

DATAPULSE TECHNOLOGY LIMITED
Company Registration No. 198002677D
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS (VIA LIVE WEBCAST AND LIVE AUDIO STREAM) ON TUESDAY, 29 NOVEMBER 2022 AT 3.36 P.M.

PRESENT

DIRECTORS

Mr Aw Cheek Huat	:	Chairman and Non-Executive Director
Mr Yee Chia Hsing	:	Executive Director
Mr Teo Choon Kow @ William Teo	:	Lead Independent Director
Mr Choong Chee Peng Bert	:	Independent Director
Mr Lau Yan Wai	:	Independent Director

IN ATTENDANCE BY INVITATION

As per attendance record maintained by the Company.

SHAREHOLDERS

As per attendance record maintained by the Company.

CHAIRMAN OF THE MEETING

Mr Aw Cheek Huat, the Chairman and Non-Executive Director of the Company was the appointed Chairman of this Meeting.

QUORUM

As a quorum was present, the Chairman, Mr Aw Cheek Huat, declared the Extraordinary General Meeting of the Company (the “**Meeting**” or “**EGM**”) open at 3.36 p.m.

NOTICE

The Notice convening the Meeting dated 14 November 2022 which was circulated together with the Circular to Shareholders was taken as read.

OPENING ADDRESS

The Chairman welcomed all attendees joining the Meeting via the LIVE WEBCAST and LIVE AUDIO STREAM. He informed that as part of the Company’s effort to keep physical interactions and COVID-19 transmission risks to a minimum, the EGM was held by way of electronic means. Shareholders (who had pre-registered in advance) could participate by watching the EGM proceedings via “live” webcast or listening to these proceedings via “live” audio feed. Shareholders could also submit their question via the real-time Q&A function available on the portal and to cast their votes “live” at any time during the course of EGM.

The Chairman informed that he had been appointed by numerous Shareholders as proxy and had voted in accordance with their instructions. In line with the requirements of the SGX Listing Rules, all resolutions tabled at the Meeting were proposed by the Chairman as a proxy.

The Chairman further informed that, for the conduct of the poll, Complete Corporate Services Pte Ltd (“**CCS**”) had been appointed as the Polling Agent and S C Teo & Co. as the Scrutineer. The Polling Agent and Scrutineer had assisted the Company with the verification and supervision of the counting of the votes of all such valid proxy forms submitted by Shareholders by the submission deadline of 3.00 p.m. on 26 November 2022. The tabulated poll results announced at the Meeting after all Resolution tabled at the Meeting was based on the duly completed proxy forms that were received by the Company by the cut-off time, as certified by the Scrutineer.

The Chairman informed that Shareholders had been given the opportunity to ask questions prior to the Meeting. The Company had not received any questions from the shareholders of the Company.

The Chairman then proceeded to table all the Resolutions to be considered and approved at the Meeting.

ORDINARY BUSINESS:

RESOLUTION 1 – ADOPTION OF THE EMPLOYEE SHARE OPTION SCHEME

The ordinary resolution voted on was:

“That:-

- (a) the employee share option scheme to be known as the “Datapulse Technology Limited Employee Share Options Scheme (the “**ESOS**”), the rules of which (the “**ESOS Rules**”) has been appended to and a summary of which is set out in the Circular and under which options (the “**Options**”) will be granted to such persons to subscribe for ordinary fully-paid shares in the capital of the Company (the “**Shares**”) on such terms and conditions and in accordance with the ESOS Rules, be and is hereby approved and adopted;
- (b) the directors of the Company (the “**Directors**”), and/or such committee comprising Directors duly authorised and appointed by the board of Directors of the Company (the “**Board**”) to administer the ESOS, be and are hereby authorised:
 - (i) to establish and administer the ESOS;
 - (ii) to modify and/or amend the ESOS from time to time provided that such modifications and/or amendments are effected in accordance with the ESOS Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the ESOS;
 - (iii) in accordance with Section 161 of the Companies Act 1967 of Singapore (“**Companies Act**”), to offer and grant options in accordance with the ESOS Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the exercise of the Options under the ESOS (provided that the aggregate number of Shares available pursuant to the ESOS, the PSP (as defined below) and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of issued Shares of the Company excluding treasury shares and subsidiary holdings from time to time (“**Issued Shares**”));
 - (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Options granted under the ESOS; and
 - (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable and expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.”

The Chairman announced the result of the votes as follows:

Percentage of votes “FOR” – 100% (77,228,271 shares)
Percentage of votes “AGAINST” – 0% (33 shares)

Based on the result, the Chairman declared Ordinary Resolution 1 carried and duly passed.

RESOLUTION 2 – GRANT OF OPTIONS AT A DISCOUNT UNDER THE ESOS

The ordinary resolution voted on was:

“That subject to and contingent upon the passing of Ordinary Resolution 1, approval be and is hereby given for the Options to be granted under the ESOS with exercise prices set at a discount not exceeding 20% of the Market Price (as defined below) for the Shares at the time of the grant of the Option, provided that such discount does not exceed the relevant limits set by the SGX-ST from time to time.

In this Notice, “**Market Price**” means a price equal to the average of the last dealt prices for a Share, as determined by reference to the daily official list or other publication published by the SGX-ST for the five (5) consecutive days on which the SGX-ST is open for trading in securities (“**Market Days**”) immediately preceding the relevant date of grant of an Option under the ESOS, provided always that in the case of a Market Day on which the Shares are not traded on the SGX-ST, the last dealt price for Shares on such Market Day shall be deemed to be the last dealt price of the Shares on the immediately preceding Market Day on which the Shares were traded, rounded up to the nearest 0.1 cent in the event of fractional prices.”

The Chairman announced the result of the votes as follows:

Percentage of votes “FOR” – 100% (77,228,271 shares)
Percentage of votes “AGAINST” – 0% (33 shares)

Based on the result, the Chairman declared Ordinary Resolution 2 carried and duly passed.

RESOLUTION 3 – ADOPTION OF PERFORMANCE SHARE PLAN

The ordinary resolution voted on was:

“That:-

- (a) the employee share award scheme to be known as the “Datapulse Technology Limited Performance Share Plan” (the “**PSP**”), the rules of which (the “**PSP Rules**”) has been appended to and a summary of which is set out in the Circular and under which awards (the “**Awards**”) of ordinary fully-paid Shares will be granted on such terms and conditions and in accordance with the PSP Rules, be and is hereby approved and adopted;
- (b) the Directors, and/or such committee comprising Directors duly authorised and appointed by the Board of the Company to administer the PSP, be and are hereby authorised:
 - (i) to establish and administer the PSP;
 - (ii) to modify and/or amend the PSP from time to time provided that such modifications and/or amendments are effected in accordance with the PSP Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the PSP;
 - (iii) in accordance with Section 161 of the Companies Act, to offer and grant Awards in accordance with the PSP Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the Vesting of the Awards under the PSP (provided that the aggregate number of Shares available pursuant to the PSP, the ESOS and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of Issued Shares);
 - (iv) subject to the same being allowed by the law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Awards granted under the PSP: and

- (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.”

The Chairman announced the result of the votes as follows:

Percentage of votes “FOR” – 99.81% (77,228,271 shares)
Percentage of votes “AGAINST” – 0.19% (150,033 shares)

Based on the result, the Chairman declared Ordinary Resolution 3 carried and duly passed.

Pursuant to the ESOS and the PSP and for corporate governance purposes, Mr. Yee Chia Hsing who is interested in Resolutions 1, 2 and 3 had abstained from voting on these resolutions.

CONCLUSION

There being no other business to transact, the Chairman thanked everyone for watching the LIVE WEBCAST or LIVE AUDIO STREAM and fellow board members, shareholders, stakeholders and partners for their invaluable support. The Chairman declared the Meeting of the Company closed at 3.47 p.m.

Confirmed as True Record of Proceedings held

AW CHEOK HUAT
Chairman of the Meeting