

**ACROMETA GROUP LIMITED**  
(Company Registration No. 201544003M)  
(Incorporated in the Republic of Singapore)  
(the “**Company**”)

**MINUTES OF ANNUAL GENERAL MEETING**

<b>PLACE</b>	:	4 Kaki Bukit Avenue 1, #04-04 Kaki Bukit Industrial Estate, Singapore 417939
<b>DATE</b>	:	30 January 2023
<b>TIME</b>	:	10.07 a.m.
<b>PRESENT</b>	:	As set out in the attendance records maintained by the Company
<b>IN ATTENDANCE</b>	:	As set out in the attendance records maintained by the Company
<b>CHAIRMAN</b>	:	Mr Lim Say Chin

**QUORUM**

The Chairman welcomed shareholders to the Annual General Meeting (“**Meeting**” or “**AGM**”) at 4 Kaki Bukit Avenue 1 #04-04 Kaki Bukit Industrial Estate, Singapore 417939. There being a quorum present, The Chairman called the Meeting to order at 10:07 a.m.

**INTRODUCTION**

The Chairman proceeded to introduce the members of the Board to those present at the Meeting.

**NOTICE**

The Chairman informed the Meeting that Notice of AGM had been sent to members. Pertinent information relating to the proposed Resolutions tabled for the AGM were set out in the Notice of AGM dated 13 January 2023. As such, the Notice convening the meeting was taken as read.

Proxy forms lodged have been checked and are in order.

The Chairman informed the Meeting that the Company did not receive any questions from any shareholders prior to the AGM. However, the Company had on 25 January 2023 addressed and published its responses to the Securities Investors Association (Singapore)’s questions via the Company’s website and SGXNet.

**VOTING AND RESOLUTIONS BY POLL**

The Chairman informed the Meeting that all Resolutions as set out in the Notice of AGM will be voted by way of poll in accordance with Regulation 83 of the Company’s Constitution and Rule 730A of the Catalist Rules of the Singapore Exchange Securities Trading Limited (“**Catalist Rules**”).

The poll would be conducted after the formalities of the Meeting and all resolutions had been proposed and seconded.

The Chairman informed the Meeting that In.Corp Corporate Services Pte. Ltd. was appointed as the Polling Agent and Agile 8 Advisory Pte Ltd was appointed as Scrutineer for the poll. A representative from Agile 8 Advisory gave an explanation to the shareholders on the poll voting procedure before proceeding with the business of the Meeting.

**ORDINARY BUSINESSES:**

**1. RESOLUTION 1 – AUDITED FINANCIAL STATEMENTS TOGETHER WITH DIRECTORS’ STATEMENT AND INDEPENDENT AUDITORS’ REPORT**

The Meeting proceeded to receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 September 2022 together with the Directors’ Statement and the Independent Auditors’ Report thereon.

The Chairman invited shareholders to raise any questions on the audited Financial Statements. There was no question raised by the shareholders.

The following motion was proposed by the Chairman and seconded by Mr Sim Chor Chye, a shareholder of the Company:

“That the Audited Financial Statements for the financial year ended 30 September 2022, together with the Directors’ Statement and Independent Auditors’ Report be and is hereby received and adopted.”

The motion was put to vote by poll at the end of the Meeting.

**2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR**

As the second item on the agenda was the re-election of Mr Lim Say Chin as a Director of the Company pursuant to Regulation 108 of the Company’s Constitution, Mr Chew Chee Keong (“**Mr Chew**”) was requested to take conduct of Resolution 2 of the Meeting.

The following motion was proposed by the Chairman and seconded by Ms Cheah Lai Min, a shareholder of the Company:

“That Mr Lim Say Chin, who was retiring as a Director of the Company pursuant to Regulation 108 of the Company’s Constitution, be and is hereby re-elected as a Director of the Company.”

The motion was put to vote by poll at the end of the Meeting.

Mr Chew returned the conduct of the Meeting to the Chairman.

**3. RETIREMENT OF DIRECTOR**

The Chairman informed the Meeting that the next agenda was to note the retirement of Mr Goi Chew Leng as a Director of the Company who was retiring pursuant to Regulation 108 of the Company’s Constitution and will not be seeking for re-election. Upon his retirement, he relinquished his position as Non-Executive Non-Independent Director of the Company and a member of Audit Committee, Nominating Committee and Remuneration Committee.

The Board extended its appreciation to Mr Goi Chew Leng for his invaluable contributions and dedication to the Board and the Group.

**4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR**

Mr Mahtani Bhagwandas who was retiring pursuant to Regulation 118 of the Company’s Constitution, had consented to continue in office. Mr Mahtani Bhagwandas upon re-election as a Director of the Company, will remain as Independent Director, Chairman of Nominating Committee,

a member of the Audit and Remuneration Committees. Mr Mahtani Bhagwandas will be considered independent pursuant to Rule 704(7) of the Catalist Rules.

The following motion was proposed by the Chairman and seconded by Mr Sim Chor Chye, a shareholder of the Company:

“That Mr Mahtani Bhagwandas who was retiring as a Director of the Company pursuant to Regulation 118 of the Company’s Constitution, be and is hereby re-elected as a Director of the Company.”

The motion was put to vote by poll at the end of the Meeting.

**5. RESOLUTION 4 – DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2022**

The Chairman informed the Meeting that the Board had recommended the payment of Directors’ fees of S\$158,550 for the financial year ended 30 September 2022.

The following motion was proposed by the Chairman and seconded by Mr Leong Wei Quan, a shareholder of the Company:

“That the Board has recommended the payment of Directors’ fees of S\$158,550.00 for the financial year ended 30 September 2022.”

The motion was put to vote by poll at the end of the Meeting.

**6. RESOLUTION 5 – RE-APPOINTMENT OF AUDITORS**

The retiring auditors, Deloitte & Touche LLP, had expressed their willingness to continue in office.

The following resolution was proposed by the Chairman and seconded by Mr Sim Chor Chye, a shareholder of the Company:

“That Deloitte & Touche LLP be and is hereby re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

The motion was put to vote by poll at the end of the Meeting.

**7. ANY OTHER BUSINESS**

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

**SPECIAL BUSINESSES:**

**8. RESOLUTION 6 – AUTHORITY TO ALLOT AND ISSUE SHARES**

The Chairman informed the Meeting that Resolution 6, if passed, will empower the Directors from the date of this Meeting until the date of the next AGM to issue shares and convertible securities not exceeding the quantum as set out in this resolution.

The following motion was proposed by the Chairman and seconded by Mr Sim Chor Chye, a shareholder of the Company:

"That the Directors be authorised to allot and issue Shares and/or Instruments in the capital of the Company pursuant to Section 161 of the Companies Act 1967 and the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the "SGX-ST"), (the **Catalist Rules**") as set out under item 8 of the Notice of AGM."

The motion was put to vote by poll at the end of the Meeting.

**9. RESOLUTION 7 – AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE ACROMETA PERFORMANCE SHARE PLAN**

The Chairman reminded that the shareholders who are entitled to participate in the AcroMeta Performance Share Plan, should abstain from voting on this resolution.

The Chairman informed the Meeting that Resolution 7, if passed, will empower the Directors from the date of this Meeting until the date of the next AGM to grant awards and to issue shares under the AcroMeta Performance Share Plan not exceeding the quantum as set out in this resolution.

The following motion was proposed by the Chairman and seconded by Mr Sim Chor Chye, a shareholder of the Company:

"That the Directors be authorised to offer and grant awards and to issue shares pursuant to AcroMeta Performance Share Plan as set out under item 9 of the Notice of AGM."

The motion was put to vote by poll at the end of the Meeting.

**10. RESOLUTION 8 – RENEWAL OF THE SHARE PURCHASE MANDATE**

The Chairman informed the Meeting that Resolution 8, if passed, will empower the Directors of the Company to make purchases or otherwise acquire the Company's issued Shares from time to time subject to and in accordance with the guidelines set out in the Circular accompanying the Notice of AGM. The maximum number of shares which the Company may repurchase under this resolution shall not exceed the quantum set out in the resolution.

The following motion was proposed by the Chairman and seconded by Mr Teh Cheng Guan, a shareholder of the Company:

"That the renewal of Share Purchase Mandate as set out under item 10 of the Notice of AGM be approved."

The motion was put to vote by poll at the end of the Meeting.

**CONDUCT OF POLL**

As all the motions had been proposed and seconded, the Chairman proceeded with the formalities of conducting the polls on the proposed resolutions. The Chairman reminded the shareholders to complete and sign on the voting slip before handing over to the Scrutineers or polling agent for counting, after which the Chairman adjourned the Meeting for the votes to be counted.

**POLLING RESULTS**

The Chairman re-convened the Meeting for the results of the poll after the votes for all the resolutions had been counted and verified. The Chairman announced the results of the poll for all resolutions and declared that they were all carried (results of all resolutions are listed below):

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
<b>Ordinary Business</b>					
<b><u>Resolution 1</u></b> Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 30 September 2022 together with the Independent Auditors' Report thereon	72,202,845	72,202,845	100.00	0	0.00
<b><u>Resolution 2</u></b> Re-election of Mr Lim Say Chin as a Director of the Company	72,202,845	72,202,845	100.00	0	0.00
<b><u>Resolution 3</u></b> Re-election of Mr Mahtani Bhagwandas as a Director of the Company	72,202,845	72,202,845	100.00	0	0.00
<b><u>Resolution 4</u></b> Approval of Directors' fees of S\$158,550.00 for the financial year ended 30 September 2022	72,202,845	72,202,845	100.00	0	0.00
<b><u>Resolution 5</u></b> Re-appointment of Deloitte & Touche LLP as independent auditors of the Company	72,202,845	72,202,845	100.00	0	0.00
<b>Special Business</b>					
<b><u>Resolution 6</u></b> Authority to allot and issue shares	72,202,845	72,202,845	100.00	0	0.00

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
<b><u>Resolution 7</u></b> Authority to allot and issue shares pursuant to the AcroMeta Performance Share Scheme	72,027,545	72,027,545	100.00	0	0.00
<b><u>Resolution 8</u></b> Renewal of the Share Purchase Mandate	72,202,845	72,202,845	100.00	0	0.00

**CONCLUSION**

There being no other business to transact, the Chairman of the Meeting declared the Meeting closed at 10:50 a.m. and thanked everyone for their attendance.

**CONFIRMED AS A TRUE RECORD OF THE PROCEEDINGS HELD**


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**LIM SAY CHIN**  
**CHAIRMAN**