

**ASTAKA HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 200814792H)  
(the “**Company**”)

**MINUTES OF ANNUAL GENERAL MEETING**

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<b>PLACE</b>	:	By way of electronic means
<b>DATE</b>	:	Thursday, 28 April 2022
<b>TIME</b>	:	11.00 a.m.
<b>PRESENT (BY LIVE WEBCAST)</b>	:	<b><u>Board of Directors</u></b> Mr. Lai Kuan Loong, Victor (Non-Executive Chairman and Independent Director) Mr. Khong Chung Lun (Executive Director and Chief Executive Officer) Mr. Lee Gee Aik (Independent Director) Dato’ Sri Mohd Mokhtar Bin Mohd Shariff (Independent Director) Ir. Hj. Syarul Izam Bin Hj. Sarifudin (Non-Independent and Non-Executive Director)
		<b><u>Shareholders</u></b> As per attendance record maintained by the Company.
<b>IN ATTENDANCE</b>	:	As per attendance record maintained by the Company.
<b>CHAIRMAN</b>	:	Mr. Lai Kuan Loong, Victor

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**INTRODUCTION**

The Chairman welcomed shareholders for their attendance at the Annual General Meeting (“**AGM**” or the “**Meeting**”) held via live webcast in accordance with the COVID-19 (Temporary Measures) Act 2020 and its related order on the conduct of general meetings (the “**Alternative Meeting Arrangement Order**”).

Having ascertained that a quorum was electronically present in accordance with the Alternative Meeting Arrangement Order, the Chairman called the Meeting to order at 11.00 a.m.

The Chairman introduced the Directors, Management and professional advisors present at the Meeting through the live webcast.

## NOTICE

The Notice convening the Meeting was taken as read.

In line with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), all resolutions were voted by way of poll. In accordance with the Alternative Meeting Arrangement Order, all resolutions tabled at this AGM were voted by appointing Chairman of the Meeting as proxy to vote in accordance with the specific voting instruction indicated by shareholders.

The Chairman informed shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by a number of shareholders and had cast the votes on the resolutions in accordance with the specific instruction of those shareholders.

The votes cast had been counted by the polling agent, In.Corp Corporate Services Pte. Ltd., and had been verified by the scrutineers, Agile 8 Advisory Pte. Ltd.

Shareholders were informed that the Company had responded to all the questions received from Securities Investors Association (Singapore) through an announcement published to the SGXNet on 26 April 2022, and there is no question received from shareholders in relation to the AGM.

Then, the Chairman proceeded with the business of the meeting.

## ORDINARY BUSINESS

### **RESOLUTION 1 – DIRECTORS’ STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2021**

The meeting proceeded to receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial period ended 31 December 2021 and the Auditors’ Report thereon.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 1 was declared carried and it was RESOLVED as an ordinary resolution:

“That the Directors’ Statement and the Audited Financial Statements of the Company for the financial period ended 31 December 2021 and the Auditors’ Report be received and adopted.”

## **RE-ELECTION OF DIRECTORS**

The Meeting was informed that Ir. Hj. Syarul Izam Bin Hj. Sarifudin, who was retiring pursuant to Regulation 88 of the Company’s Constitution, as well as Mr. Lai Kuan Loong, Victor and Dato’ Sri Mohd

Mokhtar Bin Mohd Shariff, who were retiring pursuant to Regulation 89 of the Company’s Constitution, had all consented to continue in office.

**RESOLUTION 2 – RE-ELECTION OF IR. HJ. SYARUL IZAM BIN HJ. SARIFUDIN AS A DIRECTOR**

Resolution 2 was to re-elect Ir. Hj. Syarul Izam Bin Hj. Sarifudin as a Director of the Company.

It was noted that Ir. Hj. Syarul Izam Bin Hj. Sarifudin would, upon re-election as a Director of the Company, remain as the Non-Independent and Non-Executive Director and a member of the Nominating Committee of the Company.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 2 was declared carried and it was RESOLVED as an ordinary resolution:

“That Ir. Hj. Syarul Izam Bin Hj. Sarifudin be re-elected as a Director of the Company.”

**RESOLUTION 3 – RE-ELECTION OF MR. LAI KUAN LOONG, VICTOR AS A DIRECTOR**

Resolution 3 was to re-elect Mr. Lai Kuan Loong, Victor as a Director of the Company.

It was noted that Mr. Lai Kuan Loong, Victor would, upon re-election as a Director of the Company, remain as the Non-Executive Chairman and Independent Director, Chairman of the Remuneration and Nominating Committees, and a member of the Audit Committee of the Company. He will be considered independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 3 was declared carried and it was RESOLVED as an ordinary resolution:

“That Mr. Lai Kuan Loong, Victor be re-elected as a Director of the Company.”

**RESOLUTION 4 – RE-ELECTION OF DATO’ SRI MOHD MOKHTAR BIN MOHD SHARIFF AS A DIRECTOR**

Resolution 4 was to re-elect Dato’ Sri Mohd Mokhtar Bin Mohd Shariff as a Director of the Company.

It was noted that Dato’ Sri Mohd Mokhtar Bin Mohd Shariff would, upon re-election as a Director of the Company, remain as the Independent Director, and a member of the Audit, Remuneration and Nominating Committees of the Company. He will be considered independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 4 was declared carried and it was RESOLVED as an ordinary resolution:

“That Dato’ Sri Mohd Mokhtar Bin Mohd Shariff be re-elected as a Director of the Company.”

**RESOLUTIONS 5 – DIRECTORS’ FEES FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2021**

Resolution 5 is to approve the payment for the additional Directors’ fees of S\$42,000 for the financial period ended 31 December 2021.

Shareholders were informed that the Company had during the last AGM held on 28 October 2020 approved the Directors’ fees of S\$192,000 for the period from 1 July 2020 to 30 June 2021. With the change of financial year end from 30 June to 31 December, the Company proposed payment of additional Directors’ fees of S\$42,000 for the period from 1 July 2020 to 31 December 2021, in addition to the Directors’ fees of S\$192,000 approved at the last AGM held.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 5 was declared carried and it was RESOLVED as an ordinary resolution:

“That the payment for the additional Directors’ fees of S\$42,000 for the financial period ended 31 December 2021 be approved.”

**RESOLUTIONS 6 – DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022**

Resolution 6 is to approve the payment for the additional Directors’ fees of S\$204,000 for the financial year ending 31 December 2022.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 6 was declared carried and it was RESOLVED as an ordinary resolution:

“That the payment of Directors’ fees of S\$204,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears be approved.”

**RESOLUTION 7 – RE-APPOINTMENT OF AUDITORS**

Resolution 7 was to re-appoint Auditors and to authorise their Directors to fix their remuneration.

Shareholders were informed that Mazars LLP, who are the Auditors of the Company, have expressed their willingness to continue in office.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes “FOR”	1,244,062,150	100%
Number of votes “AGAINST”	0	0%
Total number of votes cast	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 7 was declared carried and it was RESOLVED as an ordinary resolution:

“That Mazars LLP, be re-appointed as the Company’s Auditors at a remuneration to be determined by the Directors.”

**ANY OTHER BUSINESS**

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

**SPECIAL BUSINESS****RESOLUTION 8 – AUTHORITY TO ALLOT AND ISSUE SHARES**

The shareholders were informed that Resolution 8 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore, and Rule 806 of the Catalist Rules of the SGX-ST.

The results of the votes were as follows:

	<u>No. of Shares</u>	<u>In Percentage</u>
Number of votes "FOR" :	1,244,062,150	100%
Number of votes "AGAINST" :	0	0%
Total number of votes cast :	<u>1,244,062,150</u>	<u>100%</u>

Based on the votes cast, Resolution 8 was declared carried and it was RESOLVED as an ordinary resolution:

"That pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and subject to Rule 806 of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"), authority be given to the Directors of the Company to allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise, and/or make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be allotted and issued, including but not limited to 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 to such persons as the Directors may, in their absolute discretion, deem fit, and (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Ordinary Resolution was in force, provided that:

- (a) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments, made or granted pursuant to this Ordinary Resolution) to be issued pursuant to this Ordinary Resolution shall not exceed one hundred per centum (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of shares to be issued other than on a pro rata basis to all shareholders of the Company shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below);
- (b) (subject to such manner 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 (a) 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) in the capital of the Company at the time of the passing of this Ordinary Resolution, after adjusting for:
  - (i) new Shares arising from the conversion or exercise of convertible securities;

- (ii) new Shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Ordinary 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 Ordinary 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 the Constitution for the time being of the Company; and
- (d) (unless revoked or varied by the Company in general meeting), such authority continues 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.”

## **CONCLUSION**

There being no other business to transact, the Chairman declared the AGM of the Company closed at 11.10 a.m. and thanked everyone for their attendance.

Confirmed as True Record of Proceedings Held

Lai Kuan Loong, Victor  
Chairman