

INTERRA RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 197300166Z)

MINUTES OF THE ANNUAL GENERAL MEETING OF INTERRA RESOURCES LIMITED (THE “COMPANY”) HELD ON MONDAY 29 APRIL 2024 AT 10:00 A.M. AT RELC INTERNATIONAL HOTEL, TANGLIN 1, LEVEL 1, 30 ORANGE GROVE ROAD, SINGAPORE 258352

ATTENDANCE LIST ATTACHED.

1. CHAIRMAN

- 1.1. Mr. Ng Soon Kai (the “**Chairman**”) took the Chair and declared the Annual General Meeting (the “**Meeting**”) open.

2. QUORUM, NOTICE AND INTRODUCTION

- 2.1. The Company had verified that a quorum was present for the Meeting.
- 2.2. On behalf of the Board of Directors, the Chairman extended a warm welcome to the persons attending the Meeting and introduced the Board of Directors of the Company.
- 2.3. The Chairman informed the Shareholders that the notice of this Annual General Meeting dated 12 April 2024 was mailed to Shareholders and released on SGXNet and the Company’s corporate website together with the Annual Report 2024 on the same day. The notice was taken as read.
- 2.4. The Chairman informed Shareholders that a recording of the Meeting would be made to assist in the preparation of the minutes. The Chairman further informed the Meeting that in his capacity as the Chairman of the Meeting, he had been appointed as a proxy by a number of Shareholders. The Chairman then informed the Meeting that voting would be conducted by poll in accordance with the Company’s Constitution and polling would be conducted electronically using a wireless handheld device.
- 2.5. Complete Corporate Services Pte Ltd was the appointed polling agent (the “**Polling Agent**”) for the Meeting and Moore Stephens LLP was the appointed scrutineer (the “**Scrutineer**”) for the Meeting. The Chairman informed the Meeting that the counting of all valid proxy forms submitted by the submission deadline had been supervised and verified by the Scrutineer, and the Scrutineer would also verify the votes cast by Shareholders live during the Meeting. The Polling Agent was then invited to explain the polling procedures.
- 2.6. The Chairman informed the Meeting that the Company had not received questions from Shareholders before the deadline for submission of questions relating to the resolutions proposed at the Meeting, and the Directors of the Company would respond to questions that Shareholders present may have in relation to the resolutions proposed at the Meeting.
- 2.7. There were no questions from the Shareholders present. The Chairman then proceeded to introduce the ordinary business to be transacted at the Meeting.

3. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 TOGETHER WITH THE DIRECTORS’ STATEMENT AND THE AUDITOR’S REPORT THEREON (RESOLUTION 1)

- 3.1. The audited financial statements for the financial year ended 31 December 2023 together with the Directors’ Statement and the Auditor’s Report was taken as read.
- 3.2. The Chairman proposed the following Ordinary Resolution 1:

“That the audited financial statements for the financial year ended 31 December 2023 together with the Directors’ Statement and the Auditor’s Report thereon be and are hereby received and adopted.”

- 3.3. Ordinary Resolution 1 was seconded by Chia Hiap Lee.
- 3.4. The Chairman put Ordinary Resolution 1 to the vote. The results for Ordinary Resolution 1 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 1</u> Adoption of audited financial statements for the financial year ended 31 December 2023	223,225,107	223,082,027	99.94%	143,080	0.06%

- 3.5. Accordingly, the Chairman declared Ordinary Resolution 1 carried.

4. APPROVAL OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 (ORDINARY RESOLUTION 1A)

- 4.1. The Chairman informed the Shareholders that Ordinary Resolution 1A relates to the approval of the Directors' fees for the financial year ended 31 December 2023.
- 4.2. The Chairman proposed the following Ordinary Resolution 1A:
"That the sum of S\$144,094 as Directors' fees for the financial year ended 31 December 2023 be and is hereby approved."
- 4.3. Ordinary Resolution 1A was seconded by Gustiana Tjhai.
- 4.4. The Chairman put Ordinary Resolution 1A to the vote. The results for Ordinary Resolution 1A were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 1A</u> Approval of the sum of S\$144,094 as Directors' fees for the financial year ended 31 December 2023	223,763,247	223,620,167	99.94%	143,080	0.06%

- 4.5. Accordingly, the Chairman declared Ordinary Resolution 1A carried.

5. RE-ELECTION OF MR. TJIA MARCEL HAN LIONG (RESOLUTION 2)

- 5.1. The Chairman informed the Shareholders that Ordinary Resolution 2 relates to the re-election of Mr. Tjia Marcel Han Liong, who was retiring by rotation pursuant to Rule 720(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited. The Chairman informed the Shareholders that Mr. Tjia, if re-elected, would remain the Executive Director and Chief Executive Officer of the Company.
- 5.2. The Chairman proposed the following Ordinary Resolution 2:
"That Mr. Tjia Marcel Han Liong be and is hereby re-elected as a Director of the Company."
- 5.3. Ordinary Resolution 2 was seconded by Tay Tai Kwai Edward.
- 5.4. The Chairman put Ordinary Resolution 2 to the vote. The results for Ordinary Resolution 2 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 2 Re-election of Mr. Tjia Marcel Han Liong as a Director	223,753,107	223,090,027	99.70%	663,080	0.30%

- 5.5. Accordingly, the Chairman declared Ordinary Resolution 2 carried.

6. RETIREMENT OF MR. LOW SIEW SIE BOB

- 6.1. The Chairman informed the Shareholders that Mr. Low Siew Sie Bob was retiring by rotation pursuant to Regulation 100 of the Company's Constitution, and would not be seeking re-election.
- 6.2. On behalf of the Board, the Chairman thanked Mr. Low Siew Sie Bob for his invaluable contributions during his tenure as Director of the Company.

7. RE-ELECTION OF MR. NG SOON KAI (RESOLUTION 3)

- 7.1. The Chairman informed the Shareholders that as Ordinary Resolution 3 dealt with his re-election as a Director, he would be handing the proceedings over to Mr. Tjia Marcel Han Liong ("Mr. Tjia"). Mr. Tjia informed the Meeting that Ordinary Resolution 3 relates to the re-election of Mr. Ng Soon Kai, who would cease to hold office under Regulation 106 of the Constitution of the Company. Mr. Tjia informed the Shareholders that Mr. Ng, if re-elected, would remain the Executive Chairman of the Company and step down as a member of the Nominating Committee.
- 7.2. Mr. Tjia proposed the following Ordinary Resolution 3:
"That Mr. Ng Soon Kai be and is hereby re-elected as a Director of the Company."
- 7.3. Ordinary Resolution 3 was seconded by Chew Zheng Hao Dexter.

7.4. Mr. Tjia put Ordinary Resolution 3 to the vote. The results for Ordinary Resolution 3 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 3 Re-election of Mr. Ng Soon Kai as a Director	223,763,107	223,620,027	99.94%	143,080	0.06%

7.5. Accordingly, Mr. Tjia declared Ordinary Resolution 3 carried. Mr Tjia. then handed the proceedings over to the Chairman.

8. RE-ELECTION OF DR. KHOO CHUN LENG WILLIAM (RESOLUTION 4)

8.1. The Chairman informed the Shareholders that Ordinary Resolution 4 relates to the re-election of Dr. Khoo Chun Leng William, who would cease to hold office under Regulation 106 of the Constitution of the Company. The Chairman informed the Shareholders that Dr. Khoo, if re-elected, would remain an independent Director of the Company and a member of the Audit Committee, and be re-designated as the Chairman of the Nominating Committee and a member of the Remuneration Committee.

8.2. The Chairman proposed the following Ordinary Resolution 4:

"That Dr. Khoo Chun Leng William be and is hereby re-elected as a Director of the Company."

8.3. Ordinary Resolution 4 was seconded by Gustiana Tjhai.

8.4. The Chairman put Ordinary Resolution 4 to the vote. The results for Ordinary Resolution 4 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 4 Re-election of Dr. Khoo Chun Leng William as a Director	223,764,107	223,621,027	99.94%	143,080	0.06%

8.5. Accordingly, the Chairman declared Ordinary Resolution 4 carried.

9. RE-ELECTION OF MR. LOH YU JUN (RESOLUTION 5)

- 9.1. The Chairman informed the Shareholders that Ordinary Resolution 5 relates to the re-election of Mr. Loh Yu Jun, who would cease to hold office under Regulation 106 of the Constitution of the Company. The Chairman informed the Shareholders that Mr. Loh, if re-elected, would be appointed as the Lead Independent Director of the Company, re-designated as the Chairman of the Audit Committee and a member of the Nominating Committee, and remain a member of the Remuneration Committee.
- 9.2. The Chairman proposed the following Ordinary Resolution 5:
"That Mr. Loh Yu Jun be and is hereby re-elected as a Director of the Company."
- 9.3. Ordinary Resolution 5 was seconded by Gustiana Tjhai.
- 9.4. The Chairman put Ordinary Resolution 5 to the vote. The results for Ordinary Resolution 5 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 5 Re-election of Mr. Loh Yu Jun as a Director	223,763,367	223,100,287	99.70%	663,080	0.30%

- 9.5. Accordingly, the Chairman declared Ordinary Resolution 5 carried.

10. ELECTION OF MS. TONG MIIN (RESOLUTION 6)

- 10.1. The Chairman informed the Shareholders that Ordinary Resolution 6 relates to the election of Ms. Tong Miin, who, being eligible, was recommended by the Directors pursuant to Regulation 103 of the Constitution of the Company for election. The Chairman informed the Shareholders that Ms. Tong, if elected, would be an independent Director of the Company, the Chairwoman of the Remuneration Committee, and a member of the Audit Committee and Nominating Committee.
- 10.2. The Chairman proposed the following Ordinary Resolution 6:
"That Ms. Tong Miin be and is hereby elected as a Director of the Company."
- 10.3. Ordinary Resolution 6 was seconded by Chew Zheng Hao Dexter.
- 10.4. The Chairman put Ordinary Resolution 6 to the vote. The results for Ordinary Resolution 6 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 6</u> Election of Ms. Tong Miin as a Director	223,764,107	223,621,027	99.94%	143,080	0.06%

10.5. Accordingly, the Chairman declared Ordinary Resolution 6 carried.

11. RE-APPOINTMENT OF AUDITOR (RESOLUTION 7)

11.1. The Chairman proposed the following Ordinary Resolution 7:

"That CLA Global TS Accounting Corporation, be and are hereby re-appointed as the Auditor of the Company for the ensuing year and the Directors be authorised to fix the remuneration of the Auditor."

11.2. Ordinary Resolution 7 was seconded by Chia Hiap Lee.

11.3. The Chairman put Ordinary Resolution 7 to the vote. The results for Ordinary Resolution 7 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 7</u> Re-appointment of CLA Global TS Public Accounting Corporation as the Auditor	223,774,227	223,631,147	99.94%	143,080	0.06%

11.4. Accordingly, the Chairman declared Ordinary Resolution 7 carried.

12. SPECIAL BUSINESS

12.1. The Chairman proceeded to the special business of the Meeting.

13. AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT AND THE SGX-ST LISTING RULES (SHARE ISSUE MANDATE) (RESOLUTION 8)

13.1. Ordinary Resolution 8 was taken as read.

13.2. The Chairman proposed the following Ordinary Resolution 8:

“That pursuant to Section 161 of the Companies Act 1967 (the “**CA**”) and Rule 806 of the Listing Manual (the “**Listing Manual**”) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), the Directors be authorised and empowered to:

- (a) (i) issue shares in 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 the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) 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 sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (“**Shareholders**”) shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company;
- (2) (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 (1) 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) in the capital of the Company at the time this Resolution is passed, after adjusting for:
 - (A) new shares arising from the conversion or exercise of any convertible securities;
 - (B) new shares arising from exercising share options or vesting of share awards; and
 - (C) any subsequent bonus issue, consolidation or subdivision of shares;
 adjustments in accordance with (A) or (B) 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 this Resolution is passed.
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) such authority shall continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier.”

13.3. Ordinary Resolution 8 was seconded by Chan Soon Kheng.

13.4. The Chairman put Ordinary Resolution 8 to the vote. The results for Ordinary Resolution 8 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 8</u> Authority to issue shares pursuant to the general mandate	223,765,107	223,102,027	99.70%	663,080	0.30%

13.5. Accordingly, the Chairman declared Ordinary Resolution 8 carried.

14. AUTHORITY TO ALLOT AND ISSUE SHARES AS MAY BE REQUIRED TO BE ISSUED PURSUANT TO THE EXERCISE OF THE OPTIONS UNDER THE INTERRA SHARE OPTION PLAN 2017 (RESOLUTION 9)

14.1. Ordinary Resolution 9 was taken as read.

14.2. The Chairman proposed the following Ordinary Resolution 9:

“That pursuant to Section 161 of the CA, authority be and is hereby given to the Directors, 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 the options under the Interra Share Option Plan 2017 (the “**ISOP 2017**”), provided always that the aggregate number of shares issued and to be issued pursuant to the ISOP 2017 shall not exceed 15% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at any time and from time to time.”

14.3. Ordinary Resolution 9 was seconded by Gustiana Tjhai.

14.4. The Chairman put Ordinary Resolution 9 to the vote. The results for Ordinary Resolution 9 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 9</u> Authority to allot and issue shares pursuant to the ISOP 2017	223,753,707	223,089,907	99.70%	663,800	0.30%

14.5. Accordingly, the Chairman declared Ordinary Resolution 9 carried.

15. PARTICIPATION OF MR NG SOON KAI, A CONTROLLING SHAREHOLDER OF THE COMPANY, IN THE ISOP 2017 (RESOLUTION 10)

15.1. The Chairman informed the Shareholders that as the next two Ordinary Resolutions dealt with his participation in the Interra Share Option Plan 2017 and the offer and grant of options to him pursuant to and in accordance with the rules of the ISOP 2017, he would hand the proceedings over to Mr. Tjia. Mr. Tjia informed the Meeting that Ordinary Resolution 10 relates to participation of Mr. Ng Soon Kai, a Controlling Shareholder of the Company, in the ISOP 2017. Mr. Tjia informed the Shareholders that the Ordinary Resolution, if passed, would approve the participation of Mr Ng Soon Kai, a Controlling Shareholder of the Company, in the ISOP 2017. Mr. Tjia further informed the Meeting that all Shareholders who are eligible to participate in the ISOP 2017 and Mr. Ng Soon Kai's associates have abstained from voting their own shares in respect of this Ordinary Resolution.

15.2. Ordinary Resolution 10 was taken as read.

15.3. Mr. Tjia proposed the following Ordinary Resolution 10:

"That Mr. Ng Soon Kai, a Controlling Shareholder of the Company, be and is hereby approved to participate in the ISOP 2017."

15.4. Ordinary Resolution 10 was seconded by Chew Zheng Hao Dexter.

15.5. Mr. Tjia put Ordinary Resolution 10 to the vote. The results for Ordinary Resolution 10 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 10</u> Participation of Mr. Ng Soon Kai in the ISOP 2017	46,899,807	46,756,727	99.69%	143,080	0.31%

15.6. Accordingly, Mr. Tjia declared Ordinary Resolution 10 carried.

16. PROPOSED OFFER AND GRANT TO MR NG SOON KAI, A CONTROLLING SHAREHOLDER OF THE COMPANY, OF OPTIONS PURSUANT TO AND IN ACCORDANCE WITH THE RULES OF THE ISOP 2017 (RESOLUTION 11)

16.1. Mr. Tjia informed the Meeting that Ordinary Resolution 11 relates to the proposed offer and grant to Mr. Ng Soon Kai, a Controlling Shareholder of the Company, of options pursuant to and in accordance with the rules of the ISOP 2017. Mr. Tjia informed the Shareholders that the Ordinary Resolution, if passed, would authorise the Directors to allot and issue shares upon the exercise of such Options. Mr. Tjia further informed the Meeting that all shareholders who are eligible to participate in the ISOP 2017 and Mr. Ng Soon Kai's associates have abstained from voting their own shares in respect of this Ordinary Resolution.

16.2. Ordinary Resolution 11 was taken as read.

16.3. Mr. Tjia proposed the following Ordinary Resolution 11:

"That the proposed offer and grant to Mr. Ng Soon Kai, a Controlling Shareholder of the Company, of Options pursuant to and in accordance with the rules of the ISOP 2017 on the following terms be and is hereby approved, and the Directors be and are hereby authorised to allot and issue Shares upon the exercise of such Options:

- (a) Proposed date of grant of Options: Any time within 30 days from the date of this AGM;
- (b) Number of Shares comprised in the proposed grant of Options: 5,000,000;
- (c) Exercise Price per Share: Premium to Market Price; and
- (d) Exercise Period: After the first (1st) anniversary but on or before the fifth (5th) anniversary of the relevant Date of Grant.

In this Ordinary Resolution 11:

"Market Price" means the average of the last dealt prices for the Shares on the SGX-ST for the five (5) consecutive Market Days immediately preceding the relevant Date of Grant for which there was trading in the Shares; and

"Market Day" means day on which the SGX-ST is open for trading in securities."

16.4. Ordinary Resolution 11 was seconded by Gustiana Tjhai.

16.5. Mr. Tjia put Ordinary Resolution 11 to the vote. The results for Ordinary Resolution 11 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 11 Grant of options to Mr. Ng Soon Kai under the ISOP 2017	46,921,887	46,778,087	99.69%	143,800	0.31%

16.6. Accordingly, Mr. Tjia declared Ordinary Resolution 11 carried. Mr. Tjia then handed the proceedings over to the Chairman.

17. AUTHORITY TO MAKE PURCHASES OF ISSUED AND FULLY-PAID SHARES FROM TIME TO TIME (SHARE PURCHASE MANDATE) (RESOLUTION 12)

17.1. Ordinary Resolution 12 was taken as read.

17.2. The Chairman proposed the following Ordinary Resolution 12:

"That

- (a) the Directors of the Company be and are hereby authorised to make purchases of issued and fully-paid Shares from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to 10% of the total number of issued Shares in the capital of the Company (ascertained as at the date of the passing of this Resolution 12, unless the share capital of the Company has, at any time during the Relevant Period, been reduced in accordance with the applicable provisions of the CA, in which event the total number of issued shares shall be taken to be the total number of issued Shares as altered after such capital reduction, but always excluding any treasury

shares and subsidiary holdings) at the price of up to but not exceeding the Maximum Price and this share purchase mandate (“Share Purchase Mandate”) shall, unless revoked or varied by the Company in general meeting, continue in force until the earlier of:

- (i) the date on which the next annual general meeting of the Company is held or required by law to be held;
- (ii) the date on which purchases or acquisitions of Shares by the Company pursuant to the Share Purchase Mandate are carried out to the full extent mandated; or
- (iii) the date on which the authority contained in the Share Purchase Mandate is varied or revoked by the Shareholders in a general meeting.

In this Resolution 12, “**Maximum Price**” means the maximum price at which the Shares can be purchased pursuant to the Share Purchase Mandate, which shall not exceed:

- (i) in the case of a Market Purchase, 105% of the Average Closing Price;
- (ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Average Closing Price,

where:

“**Average Closing Price**” means (i) the average of the closing market prices of the Shares over the last five (5) Market Days, on which transactions in the Shares were recorded, before the day on which the Market Purchase was made or, as the case may be, before the date of making an announcement by the Company of an offer for an Off-Market Purchase; and (ii) deemed to be adjusted for any corporate action that occurs after the relevant five-day period and the day on which the purchases are made; and

“**day of the making of the offer**” means the day on which the Company announces its intention to make an offer for the purchase of shares from shareholders of the Company, stating 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.

- (b) 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.”

17.3. Ordinary Resolution 12 was seconded by Chew Zheng Hao Dexter.

17.4. The Chairman put Ordinary Resolution 12 to the vote. The results for Ordinary Resolution 12 were as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 12 Authority to purchase shares pursuant to the Share Purchase Mandate	223,775,227	223,632,147	99.94%	143,080	0.06%

17.5. Accordingly, the Chairman declared Ordinary Resolution 12 carried.

18. ANY OTHER BUSINESS


18.1. No other business arising as ordinary or routine business was transacted.

18.2. There was feedback from Shareholders in relation to the format of the "Q&A" segment as they indicated their preference to be given an opportunity to ask questions after each resolution is proposed, as opposed to having a general "Q&A" segment at the outset. There was also feedback that the Company provides an outlook of the year ahead and a summary of the activities undertaken in the preceding year. The Chairman acknowledged the feedback and noted that their feedback would be taken into consideration for the next annual general meeting.

19. CLOSE

19.1. There being no further business, the Meeting closed at 10:30 a.m..

Confirmed by



NG SOON KAI
CHAIRMAN OF THE MEETING

Attachment**Attendance****PRESENT**

BOARD OF DIRECTORS	:	Mr. Ng Soon Kai Mr. Tjia Marcel Han Liong Mr. Low Siew Sie Bob Mr. Loh Yu Jun Dr. Khoo Chun Leng William	Executive Chairman Executive Director & CEO Lead Independent Director Independent Director Independent Director
INDEPENDENT AUDITOR	:	Ms. Christine Lee Mr. Deon Yeong	CLA Global TS Public Accounting Corporation CLA Global TS Public Accounting Corporation
COMPANY SECRETARY	:	Ms. Chia Ying Jing Mr. Nicholas Tan	Lee & Lee Lee & Lee
POLLING AGENT	:	Ms. Kerk Bih Min Ms. Charmine Minoza Ms. Ilyanty Roslan	Complete Corporate Services Pte. Ltd. Complete Corporate Services Pte. Ltd. Complete Corporate Services Pte. Ltd.
SCRUTINEER	:	Ms. Heah Pey Jing	Moore Stephens LLP
BY INVITATION	:	Mr. Lim Poh Chen Ms. Andrea Choo Ms. Choo Wei Ling Ms. Lydia Lim Ms. Kiki Rabiah Ms. Theresa Ng Ms. Tong Miin	Interra Resources Limited Interra Resources Limited Interra Resources Limited Interra Resources Limited Interra Resources Limited Interra Resources Limited Lee & Lee

SHAREHOLDERS PRESENT ARE SET OUT IN ATTENDANCE RECORDS MAINTAINED BY THE COMPANY.