

BH GLOBAL CORPORATION LIMITED
明輝環球企業有限公司
(Incorporated in the Republic of Singapore)
(於新加坡註冊成立)
(the “Company”)
(簡稱「公司」)

MINUTES OF THE ANNUAL GENERAL MEETING (“AGM” or “Meeting”)
年度股東大會會議記錄

PLACE 地點	: The Boardroom, 8 Penjuru Lane, Singapore 609189 8 Penjuru Lane, Singapore 609189 會議室
DATE 日期	: Monday, 27 April 2026 2026 年 4 月 27 日 星期一
TIME 時間	: 3.00 p.m. 下午 3 點
PRESENT 出席	: Board of Directors 董事 1. Mr Vincent Lim Hui Eng – Executive Chairman and Chief Executive Officer 林翔寬先生-執行主席兼首席執行長 2. Mr Patrick Lim Hui Peng – Executive Director and Chief Operating Officer 林輝鵬先生-執行董事兼首席營運長 3. Mr Henry Tan Song Kok – Lead Independent Director 陳頌國先生(獨立董事) 4. Ms Juliana Lee Kim Lian – Independent Director 李金蓮女士(獨立董事) 5. Mr Kenneth Koh Leong Wie – Independent Director 許良煒先生(獨立董事)
	: The Proposed New Director 擬任新董事 1. Mr Lee Gee Aik 李宜益 先生
	: Chief Financial Officer (“CFO”) 集團財務長(“集團 CFO”) Mr Keegan Chua Tze Wee 蔡志偉先生
SHAREHOLDERS/ PROXIES/ INVITEES	: As set out in the Attendance List maintained by the Company 依公司保存的出席名單所示

股東/代理人/受邀人

Due to the restrictions on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the names of the shareholders and proxies present at the Meeting will not be published in this Minutes.

由於根據 2012 年個人數據保護法規定限制個人數據的使用，本會議記錄中將不予公布出席會議的股東和代理人的姓名。

CHAIRMAN 主席

Mr Vincent Lim Hui Eng, the Chairman of the Meeting (“**Chairman**”) and Board of Directors welcomed the shareholders of the Company (“**Shareholders**”) for their attendance.

林翺寬先生，大會及董事會主席（簡稱“**主席**”）對各位股東（簡稱“**股東**”）的出席表示歡迎。

The Chairman introduced all the Directors, the CFO as well as the proposed new Director and the Company’s advisers and representatives, namely the Internal Auditor – Virtus Assure Pte. Ltd., External Auditors – Baker Tilly TFW LLP, Company Secretaries, Share Registrar, Polling Agent, and Independent Scrutineer.

主席介紹了所有董事、財務長以及擬任新董事和公司顧問及代表，即內部稽核師 – Virtus Assure Pte. Ltd.、外部審計師 – Baker Tilly TFW LLP、公司秘書、股份登記員、投票代理人 and 獨立審查員。

QUORUM 法定人數

As a quorum was present, the Chairman declared the Meeting open at 3.00 p.m.

由於已達法定人數，主席宣布會議於下午 3 點開始。

NOTICE 通知

The Notice convening the Meeting, having been circulated to the Shareholders for the requisite statutory period was, with the concurrence of the Meeting, taken as read.

會議通知已依法定時間送達股東，經會議同意，視為已閱讀。

POLL VOTING 投票表決

It was noted that all the proposed resolutions at this Meeting were conducted by way of a manual poll. In.Corp Corporate Services Pte. Ltd. had been appointed as Polling Agent and Entrust Advisory Pte. Ltd. had been appointed as the Independent Scrutineer to count and verify the votes taken at the Meeting.

據悉，本次會議所有決議均以人工投票方式進行表決。In.Corp Corporate Services Pte. Ltd. 被任命為投票代理機構，Entrust Advisory Pte. Ltd. 被任命為獨立監票機構，負責統計和核實會議投票結果。

In order to facilitate the conduct of the Meeting, the poll was conducted after all the proposed resolutions at this Meeting had been proposed and seconded.

為便於會議順利進行，投票在所有擬議決議案提出並附議後進行。

It was noted that, as at the cut-off date for submission of questions, the Company had not received any questions from the Shareholders in relation to the resolutions tabled at the Meeting. 值得注意的是，截至提交問題截止日，公司尚未收到股東就本次會議提交的決議案提出的任何問題。

The Chairman presented a brief overview of the performance of the operations and market outlook of the Company together with its subsidiaries (the “**Group**”), followed by the CFO, Mr

Keegan Chua presented the financial highlights of the Group.

主席首先簡報公司及其附屬公司（簡稱「集團」）的經營績效和市場前景，之後由集團財務長蔡志偉先生簡報集團的財務亮點。

Following the presentation, the Chairman proceeded with the agenda of the Meeting.

上述簡報之後，主席宣布開始股東大會議程。

The Chairman tabled each of the proposed resolutions, which were then duly proposed by the Chairman and seconded by the respective shareholders.

主席將各項提案逐一提交表決，並獲得股東附議。

The Shareholders were invited to raise any question in respect of the proposed resolutions and no questions were raised during the Meeting.

股東們被邀請就擬議決議案提出任何提問，而會議期間無人提出任何問題。

Upon completion of the proceedings, the poll was conducted on 9 resolutions.

會議結束後，就 9 項決議進行了投票表決。

After the poll voting slips were handed to the Polling Agent, the Meeting was adjourned at 3.35 p.m. for the purpose of vote counting.

投票表決單交給投票代理人後，會議於下午 3 點 35 分休會，以便進行計票。

The Meeting was resumed at 4.11 p.m. The Chairman received the verified poll results from the Independent Scrutineer and proceeded to announce the results of the poll to the Shareholder as follows:

股東會於下午 4 點 11 分繼續。主席從獨立監票員收到經核實的投票結果，並向股東宣布了投票結果如下：

RESULTS OF THE POLL 投票結果

ORDINARY RESOLUTIONS: 普通決議案

		<u>No. of Shares</u> 投票數	<u>Percentage</u> 百分比
RESOLUTION 1	FOR 贊成	265,518,901	100%
決議案 1	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES 有效票總數	265,518,901	100%

		<u>No. of Shares</u> 投票數	<u>Percentage</u> 百分比
RESOLUTION 2	FOR 贊成	265,518,901	100%
決議案 2	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES 有效票總數	265,518,901	100%

<u>No. of Shares</u> 投票數	<u>Percentage</u> 百分比
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RESOLUTION 3	FOR 贊成	265,518,901	100%
決議案 3	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 4	FOR 贊成	265,518,901	100%
決議案 4	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 5	FOR 贊成	265,518,901	100%
決議案 5	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 6	FOR 贊成	265,518,901	100%
決議案 6	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 7	FOR 贊成	265,518,901	100%
決議案 7	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 8	FOR 贊成	265,518,901	100%
決議案 8	AGAINST 反對	0	0%
	TOTAL NO. OF VALID VOTES	265,518,901	100%
	有效票總數		

		<u>No. of Shares</u>	<u>Percentage</u>
		投票數	百分比
RESOLUTION 9	FOR 贊成	265,518,901	100%
決議案 9	AGAINST 反對	0	0%
TOTAL NO. OF VALID VOTES 有效票總數		265,518,901	100%

ORDINARY BUSINESS: 普通議案

ORDINARY RESOLUTION 1:

普通決議案 1:

DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 AND THE AUDITOR'S REPORT

本公司截至 2025 年 12 月 31 日止財政年度的董事聲明及經審計財務報表及審計師報告

The following Ordinary Resolution 1 was proposed and seconded:

提案以下普通決議案 1 並獲得附議。

“RESOLVED that the Directors’ Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2025 and the Auditor’s Report thereon be and are hereby received and adopted.”

“茲決議核覆及承認本公司截至 2025 年 12 月 31 日止財政年度的董事聲明和經審計的財務報表以及審計師報告書。”

Based on the results of the poll, the Chairman declared Ordinary Resolution 1 carried unanimously.

根據投票結果，主席宣布以下普通決議案 1 獲得一致通過：

ORDINARY RESOLUTION 2:

普通決議案 2:

DIRECTORS' FEES OF S\$185,000 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

2025 年 12 月 31 日截止財政年度董事酬勞新幣 185,000 元

The following Ordinary Resolution 2 was proposed and seconded:

提案以下普通決議案 2 並獲得附議。

“RESOLVED that approval be and is hereby given for the payment of S\$185,000 to the Directors as Directors’ Fees for the financial year ended 31 December 2025.”

“茲決議批准支付全體董事新幣 185,000 元，作為截至 2025 年 12 月 31 日止財政年度的董事酬勞。”

Based on the results of the poll, the Chairman declared Ordinary Resolution 2 carried unanimously.

根據投票結果，主席宣布以下普通決議案 2 獲得一致通過：

ORDINARY RESOLUTION 3:

普通決議案 3:

APPOINTMENT OF MR LEE GEE AIK AS DIRECTOR OF THE COMPANY

委任李宜益先生擔任公司董事

It was noted that Mr Lee Gee Aik would, upon appointment as an Independent Director of the Company, serve as the Chairman of the Audit Committee, as well as a member of the Nominating Committee and Remuneration Committee.

據悉，李宜益先生獲委任為公司獨立董事後，將擔任審計委員會主席，並兼任提名委員會及薪酬委員會委員。

It was further noted that Mr Lee Gee Aik was considered independent for the purpose of Rule 704 Sub-Section 8 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“Listing Rules”).

另據悉，根據新加坡證券交易所上市規則（簡稱「上市規則」）第 704 條第 8 款的規定，李宜益先生被視為獨立董事。

The following Ordinary Resolution 3 was proposed and seconded:

提案以下普通決議案 3 並獲得附議。

“RESOLVED that Mr Lee Gee Aik be appointed as Director of the Company pursuant to Regulation 89 of the Company’s Constitution.”

“茲決議批准根據公司章程第 89 條規定，委任李宜益先生出任公司董事。”

Based on the results of the poll, the Chairman declared Ordinary Resolution 3 carried unanimously.

根據投票結果，主席宣布以下普通決議案 3 獲得一致通過：

ORDINARY RESOLUTION 4:

普通決議案 4:

RE-ELECTION OF MS JULIANA LEE KIM LIAN AS DIRECTOR OF THE COMPANY

改選李金蓮女士連任公司董事

It was noted that Ms Juliana Lee Kim Lian retired pursuant to Regulation 104 of the Company’s Constitution. She, being eligible, had offered herself for re-election as Director of the Company.

據悉，李金蓮女士已根據公司章程第 104 條規定退休。她符合資格並已毛遂自薦再次連任公司董事。

The following Ordinary Resolution 4 was proposed and seconded:

提案以下普通決議案 4 並獲得附議。

“RESOLVED that Ms Juliana Lee Kim Lian be re-elected as Director of the Company.”

“茲決議李金蓮女士改選連任公司董事。”

Based on the results of the poll, the Chairman declared Ordinary Resolution 4 carried unanimously.

根據投票結果，主席宣布以下普通決議案 4 獲得一致通過：

RETIREMENT OF MR HENRY TAN SONG KOK AS DIRECTOR OF THE COMPANY

陳頌國先生卸任公司董事

The item 5 of the agenda is to note the retirement of Mr Henry Tan Song Kok as Director of the Company upon the conclusion of this AGM.

第五項議程內容為：陳頌國先生將於本次股東大會結束後卸任公司董事。

It was noted that Mr Henry Tan Song Kok had served as an Independent Director of the Company and would be reaching the nine-year tenure limit from the date of his first appointment. In compliance with the Listing Rules, which prescribed a nine-year tenure limit for independent directors, he would step down as an Independent Director of the Company upon the conclusion of this AGM.

據悉，陳頌國先生曾擔任公司獨立董事，自首次獲委任之日起，任期已屆滿九年。根據上市規則中關於獨立董事九年任期的規定，陳頌國先生將於本次股東大會結束後卸任公司獨立董事職務。

Upon the retirement of Mr Henry Tan Song Kok as Director of the Company, he relinquished his respective positions as the Chairman of the Audit Committee as well as a Member of the Nominating Committee and Remuneration Committee.

陳頌國先生卸任公司董事後，亦將卸任其擔任的審計委員會主席、提名委員會委員及薪酬委員會委員等職務。

On behalf of the Board of Directors of the Company, the Chairman expressed his appreciation to Mr Henry Tan Song Kok for his extensive and valuable contributions to the Company during his tenures as Director of the Company.

公司董事長謹代表董事會，對陳頌國先生在擔任公司董事期間為公司做出的卓越貢獻表示衷心感謝。

ORDINARY RESOLUTION 5:

普通決議案 5:

RE-APPOINTMENT OF MESSRS BAKER TILLY TFW LLP AS AUDITORS OF THE COMPANY

續聘 MESSRS BAKER TILLY TFW LLP 為本公司審計師

It was noted that the retiring Auditors, Messrs Baker Tilly TFW LLP had expressed their willingness to continue in office.

據悉，現任審計師 Baker Tilly TFW LLP 已表示願意繼續任職。

The following Ordinary Resolution 5 was proposed and seconded:

提案以下普通決議案 5 並獲得附議。

“RESOLVED that Messrs Baker Tilly TFW LLP be and are hereby re-appointed as Auditors of the Company for the ensuing year and that the Directors be authorised to fix their remuneration.”

“茲決議續聘 Messrs Baker Tilly TFW LLP 為本公司審計師及授權董事釐定其酬金”

Based on the results of the poll, the Chairman declared Ordinary Resolution 5 carried unanimously.

根據投票結果，主席宣布以下普通決議案 5 獲得一致通過：

SPECIAL BUSINESS: 特別議案:

ORDINARY RESOLUTION 6:

普通決議案 6:

SHARE ISSUE MANDATE

股份發行授權

The Chairman informed that Ordinary Resolution 6 was to seek the Shareholders' approval for the general mandate for the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Rules.

主席報告議程第 6 決議案為根據公司法 1967 第 161 條和新加坡交易所上市手冊第 806 條規定，徵求股東授權董事配售和發行股票。

Ordinary Resolution 6 was set out under item 7 of the Notice of the Meeting dated 10 April 2026 was proposed and seconded.

提案 2026 年 4 月 10 日會議通知第 7 項所列的普通決議 6 號並獲得附議。

Based on the results of the poll, the Chairman declared the following Ordinary Resolution 6 carried unanimously:

根據投票結果，主席宣布以下普通決議案 6 獲得一致通過：

“RESOLVED that pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”) and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), authority be given to the Directors of the Company to issue shares (“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 issued, including but not limited to the creation and issue of (as well as adjustments to) 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 provided that:

“決議通過根據公司法 1967 第 161 節（“公司法”）及新加坡交易所（“SGX-ST”）上市手冊第 806 條，授權本公司董事隨時按該等條款及條件向董事認為合適的人士發行股份，不論透過增資股、紅利股或其他方式發行股份（“股份”），及/或作出或釋出可能或將須發行股份的要約、協議或購股權（統稱“工具”），包括但不限於首發及發行（以及調整）認股權證、債券或其他可轉換為股份的工具，惟：

- (a) ***the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does 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 at the time of the passing of this Resolution, of which the aggregate number of Shares and convertible securities to be issued other than on a pro-rata basis to all shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the share capital of the Company;***

股份總數（包括根據本項決議案作出或授出的工具將予發行的股份）不得超過在通過本項決議案當日本公司股本中已發行股份總數（不包括庫藏股份及子公司持股）的百分之五十（50%），其中發行給本公司全體股東的股份及可換股證券的總數（不包括按

比例發行者)不得超過本公司股本中已發行股份總數(不包括庫藏股份及子公司持股)的百分之二十(20%);

- (b) (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 (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) of the Company as at the date of the passing of this Resolution, after adjusting for:

(根據新交所規定的計算方式)為了確定(a)段可發行的股份總數,已發行股份總數(不包括庫藏股份及子公司持股)應根據本公司通過本項決議案當日的已發行股份總數(不包括庫藏股份及子公司持股)計算,並就下列事項作出調整:

- (i) new Shares arising from the conversion or exercise of convertible securities;

因轉換或行使可換股證券而產生的新股;

- (ii) 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 Listing Manual of the SGX-ST; and

因行使購股權或授予股份獎勵而產生的新股,但期權或獎勵是按照新交所上市手冊第8章第8部分授予的:和

- (iii) any subsequent bonus issue, consolidation or subdivision of Shares;

任何其後的紅利股發行、合併或分拆;

adjustments in accordance with sub-paragraphs (i) and (ii) 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 and, in relation to an Instrument, the number of Shares shall be taken to be that number as would have been issued had the rights therein been fully exercised or effected on the date of the making or granting of the Instrument;

上述(i)和(ii)小段的調整,只針對本決議通過時已發行、未發行或當時已存在的可轉換證券、股票期權或股份獎勵產生的新股,且就工具而言,如果該股在工具製作或授予之日權利已充分行使或生效,則股份數量應視為已發行的股數;

- (c) and that such authority shall, unless revoked or varied by the Company in general meeting, continue in force until:

除非經本公司於股東大會上撤回或修訂,該等權力須繼續生效,直至:

- (i) the conclusion of the Company's next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; or

本公司下屆年度股東大會結束時或法律規定本公司必須舉行下屆年度股東大會日期,以較早者為準;或

- (ii) in the case of Shares to be issued in accordance with the terms of convertible securities issued, made or granted pursuant to this Resolution, until the issuance of such Shares in accordance with the terms of such convertible securities."

根據本決議案發行、做出或授予可轉換證券條款所發行的股份,直至這些股份按照可轉換證券條款發行。"

ORDINARY RESOLUTION 7:

普通決議案 7:

AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE BH GLOBAL CORPORATION PERFORMANCE SHARE PLAN 2020

授權根據明輝環球企業 2020 年績效股計劃配售和發行股票

The Chairman informed the Meeting that Ordinary Resolution 7 was to seek shareholders' approval to authorise the Directors of the Company to allot and issue shares pursuant to the vesting of awards under the BH Global Corporation Performance Share Plan 2020 and pursuant to Section 161 of the Companies Act 1967.

主席報告，議程普通決議案 7 是關於授權董事根據明輝環球企業 2020 年績效股計劃配售和發行獎勵股份，及根據公司法 1967 第 161 條行使根據該計劃授予的選擇權而進行配售和發行股份。

Ordinary Resolution 7 was set out under item 8 of the Notice of the Meeting dated 10 April 2026 was proposed and seconded.

提案 2026 年 4 月 10 日會議通知第 8 項所列的普通決議 7 號已獲得附議。

Based on the results of the poll, the Chairman declared the following Ordinary Resolution 7 carried unanimously:

根據投票結果，主席宣布以下普通決議案 7 獲得一致通過：

“RESOLVED that pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”), approval be and is hereby given to the Directors of the Company to allot and issue from time to time such number of new Shares in the share capital of the Company as may be required to be issued pursuant to the vesting of awards under the BH Global Corporation Performance Share Plan 2020 (the “PSP 2020”), provided always that the aggregate number of additional new Shares to be allotted and issued pursuant to the PSP 2020 and other share scheme(s) to be implemented by the Company (if any) shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time, and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.”

“茲決議通過根據 1967 公司法第 161 條(“公司法”)，通過並授權公司董事得根據明輝環球企業 2020 年績效股計劃(“PSP 2020”) 授予的獎勵可要求在公司資本額內不定時配售和發行新股。然根據 PSP 2020 和公司將要實施的其他股份計劃配售和發行新增新股總數(如有)不得超過公司不定時已發行股份(不包括庫藏股和子公司持股)總數的 15%(15%)，且該授權，除非公司在股東大會上撤或變更，否則持續有效，直至公司下一次 AGM 結束或法律規定公司下一屆召集 AGM 之日期為止(以時間較早者為準)。”

ORDINARY RESOLUTION 8:

普通決議案 8:

AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE BH GLOBAL CORPORATION EMPLOYEE SHARE OPTION SCHEME 202

授權根據明輝環球企業 2020 年員工股購股權計畫配售和發行股票

The Chairman informed that Ordinary Resolution 8 was to seek shareholders' approval to authorise the Directors of the Company to allot and issue shares pursuant to the exercise of options granted in accordance with the provisions of the BH Global Corporation Employee Share Option Scheme 2020 and pursuant to Section 161 of the Companies Act 1967.

主席宣布，第 8 號普通決議案旨在尋求股東批准，授權公司董事根據明輝環球企業有限公司員工股票選擇權計劃 2020 的規定以及 1967 年公司法第 161 條的規定，分配和發行股份，以換取行使選擇權。

Ordinary Resolution 8 was set out under item 9 of the Notice of the Meeting dated 10 April 2026 was proposed and seconded.

提案 2026 年 4 月 10 日會議通知第 9 項所列的普通決議案 8 號已獲得附議。

Based on the results of the poll, the Chairman declared the following Ordinary Resolution 8 carried unanimously:

根據投票結果，主席宣布以下普通決議案 8 獲得一致通過：

“RESOLVED that pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”), approval be and is hereby given to the Directors of the Company to allot and issue from time to time such number of new Shares in the share capital of the Company as may be required to be issued pursuant to the exercise of options granted in accordance with the provisions of the BH Global Corporation Employee Share Option Scheme 2020 (the “ESOS 2020”), provided always that the aggregate number of the ESOS 2020 Shares and other share scheme(s) to be implemented by the Company (if any) shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time, and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.”

“決議通過根據 1967 公司法第 161 條(“公司法”)，通過並授權公司董事得根據明輝環球企業 2020 年員工股票選擇權計劃(“ESOS 2020”)執行根據規定授予的購股權獎勵，可要求在公司資本額內不定時配售和發行新股。然根據 ESOS 2020 配售和發行新增新股總數不得超過公司不定時已發行股份(不包括庫藏股和子公司持股)總數的 15%(15%)，且該授權，除非公司在股東大會上撤或變更，否則持續有效，直至公司下一次 AGM 結束或法律規定公司下一屆召集 AGM 之日期為止，以時間較早者為準。”

ORDINARY RESOLUTION 9:

普通決議案 9:

THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE

擬議續期股份購買授權

The Chairman informed that Ordinary Resolution 9 was to seek shareholders' approval for the Renewal of the Share Purchase Mandate.

主席報告，第 9 號普通決議案旨在尋求股東批准續簽股份購買授權。

Ordinary Resolution 9 was set out under item 10 of the Notice of the Meeting dated 10 April 2026 was proposed and seconded.

提案 2026 年 4 月 10 日會議通知第 10 項所列的普通決議 9 號已獲得附議。

Based on the results of the poll, the Chairman declared the following Ordinary Resolution 9 carried unanimously:

根據投票結果，主席宣布以下普通決議案 9 獲得一致通過：

“RESOLVED THAT:

“決議通過:

- (a) **for the purposes of Sections 76C and 76E of the Companies Act 1967 (the “Companies Act”), and such other laws and regulations as may for the time being be applicable, approval be and is hereby given for the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued and fully paid ordinary shares in the Company (the “Shares”) not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:**

依照新加坡公司法(簡稱“公司法”)第76C和76E節,和目前可適用的其他法律和法規,公司董事可在此批准授權或購買公司已發行且繳足股款的普通股 (“股份”),但不得超過規定總額上限(定義如下),價格(定義如下)由公司董事決定且透過以下方式不定時調高至最高上限:

- (i) **market purchases (each a “Market Purchase”) on the Singapore Exchange Securities Trading Limited (“SGX-ST”); and/or**
在新加坡交易所(簡稱“SGX-ST”)進行市場購買(每次“市場購買”);及/或
- (ii) **off-market purchases (each an “Off-Market Purchase”) effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,**
場外購買(每次“場外購買”),根據公司董事在其認為適當的情況下可能確定或製定的任何平等准入方案,在SGX-ST以外進行,且須滿足公司法規定的所有條件,

and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “Share Purchase Mandate”);
並根據當時適用的所有其他法律,法規和 SGX-ST辦法,並在此獲得一般性和無條件的授權和批准(“股份購買授權”);

- (b) **unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate in paragraph (a) of this resolution may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the date of the passing of this resolution and expiring on the earlier of:**
除非公司於股東大會中變更或撤銷,否則公司董事可隨時且自本議案通過之日起至到期日或以下提前到期的期間內不定時行使根據本決議案(a)小段股份購買授權所賦予公司董事的權力:

- (i) **the date on which the next AGM of the Company is held;**
下一次公司召開年度股東大會的日期
- (ii) **the date by which the next AGM of the Company is required by law to be held;**

法律要求公司下一次召開年度股東大會的日期;

- (iii) **the date on which purchases or acquisitions of Shares are carried out to the full extent mandated pursuant to the Share Purchase Mandate; or**

在授權範圍內最大限度購買或收購股份的日期;或

- (iv) **the date on which the authority conferred by the Share Purchase Mandate is varied or revoked by the Company in general meeting, (the “Relevant Period”);**

股份購買授權所載權力被改變或撤銷的日期;

(Collectively, the “Relevant Period”);

(統稱“相關期間”)

- (c) **in this resolution:**

在本決議案中:

“Prescribed Limit” means, subject to the Companies Act, ten per centum (10%) of the total number of issued Shares of the Company as at the date of the passing of this resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the total number of issued Shares of the Company shall be taken to be the total number of issued Shares of the Company as altered after such capital reduction. Any Shares which are held as Treasury Shares will be disregarded for the purposes of computing the ten per centum (10%) limit; and

“規定限額”是指在公司法允許下,於本決議案通過日之公司已發行股份總數的百分之十(10%),除非公司根據公司法有關條款,在相關期間內的任何時間減持公司股本,否則公司已發行股份總數將被視為減資後本公司已發行股份總數。任何以庫藏股方持有的股票,在計算百分之十(10%)限制時將不列入計算;及

“Maximum Price”, in relation to a Share to be purchased or acquired pursuant to the Share Purchase Mandate, means an amount (excluding brokerage, commission, stamp duties, clearance fees, applicable goods and services tax and other related expenses) not exceeding:

“最高價格”,與購買股份或根據股份購買授權收購有關,指金額不超過(不包括經紀、傭金、印花稅、結算費、適用的消費稅和其他相關費用):

- (i) **in the case of a Market Purchase, one hundred and five per centum (105%) of the Average Closing Price (as defined hereinafter); and**

如果是從市場購買,為平均收盤價(如下稱)的百分之一百零五(105%);及

- (ii) **in the case of an Off-Market Purchase pursuant to an equal access scheme, one hundred and twenty per centum (120%) of the Average Closing Price (as defined hereinafter),**

如果是根據平等准入方案進行場外購買,則為平均收盤價(如下稱)的百分之一百二十(120%)

where:

然而:

“Average Closing Price” means the average of the closing market prices of the Shares over the last five (5) Market Days on the SGX-ST, on which transactions in the Shares were recorded, before the day of the Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made;
“平均收盤價”是指是指公司於市場購買日前在 SGX-ST 過去五個營業日有交易紀錄的股票平均收盤價, 或有時是根據場外購買進行要約的日期, 及被視為針對在相關5天期間及購買日當天所發生的任何公司行為進行調整;

“day of the making of the offer” means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from its Shareholders, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;
and

“要約日”是指公司宣佈有意向股東購買或收購股份的當天, 其中說明每股購買價格 (不得超過上述計算的最高價) 和進行場外收購的平等准入方案相關條款; 及

“Market Day” means a day on which the SGX-ST is open for trading in securities;
“營業日”是指SGX-ST 開放證券交易的日子;

- (d) **the Directors of the Company be and are hereby authorised to deal with the Shares purchased or acquired by the Company pursuant to the Share Purchase Mandate in any manner as they think fit, which is permissible under the Companies Act;**
and

公司法允許公司董事有權以他們認為合適的方式根據股份購買或收購授權處理公司所購買或收購的股票; 及

- (e) **the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this resolution.”**

公司董事在此獲授權完成及執行所有此類行為和事項 (包括執行可能需要的文件), 因為他們認為透過本決議案讓預期的交易生效是權宜且必要的。”

CONCLUSION 會議結束

There being no other business, the Chairman declared the Meeting closed at 4.12 p.m. and thanked everyone for their attendance and support.

由於沒有其他議案, 主席宣佈股東大會於下午 4 時 12 分結束, 並感謝大家的出席。

Confirmed as True Record of Proceedings
確認舉行的議程為真實記錄

Mr Vincent Lim Hui Eng
林翔寬先生
Chairman of the Meeting
會議主席