AEDGE GROUP LIMITED
(the "Company")
Registration No: 201933214E
Incorporated in the Republic of Singapore

MINUTES of the Annual General Meeting ("AGM") of the Company held at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387 on Thursday, 27 October 2022 at 10:30 a.m.

PRESENT

As set out in the attendance list maintained by the Company.

CHAIRMAN

Mr Poh Soon Keng, the Executive Chairman and Chief Executive Officer, took the Chair of the meeting.

QUORUM

The Secretary confirmed that a quorum was present and the Chairman declared the Meeting open.

NOTE OF WELCOME

The Chairman welcomed the shareholders to the Meeting and introduced the Directors sitting on the panel.

NOTICE OF MEETING

The Notice convening the Meeting, having been in the hands of shareholders for the requisite period was, with the concurrence of the Meeting, be taken as read.

RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS

The Chairman informed the Meeting that the Company had not received any questions from any shareholder prior to the meeting.

POLL VOTING

It was noted that the voting on all the proposed resolutions at this Meeting were conducted by way of a poll. Tricor Evatthouse Corporate Services had been appointed as poll counting agent and Entrust Advisory Pte. Ltd. has been appointed as Independent Scrutineers to count and verify the votes taken at the Meeting respectively.

The Chairman proceeded with the agenda of the Meeting and dealt with questions raised by the shareholder. It was noted that there was no question raised by the shareholders on the resolutions during the meeting.

The motions were then duly proposed and seconded by the respective shareholders. The Meeting stood adjourned at 10.45 a.m.

The Meeting was resumed at 10.50 a.m. and the poll counting agent duly presented the results of the poll, duly verified by the Independent Scurtineer, to the Chairman as follows:-

RESULTS OF THE POLL

RESOLUTIONS:		No. of Shares	Percentage
ORDINARY RESOLUTION 1	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 2	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 3	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 4	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 5	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 6	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 7	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%
ORDINARY RESOLUTION 8	FOR	94,213,400	100%
	AGAINST	-	-
	TOTAL NO. OF VALID VOTES	94,213,400	100%

Based on the results of the poll, the Chairman declared that the following resolutions were carried:-

ORDINARY BUSINESS:

ORDINARY RESOLUTION 1
– **AUDITED FINANCIAL STATEMENTS, STATEMENT OF DIRECTORS AND THE AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022**

RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 30 June 2022 together with the Statement of Directors and the Auditors' Report thereon, be hereby received and adopted.

ORDINARY RESOLUTION 2
– **DIRECTORS' FEES FOR FINANCIAL YEAR ENDED 30 JUNE 2022**

RESOLVED THAT the payment of Directors' fees of S$117,000 for the financial year ended 30 June 2022, be hereby approved.

ORDINARY RESOLUTION 3
– **RE-ELECTION OF MR HOON TAI MENG (YUN DAMING) AS DIRECTOR**

RESOLVED THAT Mr Hoon Tai Meng (Yun Daming), who retired as a Director pursuant to Regulation 98 of the Company's Constitution, be hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 4
– **RE-ELECTION OF MR NG CHOON BENG AS DIRECTOR**

RESOLVED THAT Mr Ng Choon Beng, who retired as a Director pursuant to Regulation 102 of the Company's Constitution, be hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 5
– **RE-ELECTION OF MR GUOK CHIN HUAT SAMUEL AS DIRECTOR**

RESOLVED THAT Mr Guok Chin Huat Samuel, who retired as a Director pursuant to Regulation 102 of the Company's Constitution, be hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 6
– **RE-APPOINTMENT OF AUDITORS**

RESOLVED THAT Messrs Moore Stephens LLP be hereby re-appointed as Auditors of the Company and the Directors be authorised to fix their remuneration.

ORDINARY RESOLUTION 7
– **AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE AEDGE PERFORMANCE SHARE PLAN**

RESOLVED THAT pursuant to Section 161 of the Companies Act 1967 and the provisions of the Aedge Performance Share Plan ("PSP"), approval be and is hereby given to the Directors of the Company to allot and issue from time to time such number of Shares in the share capital of the Company as may be required to be issued pursuant to the vesting of awards granted under the PSP, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the PSP, when aggregated with the aggregate number of Shares over which options and awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time.

ORDINARY RESOLUTION 8
– **AUTHORITY TO ALLOT AND ISSUE SHARES**

RESOLVE THAT pursuant to Section 161 of the Companies Act 1967 and the Rules of Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to (i) issue and allot new shares ("Shares") in the capital of the Company (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 for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and (notwithstanding 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 was in force, provided that:

(1) the aggregate number of the Shares to be issued pursuant to such authority (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority), does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with paragraph (2) below), and provided further that where shareholders of the Company ("Shareholders") are not given the opportunity to participate in the same on a pro-rata basis ("non pro-rata basis"), then the Shares to be issued under such circumstances (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority) shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with paragraph (2) below);

(2) (Subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of the Shares that may be issued under paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time such authority was conferred, after adjusting for:

(a) new Shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from the exercising of share options or the vesting of share awards which are outstanding or subsisting at the time this resolution is passed, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules of the SGX-ST; and

(c) any subsequent consolidation or subdivision of the Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Rules of Catalist of the SGX-ST for the time being in force (in each case, unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and otherwise, and the Constitution of the Company for the time being; and unless revoked or varied by the Company in a general meeting, the authority so conferred shall continue to be in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier.

ANY OTHER BUSINESS

The Secretary confirmed that the Company did not receive notice of any other business to be put before the Meeting.

CONCLUSION

There being no other business to transact, the Chairman declared the Annual General Meeting of the Company closed at 10.55 a.m.

Confirmed as True Record of Proceedings Held

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POH SOON KENG
Chairman

By Order of the Board
AEDGE GROUP LIMITED

Poh Soon Keng
Executive Chairman and Chief Executive Officer

Date: 10 November 2022

This announcement has been prepared by Aedge Group Limited (the "Company") and its contents have been reviewed by UOB Kay Hian Private Limited (the "Sponsor") for compliance with the relevant rules of the SGX-ST Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.