

KATRINA GROUP LTD.
Registration Number 201608344N
(the “Company”)

(Incorporated in the Republic of Singapore)

MINUTES OF ANNUAL GENERAL MEETING (“AGM”)

PLACE : AGM held by way of electronic means
DATE : Friday, 26 June 2020
TIME : 2.00 p.m.

1. CHAIRMAN

On behalf of the Board of Directors, Mr Alan Goh Keng Chian, the Executive Chairman and Chief Executive Officer (the “**Chairman**”) took the chair of the meeting and thanked members for taking their time to watch the AGM proceedings.

In line with the Ministry of Health’s regulations on safe distancing measures to minimize the risk of community spread of COVID-19, the AGM was conducted via “live” webcast.

The Chairman introduced Mr Tan Kong King, the Independent Director present at the meeting in person together with the Chief Financial Officer.

The Chairman introduced the following Directors present at the meeting via webcast together with the Company Secretarial Agent, the External Auditors and the Sponsor:

- (i) Ms Madaline Catherine Tan Kim Wah, the Executive Director;
- (ii) Mr Mah How Soon, the Lead Independent Director;
- (iii) Ms Joan Lau Sau Chee, the Independent Director; and
- (iv) Mr Goh Keng Hong, the Chief Operating Officer of Straits Organisation Pte. Ltd..

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the meeting to order at 2.00 p.m.

3. NOTICE

The Notice of Meeting dated 15 April 2020, having been made available to the shareholders by way of electronic communications and also by the Request Form in accordance with the provisions of the Company’s Constitution for the requisite period, was taken as read.

The Chairman informed the Shareholders that to be in line with the Rule 730A(2) of the SGX’s Catalist Rules, all motions tabled at this Meeting will be voted on by way of a poll pursuant to Regulation 71 of the Company’s Constitution. All the proposed motions would require a simple majority of votes for them to be carried.

The Chairman further informed the meeting that he had been appointed as proxy by certain members in his capacity as Chairman of the meeting and had voted according to such members’ instructions. The Company had appointed RHT Corporate Advisory Pte. Ltd. as polling agent and Corporate BackOffice Pte. Ltd. as scrutineer for the poll. The votes had been counted and verified by the scrutineer.

4. (RESOLUTION 1) DIRECTORS' STATEMENT AND FINANCIAL STATEMENTS

The Chairman presented the first item on the agenda which was to receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2019 together with Independent Auditors' Report thereon.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

5. (RESOLUTION 2) RE-ELECTION OF MR ALAN GOH KENG CHIAN AS DIRECTOR

As Resolution 2 was in relation to the re-election of the Chairman as a Director of the Company, the Chairman passed the chairmanship of the meeting to the Independent Director, Mr Tan Kong King.

Item 2 on the Notice was to seek shareholders' approval for the re-election of Mr Alan Goh Keng Chian, the Executive Chairman and Chief Executive Officer retiring pursuant to Regulation 117 of the Company's Constitution. Mr Alan Goh Keng Chian had indicated his consent to act in the office.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

Mr Tan Kong King passed the chairmanship of the meeting back to Mr Alan Goh Keng Chian.

6. (RESOLUTION 3) RE-ELECTION OF MS JOAN LAU SAU CHEE AS DIRECTOR

The next item on the Notice was to seek shareholders' approval for the re-election of Ms Joan Lau Sau Chee, the Independent Director retiring pursuant to Regulation 122 of the Company's Constitution. Ms Joan Lau Sau Chee had indicated her consent to act in the office.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

7. (RESOLUTION 4) RE-ELECTION OF MR TAN KONG KING AS DIRECTOR

The next item on the Notice was to seek shareholders' approval for the re-election of Mr Tan Kong King, the Independent Director retiring pursuant to Regulation 122 of the Company's Constitution. Mr Tan Kong King had indicated his consent to act in the office.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

8. (RESOLUTION 5) DIRECTORS' FEES

The next item on the agenda was to approve the payment of Directors' fees for the financial year ended 31 December 2019. The Board recommended the payment of Directors' fees of S\$121,000 for the financial year ended 31 December 2019 for Shareholders' approval.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

9. (RESOLUTION 6) RE-APPOINTMENT OF AUDITORS

The next item on the agenda was to re-appoint the auditors and to authorise the Directors to fix their remuneration. Ernst & Young LLP who are the auditors of the Company, had expressed their willingness to continue in office.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

10. (RESOLUTION 7) AUTHORITY TO ISSUE SHARES

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

The next item on the agenda was to seek shareholders' approval to authorise the Directors to issue new shares and convertible securities of the Company pursuant to Section 161 of the Companies Act, Cap. 50 and the Listing Manual. With the consent of the shareholders, the proposed ordinary resolution 7 stated at pages 124 to 125 of the Notice of Meeting was taken as read.

Based on the Scrutineer's certificate, the resolution was carried with 100% of the votes in favour of the resolution.

11. END OF MEETING

The Chairman informed that no notice was received in respect of any other business that may be properly transacted at the meeting. As such, the Chairman declared the meeting closed at 2.10 p.m..

Signed as a correct record

Alan Goh Keng Chian
Chairman of the Meeting