

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

(Incorporated in the Republic of Singapore)

**MINUTES OF ANNUAL GENERAL MEETING (“AGM”)**

**PLACE** : By way of electronic means  
**DATE** : Friday, 30 April 2021  
**TIME** : 11.12 a.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.

Due to the current COVID-19 situation and to minimise the risk of community spread of COVID-19, the AGM was conducted via “live” webcast.

The Chairman introduced the following Directors present at the meeting in person namely:

- i. Ms Madaline Catherine Tan Kim Wah, the Executive Director
- ii. Mr Tan Kong King, the Lead Independent Director
- iii. Ms Joan Lau Sau Chee, the Independent Director
- iv. Mr Tan Juay Hiang, the Independent Director

The Chairman also introduced the Chief Financial Officer, the External Auditors and the Company Secretarial Agent via live webcast.

Due to the technical error, the Sponsor was unable to join the live webcast.

**2. QUORUM**

Having ascertained that a quorum was present, the Chairman called the meeting to order at 11.12 a.m..

**3. NOTICE**

The Notice of Meeting dated 15 April 2021, having been made available to the shareholders by way of electronic communications 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 shareholders in his capacity as Chairman of the meeting and had voted according to such shareholders’ instructions. The Company has appointed B.A.C.S. Private Limited as polling agent and Finova BPO Pte. Ltd. as scrutineer for the poll. The votes had been counted and verified by the scrutineer.

**4. QUERIES RELATING TO THE ITEMS ON THE NOTICE OF AGM**

The Chairman informed that the Company did not receive any questions from shareholders relating to the Annual Report for the financial year ended 31 December 2020 (“**FY2020**”) prior to the AGM.

5. **(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 FY2020 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.

6. **(RESOLUTION 2) RE-ELECTION OF MS MADALINE CATHERINE TAN KIM WAH AS DIRECTOR**

The next item on the Notice was to seek shareholders' approval for the re-election of Ms Madaline Catherine Tan Kim Wah, the Executive Director retiring pursuant to Regulation 117 of the Company's Constitution. Ms Madaline Catherine Tan Kim Wah had indicated her consent to act in the office.

As Ms Madaline Catherine Tan Kim Wah is the Director of the Company, she has abstained from voting relating to the Resolution 2.

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

7. **(RESOLUTION 3) RE-ELECTION OF MR TAN JUAY HIANG AS DIRECTOR**

The next item on the Notice was to seek shareholders' approval for the re-election of Mr Tan Juay Hiang, the Independent Director retiring pursuant to Regulation 122 of the Company's Constitution. Mr Tan Juay Hiang 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 4) DIRECTORS' FEES**

The next item on the agenda was to approve the payment of Directors' fees for the FY2020. The Board recommended the payment of Directors' fees of S\$120,835 for the FY2020 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 5) 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. Messrs 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 6) 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 6 stated at pages 140 to 141 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 11.18 a.m..

Signed as a correct record

Alan Goh Keng Chian  
Chairman of the Meeting