

The next item on the Notice was to seek members' approval for the re-election of Mr Yap Sze Hon, who was retiring under Regulation 117 of the Company's Constitution, as a Director of the Company. Mr Yap Sze Hon had indicated his consent to continue in office.

Mr Teo proposed the following motion to the Meeting:

"That Mr Yap Sze Hon be re-elected as a Director of the Company."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 7	132,055,925	42.741%	176,913,432	57.259%

Based on the results, on behalf of the Chairperson, Mr Teo declared the Ordinary Resolution 7 not carried.

12. RESOLUTION 8: RE-ELECTION OF MR WILLIAM TEO CHOON KOW AS A DIRECTOR

The next item on the Notice was to seek members' approval for the re-election of Mr William Teo, who was retiring under Regulation 107 of the Company's Constitution, as a Director of the Company. Mr William Teo had indicated his consent to continue in office.

Mr Teo proposed the following motion to the Meeting:

"That Mr William Teo Choon Kow be re-elected as a Director of the Company."

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 8	174,066,632	59.148%	120,222,217	40.852%

Based on the results, on behalf of the Chairperson, Mr Teo declared the Ordinary Resolution 8 carried.

13. RESOLUTION 9: AUTHORITY TO ALLOT AND ISSUE NEW SHARES AND CONVERTIBLE SECURITIES

As there were no further items of ordinary business arising, Mr Teo proceeded to deal with the item of special business.

The next item on the Notice was to seek members' approval by ordinary resolution to authorise and empower the Directors to allot and issue new shares and convertible securities of the Company pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and the Catalist Rules. The proposed Ordinary Resolution 9 as set out in the Notice was taken as read.

Mr Teo proposed the following motion to the Meeting:

"That pursuant to Section 161 of the Companies Act and Rule 806 of the Catalist Rules, the Directors be authorised and empowered to:

- (a) (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) options, warrants, debentures 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 at their absolute discretion deem fit; and

- (b) (notwithstanding 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:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued pursuant to this

Resolution does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), 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 existing members of the Company does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);

- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
- (a) new Shares arising from the conversion or exercise of convertible securities;
 - (b) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares.

Adjustments in accordance with sub-paragraphs (2)(a) and (2)(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (3) 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), the Companies Act and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company at a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.”

The motion was duly seconded by a member.

Mr Teo announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 9	276,485,049	94.306%	16,693,000	5.694%

Based on the results, on behalf of the Chairperson, Mr Teo declared the Ordinary Resolution 9 carried.

14. ANY OTHER BUSINESS

Mr Teo informed that no notice was received in respect of any other business that may be properly transacted at the Meeting.

15. END OF MEETING

On behalf of the Chairperson, Mr Teo declared the Meeting closed at 11.20 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

Mdm Hao Dongting
Chairperson