

HUATIONG GLOBAL LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 201422395Z)
(the “Company”)

MINUTES OF ANNUAL GENERAL MEETING

Date : 26 April 2024

Time : 2:30 p.m.

Place : Raffles Marina, 10 Tuas West Dr, Singapore 638404

Present : As set out in the attendance records maintained by the Company

Chairman : Mr Ng Kian Ann Patrick

INTRODUCTION

The Chairman, Mr Ng Kian Ann Patrick, welcomed the shareholders to the Annual General Meeting of the Company (the “AGM”).

The Chairman introduced the members of the Board who were present at the AGM namely, Mr Ng Hai Liong, the Executive Chairman, Mr Ng Kian Yeow Vincent, the Chief Operating Officer and Executive Director, Mr Yap Kian Peng, the Lead Independent Director, Mr Cheang You Kong, Ms Gn Jong Yuh Gwendolyn and Mr Wong King Kheng, the Independent Directors, and Mr Tan Siew Hee, the Chief Financial Officer.

QUORUM

As the quorum was present, the Chairman declared the AGM open.

BUSINESS UPDATE

The Chairman provided a business update on the Company and its subsidiaries before proceeding to the business of the AGM. The corporate presentation slides that cover the Chairman’s business update have been published on SGXNet on 26 April 2024, as an attachment to the results announcement of the AGM.

NOTICE

The Chairman invited a representative of the Company Secretary to conduct the meeting on his behalf.

As the Annual Report together with the Notice of AGM were circulated to the shareholders by publication on SGXNET and the Company's website, the notice convening the AGM was taken as read.

VOTING AND QUESTIONS

It was noted that in accordance with Regulation 71(1) of the Company's Constitution, the Ordinary Resolutions put to vote at the AGM shall be decided on a poll.

CNP Business Advisory Pte. Ltd. and Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed as the Company's Scrutineer and Polling Agent, respectively. The Proxy Forms lodged were checked by the Company's Scrutineers, and found to be in order.

Shareholders were given the opportunity to submit questions by the deadline of 9.00 a.m. on Wednesday, 17 April 2024. The Company has addressed all substantial and relevant questions received from shareholders by the deadline in relation to the Ordinary Resolutions put to vote at the AGM and has published its responses on 20 April 2024.

During the AGM, shareholders were given the opportunity to ask questions.

ORDINARY BUSINESS

1. DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS - RESOLUTION 1

The AGM proceeded to receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2023 ("**FY2023**") together with the Auditors' Report thereon.

A Shareholder requested an explanation of the variance between the segment results for FY2023 and for the previous financial year ended 31 December 2022 ("**FY2022**") for the Company's dormitory business. Mr Tan Siew Hee ("**Mr Tan**") explained that the management of the Company (the "**Management**") had received feedback from shareholders who had observed high figures in the unallocated costs in the Company's previous annual reports and half-year reports. The Management had discussed with the Company's auditors (the "**Auditors**") to work out a more reasonable allocation basis for the different shared cost functions to the respective segments for a more meaningful allocation. Mr Yap Kian Peng ("**Mr Yap**") explained that the revised allocation basis has resulted in re-allocation of certain costs to its dormitory business, and this had no bearing on the Company's financials on a Group basis.

A Shareholder questioned that the allocation appeared to allocate the majority of the Company's unallocated expenses to the Company's dormitory business and whether it is a reasonable basis. Mr Tan explained that the Management had discussed with the Auditors to use a more reasonable allocation basis, to ensure that the segment results is more meaningful. Mr Tan commented that the Company's overall financial results remained the same using the new allocation.

A Shareholder commented that the Company's top line and bottom line may provide a different impression on the Company's segment profitability, as the Management's decision to allocate costs to another of the Company's division would boost that division. Mr Yap commented that this was a very technical matter, as most investors would focus on the Company's top line and bottom line. Mr Tan explained that a significant portion of the costs were due to functional departments that were not directly involved in the Company's business, and that the Company had exercised some judgement in determining its allocation. The Auditors added that they had previously highlighted the high unallocated amount and have been working hand in hand with the Management to work out a more reasonable allocation. The basis of the allocation is a matter of judgment by the Management and the half year numbers are unaudited.

A Shareholder commented that there should be a consistent way to allocate costs. Mr Tan reiterated that the Management had used a certain basis for FY2022 but had received feedback from shareholders and other stakeholders that the unallocated costs were significant. Mr Tan explained that the Management thus decided to find a more reasonable basis.

A Shareholder requested for more contract details of the Group's dormitory business. The Chairman explained that there was certain information the Company could not disclose due to confidentiality reasons. The Chairman provided an overview of the status and rationale of the Company's dormitory business.

A Shareholder requested a clarification on whether the Company's life insurance policies accrued to the Company. Mr Yap explained that if the life insurance policies were on the books, they would accrue to the Company. Mr Yap clarified that if the insurance policies benefitted the Directors, the policies would be considered as remuneration of the Directors. A Shareholder requested a further explanation on why the Company chose to borrow in United States Dollars ("USD") and incur a 5% interest, rather than Singapore Dollars ("SGD"). Mr Yap explained that he was of the view that an interest rate of 5% was low.

A Shareholder questioned why the Company with the higher cash balance, elected to keep its cash, and not pass it to the shareholders through dividends. The Chairman explained that the Company had adopted a more conservative position to maintain cash for existing projects due to high interest rates and market condition, and that the Company was also exploring opportunities in the market.

A Shareholder questioned whether the Company had any plans to diversify its business. The Chairman stated that the Company did not have a fixed plan for diversification and will release an announcement should there be any. The Chairman added that the Company's effort to grow the dormitory operations segment is to diversify the Group's business. The Management is also selective in any diversification efforts, as it can lead to losses if not managed properly.

A Shareholder commented that the Huatong Employee Share Option Scheme 2014 did not state the difference in the number of shares to be issued to key executives and to non-key executives. Mr Tan clarified that the share mandate resolution to authorise Directors to issue shares under the Huatong Employee Share Option Scheme 2014 was passed every year since 2015. Mr Yap clarified that additional procedures and shareholders resolutions would have to be obtained for the adoption of a new mandate for the Directors to issue shares to the key executives, and that the Directors with beneficial interest would have to abstain from voting.

As there were no further questions from shareholders relating to adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2023, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 129,410,500 shares voting for the motion, representing 99.39% of the total number of shares voting for and against the motion, 793,200 shares voting against the motion, representing 0.61% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 1 was resolved by a majority vote:

"THAT the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2023 together with the Auditors' Report thereon be and are hereby received."

2. DECLARATION OF DIVIDEND – RESOLUTION 2

The AGM proceeded to seek the approval of shareholders in relation to the declaration of a final one-tier tax-exempt dividend of S\$0.005 per ordinary share for the financial year ended 31 December 2023.

As there were no questions from shareholders relating to the declaration of dividend, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 130,203,700 shares voting for the motion, representing 100% of the total number of shares voting for and against the motion, 0 shares voting against the motion, representing 0% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 2 was resolved by a unanimous vote:

“THAT the tax-exempt (one-tier) final dividend of S\$0.005 per ordinary share for the financial year ended 31 December 2023 be and is hereby approved.”

3. RE-ELECTION OF DIRECTORS - RESOLUTIONS 3 TO 5

The AGM proceeded to seek the approval of shareholders in relation to the re-election of Directors.

Pursuant to Regulation 117 of the Company's Constitution, Mr Cheang You Kong (“**Mr Cheang**”) was retiring at the AGM and was eligible for re-election.

Pursuant to Regulation 122 of the Company's Constitution, Ms Gn Jong Yuh Gwendolyn (“**Ms Gn**”) and Mr Wong King Kheng (“**Mr Wong**”) were retiring at the AGM and were eligible for re-election.

3.1 RE-ELECTION OF MR CHEANG YOU KONG - RESOLUTION 3

The meeting noted that Mr Cheang, upon re-election, will remain as an Independent Director, Chairman of the Remuneration Committee, and a member of the Audit Committee and Nominating Committee. He will be considered independent for the purposes of Rule 704(7) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”).

As there were no questions from shareholders relating to the re-election of Mr Cheang, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 128,995,200 shares voting for the motion, representing 99.26% of the total number of shares voting for and against the motion, 957,900 shares voting against the motion, representing 0.74% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 3 was resolved by a majority vote:

“THAT Mr Cheang You Kong who retires in accordance with the Company's Constitution and being eligible for re-election, be and is hereby re-elected as an Independent Director of the Company.”

3.2 RE-ELECTION OF MS GN JONG YUH GWENDOLYN - RESOLUTION 4

The meeting noted that Ms Gn, upon re-election, will remain as an Independent Director and a member of the Audit Committee, Nominating Committee and Remuneration Committee. She will be considered independent for the purposes of Rule 704(7) of the SGX-ST Catalist Rules.

The motion was put to vote by way of a poll.

As there were no questions from shareholders relating to the re-election of Ms Gn, a Shareholder proposed the motion which was seconded by another Shareholder.

There were 129,896,100 shares voting for the motion, representing 99.96% of the total number of shares voting for and against the motion, 57,000 shares voting against the motion, representing 0.04% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 4 was resolved by a majority vote:

"THAT Ms Gn Jong Yuh Gwendolyn who retires in accordance with the Company's Constitution and being eligible for re-election, be and is hereby re-elected as an Independent Director of the Company."

3.3 RE-ELECTION OF MR WONG KING KHENG – RESOLUTION 5

The meeting noted that Mr Wong, upon re-election, will remain an Independent Director and a member of the Audit Committee, Nominating Committee and Remuneration Committee. He will be considered independent for the purposes of Rule 704(7) of the SGX-ST Catalist Rules.

A Shareholder requested Mr Wong to share his observations on the Company over the course of his directorship. Mr Wong remarked that the Management had been quite open and candid during the AGM. Mr Wong noted that the continuing dialogue between the Management and the shareholders was important, and that some of the discussions on unallocated costs were quite technical. Mr Wong remarked that the proposed Employee Share Option Scheme to be voted on at the Company's Extraordinary General Meeting was useful in attracting talented employees.

As there were no further questions from shareholders relating to the re-election of Mr Wong, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 129,896,100 shares voting for the motion, representing 99.96% of the total number of shares voting for and against the motion, 57,000 shares voting against the motion, representing 0.04% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 5 was resolved by a majority vote:

"THAT Mr Wong King Kheng who retires in accordance with the Company's Constitution and being eligible for re-election, be and is hereby re-elected as an Independent Director of the Company."

4. DIRECTORS' FEES - RESOLUTION 6

The Directors had, subject to shareholders' approval, recommended the payment of a sum of S\$165,000 as Directors' fees for the financial year ending 31 December 2024, payable half yearly in arrears (2023: S\$125,000).

The motion was put to vote by way of a poll.

As there were no questions from shareholders relating to the Directors' fees for the financial year ending 31 December 2024, a Shareholder proposed the motion which was seconded by another Shareholder.

There were 129,216,900 shares voting for the motion, representing 99.43% of the total number of shares voting for and against the motion, 736,200 shares voting against the motion, representing 0.57% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 6 was resolved by a majority vote:

"THAT the payment of a sum of S\$165,000 as Directors' fees for the financial year ending 31 December 2024, payable half yearly in arrears, be and is hereby approved."

5. RE-APPOINTMENT OF AUDITORS - RESOLUTION 7

Baker Tilly TFW LLP, Public Accountants and Chartered Accountants, Singapore, who are Independent Auditors of the Company, had expressed their willingness to continue in office.

As there were no questions from shareholders relating to the re-appointment of auditors, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 130,146,700 shares voting for the motion, representing 99.96% of the total number of shares voting for and against the motion, 57,000 shares voting against the motion, representing 0.04% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 7 was resolved by a majority vote:

"THAT Baker Tilly TFW LLP be re-appointed as auditors and the Board is authorised to fix their remuneration."

SPECIAL BUSINESS

6. AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY ("SHARES") – SHARE ISSUE MANDATE – RESOLUTION 8

Ordinary Resolution 8 is to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Catalist Rules.

As there were no questions from shareholders relating to the authority of the Directors to allot and issue shares, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 126,873,200 shares voting for the motion, representing 97.44% of the total number of shares voting for and against the motion, 3,330,500 shares voting against the motion,

representing 2.56% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 8 was resolved by a majority vote:

“That, pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Catalist Rules, authority be and is hereby given to the Directors of the Company 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 in their absolute discretion deem fit; and

- (b) *notwithstanding that the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution is in force, provided that:-*

- (1) *the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution), to be issued pursuant to this Resolution does not exceed one hundred per cent (100%) of the total number of issued Shares excluding treasury shares and subsidiary holdings of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent (50%) of the total number of issued Shares excluding treasury shares and subsidiary holdings of the Company (as calculated in accordance with sub-paragraph (2) below);*

- (2) *(subject to such manner of calculations 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 percentage of 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 of the Company at the time this Resolution is passed after adjusting for:-*

- (i) *new Shares arising from the conversion or exercise of any Instruments or any convertible securities;*
- (ii) *new Shares arising from exercising of share options or vesting of share awards, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and*
- (iii) *any subsequent bonus issue, consolidation or sub-division of Shares.*

Any adjustments made in accordance with sub-paragraphs (2)(i) or (2)(ii) above shall only be made in respect of new Shares arising from convertible securities and Instruments which were issued and outstanding and/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) and the Regulation for the time being of the Company; and

- (4) *(unless revoked or varied by the Company in general meeting), the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.”*

7. AUTHORITY TO ISSUE SHARES UNDER THE HUATONG EMPLOYEE SHARE OPTION SCHEME ADOPTED ON 18 NOVEMBER 2014 (THE “HUATONG EMPLOYEE SHARE OPTION SCHEME”) – RESOLUTION 9

Ordinary Resolution 9 is to authorise the Directors to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the Huatong Employee Share Option Scheme.

As there were no questions from shareholders relating to the authority of the Directors to issue shares under the Huatong Employee Share Option Scheme, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 126,873,200 shares voting for the motion, representing 97.44% of the total number of shares voting for and against the motion, 3,330,500 shares voting against the motion, representing 2.56% of the total number of shares voting for and against the motion and 0 shares abstained from voting on the motion. Accordingly, Ordinary Resolution 9 was resolved by a majority vote:

*“That pursuant to Section 161 of the Companies Act 1967, the Directors of the Company be authorised to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the Huatong Employee Share Option Scheme provided always that the aggregate number of new shares to be allotted and issued pursuant to the Huatong Employee Share Options Scheme, Huatong Performance Share Plan adopted on 18 November 2014 (“**Huatong Performance Share Plan**”), and all options granted under any other share option, share incentive, performance share or restricted share plan implemented by the Company shall not exceed fifteen per centum (15%) of the total number of issued shares (including treasury shares) in the capital of the Company from time to time, as determined in accordance with the provisions of the Huatong Employee Share Option Scheme.”*

8. AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE HUATONG PERFORMANCE SHARE PLAN – RESOLUTION 10

Ordinary Resolution 10 is to authorise the Directors to grant awards and to allot and issue shares under the Huatong Performance Share Plan in accordance with the provisions of the Huatong Performance Share Plan.

As there were no questions from shareholders relating to the authority of the Directors to grant allot and issue shares under the Huatong Performance Share Plan, a Shareholder proposed the motion which was seconded by another Shareholder.

The motion was put to vote by way of a poll.

There were 126,873,200 shares voting for the motion, representing 97.44% of the total number of shares voting for and against the motion, 3,330,500 shares voting against the motion, representing 2.56% of the total number of shares voting for and against the motion and 0 shares

abstained from voting on the motion. Accordingly, Ordinary Resolution 10 was resolved by a majority vote:

“That pursuant to Section 161 of the Companies Act 1967, the Directors of the Company be authorised and empowered to grant awards in accordance with the provisions of the Huatong Performance Share Plan and to allot and issue from time to time, such number of shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Huatong Performance Share Plan, provided always that the aggregate number of shares issued and issuable pursuant to vesting of awards granted under the Huatong Performance Share Plan, when added to (i) the number of shares issued and issuable in respect of all awards granted or awarded thereunder; and (ii) all shares issued and issuable in respect of all options granted or awards granted under the Option Scheme, all options granted under any other share option, share incentive, performance share or restricted share plan implemented by the Company for the time being in force, shall not exceed fifteen per centum (15%) of the total number of issued shares (including treasury shares) in the capital of the Company on the day preceding the relevant date of the award.”

CONCLUSION

There being no other business, the Chairman declared the AGM closed and thanked all shareholders who attended the AGM.

Certified as a True Record of Minutes

Ng Kian Ann Patrick
Chairman of the AGM

*This announcement has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “**Exchange**”) and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

The contact person for the Sponsor is Ms. Ng Shi Qing, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.