



AVI-TECH HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 202002889W)
(the “Company”)

**MINUTES OF THE 44th ANNUAL GENERAL MEETING OF AVI-TECH HOLDINGS LIMITED
HELD AT 19A SERANGOON NORTH AVENUE 5, 6TH FLOOR, SINGAPORE 554859 ON
TUESDAY, 28 OCTOBER 2025 AT 11:00 A.M.**

PRESENT : As set out in the attendance records maintained by the Company

CHAIRMAN : Mr Lim Eng Hong (Executive Chairman & Chief Executive Officer)

1. WELCOME MESSAGE

- 1.1 The Chairman welcomed shareholders to the Annual General Meeting (“**AGM**” or “**Meeting**”).
- 1.2 The Chairman introduced Mr Lim Tai Meng Alvin (Chief Operating Officer and Executive Director) (“**Mr Alvin Lim**”), Mr Giang Sovann (Lead Independent Director), Mr Chan Yu Meng (Independent Director), Mr Tan Ka Huat (Independent Director) (“**Mr Tan**”) and Mr Joseph Wang (Chief Financial Officer) (“**CFO**”), who were present at the Meeting. The representatives of the Company’s auditors, secretary, polling agent and scrutineer were also present and attended the Meeting in person.

2. NOTICE OF MEETING AND VOTING PROCEDURE

- 2.1 The Chairman noted that a quorum was present. As the Annual Report for the financial year ended 30 June 2025 (“**FY2025**”) and the notice of the AGM dated 6 October 2025 (“**Notice of AGM**”) which is found on the last few pages of the Annual Report had been circulated to shareholders via publication on SGXNET and the Company’s website, and printed copies of the Notice of AGM had been sent to shareholders, the Notice of AGM was taken as read.
- 2.2 The Chairman informed the Meeting that in accordance with the Company’s Constitution, all the resolutions set out in the Notice of AGM would be put to vote by poll and every shareholder would have received polling papers at the time of registration. The Chairman further informed the Meeting that the Company had appointed Boardroom Corporate & Advisory Services Pte Ltd as polling agent and B.A.C.S. Private Limited as independent scrutineers respectively for the poll procedures at the Meeting.

- 2.3 The Chairman directed that the poll on each resolution set out in the Notice of AGM would be conducted after all the resolutions set out in the Notice of AGM had been formally proposed and seconded.

3. ADDRESS BY THE CHAIRMAN

- 3.1 On behalf of all Directors, shareholders and staff, the Chairman took the opportunity to thank the management for their hard work in FY2025. Due to management's efforts, the Group was able to remain operationally resilient with a strong financial position, notwithstanding the complexity and volatility in the semiconductor and electronics industries caused by declines in enterprise demand, rising competition, rapid technological shifts, inventory imbalances, and geopolitical tensions.
- 3.2 The Chairman proceeded to address the Meeting on the Company's performance during FY2025 and the Company's prospects in the financial year ending 30 June 2026.
- 3.3 The Chairman thanked shareholders for their support and confidence in the Company. The Chairman stated that in FY2025, the Company continued to remain profitable, maintaining a healthy balance sheet and cash balance, and generating positive working capital. The Chairman commented that these were encouraging feats given the challenging operating environment arising from ongoing headwinds and global uncertainties. The Chairman further noted that to manage costs, the Group had also consolidated the Burn-in Services business segment into the Engineering Services business segment.
- 3.4 The Chairman informed the Meeting that in the new financial year, the Group would remain focused on maintaining operational efficiency and resilience while navigating the continually evolving business environment. The Group would also continue to intensify its efforts and strengthen its footprint in key markets, deepen stronger customer ties, and pursue growth opportunities. The Chairman thanked shareholders again for their continued support and trust as the Company works to increase shareholder value and reward shareholders.
- 3.5 The Chairman informed the Meeting that shareholders had been given the opportunity to submit questions related to the resolutions to be tabled for approval at the AGM, with the deadline for submission of such questions being 11:00 a.m. on 17 October 2025. The Chairman further informed that the Company had received questions from the Securities Investors Association (Singapore) ("**SIAS**"), on 13 October 2025 and questions from one of its shareholders. The responses to the questions from SIAS also substantially addressed the questions received from the shareholder, and had been published on SGXNET and the Company's website on 22 October 2025. The Chairman informed the Meeting that the questions from SIAS would therefore not be addressed at the AGM, although any follow-up questions that shareholders had in relation to these questions from SIAS would be addressed.
- 3.6 The Chairman then proceeded to deal with the business of the Meeting.
- 3.7 The Chairman invited questions from the shareholders. A summary of the substantial and relevant comments or queries from the shareholders and responses from management is set out at **Annex A**.

AS ORDINARY BUSINESS

4. ORDINARY RESOLUTION 1: ADOPTION OF DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS TOGETHER WITH THE AUDITORS' REPORT THEREON

The first item on the agenda was to receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for FY2025, together with the Auditors' Report thereon.

The motion to receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for FY2025 together with the Auditors' Report thereon was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	74,674,775	10,000	74,684,775
Percentage	99.99%	0.01%	100%

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

IT WAS RESOLVED that the Directors' Statement and the Audited Financial Statements of the Company for FY2025, together with the Auditors' Report thereon, be hereby received and adopted.

5. ORDINARY RESOLUTION 2: RE-ELECTION OF MR LIM TAI MENG ALVIN AS DIRECTOR

The Chairman referred the Meeting to the resolution on the re-election as Director of Mr Alvin Lim.

The Chairman informed the Meeting that Mr Alvin Lim was retiring from his office by rotation at the AGM, pursuant to Regulation 104(2) of the Company's Constitution and Rule 720(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**Listing Manual**").

The Chairman informed the Meeting that Mr Alvin Lim was eligible for re-election as a Director and had expressed his willingness to stand for re-election. Mr Alvin Lim would, upon re-election as a Director of the Company, continue to serve as Chief Operating Officer and Executive Director of the Company.

The motion to re-elect Mr Alvin Lim as a Director of the Company was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	72,551,725	2,133,050	74,684,775
Percentage	97.14%	2.86%	100%

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

IT WAS RESOLVED that Mr Lim Tai Meng Alvin, who was retiring pursuant to Regulation 104(2) of the Company's Constitution and Rule 720(5) of the Listing Manual, be and is hereby re-elected as a Director of the Company.

6. ORDINARY RESOLUTION 3: RE-ELECTION OF MR TAN KA HUAT AS DIRECTOR

The Chairman referred the Meeting to the resolution on the re-election as Director of Mr Tan, who was retiring from his office by rotation at the AGM pursuant to Regulation 104(2) of the Company's Constitution and Rule 720(5) of the Listing Manual. The Meeting was informed that Mr Tan was eligible for re-election as a Director and had expressed his willingness to stand for re-election. Mr Tan would, upon re-election as a Director of the Company, remain as the chairman of the Nominating Committee, as well as a member of the Audit and Risk and Remuneration Committees.

The motion to re-elect Mr Tan as a Director of the Company was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	72,551,725	2,133,050	74,684,775
Percentage	97.14%	2.86%	100%

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

IT WAS RESOLVED that Mr Tan Ka Huat, who was retiring pursuant to Regulation 104(2) of the Company's Constitution and Rule 720(5) of the Listing Manual, be and is hereby re-elected as a Director of the Company.

7. ORDINARY RESOLUTION 4: APPROVAL OF DIRECTORS' FEES FOR FY2025

The Chairman referred the Meeting to the resolution to approve the payment of Directors' fees for FY2025. The Board had recommended the payment of a sum of S\$150,000.

The motion to approve the payment of Directors' fees of S\$150,000 for FY2025 was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	72,551,775	2,133,050	74,684,775
Percentage	97.14%	2.86%	100%

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

IT WAS RESOLVED that the Directors' fees of S\$150,000 for FY2025 be and is hereby approved.

8. ORDINARY RESOLUTION 5: DECLARATION OF FINAL ONE-TIER TAX EXEMPT DIVIDEND

The Chairman referred the Meeting to the resolution on the declaration of the final one-tier tax exempt dividend of 0.25 cents per ordinary share for FY2025. The Chairman informed shareholders that if approved, the final one-tier tax exempt dividend would be paid on 28 November 2025.

The motion to approve the declaration of the final one-tier tax exempt dividend of 0.25 cents per ordinary share for FY2025 was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	74,684,775	0	74,684,775
Percentage	100.00%	0.00%	100%

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

IT WAS RESOLVED that the final one-tier tax exempt dividend of 0.25 cents per ordinary share for FY2025, be and is hereby approved.

9. ORDINARY RESOLUTION 6: RE-APPOINTMENT OF DELOITTE & TOUCHE LLP

The Chairman referred the Meeting to the resolution on the re-appointment of Deloitte & Touche LLP as the Company's auditors and to authorise the Directors to fix their remuneration. The Chairman informed the Meeting that Deloitte & Touche LLP had expressed their willingness to accept re-appointment as the Company's auditors.

The motion to re-appoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix Deloitte & Touche LLP's remuneration was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	74,674,775	10,000	74,684,775
Percentage	99.99%	0.01%	100%

Based on the poll results, the Chairman declared Ordinary Resolution 6 as carried.

IT WAS RESOLVED that Deloitte & Touche LLP be re-appointed as the Company's auditors, to hold office until the conclusion of the next AGM at a remuneration to be fixed by the Directors.

ANY OTHER ORDINARY BUSINESS

- 10.** As no notice was received in respect of any other ordinary business that may be properly transacted at the Meeting, the Chairman proceeded to deal with the special business set out in the Notice of AGM.

AS SPECIAL BUSINESS

11. ORDINARY RESOLUTION 7: AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY

The Chairman referred the Meeting to the resolution on the authorisation of the Directors to allot and issue shares in the capital of the Company pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Companies Act**”) and Rule 806 of the Listing Manual.

The motion for authority to be given to the Directors to allot and issue shares in the capital of the Company was duly proposed and seconded by shareholders.

The poll results received for this ordinary resolution were as follows:

Results	For	Against	Total
Vote	71,869,725	2,815,050	74,684,775
Percentage	96.23%	3.77%	100%

Based on the poll results, the Chairman declared Ordinary Resolution 7 as carried.

IT WAS RESOLVED that pursuant to Section 161 of the Companies Act and Rule 806 of the Listing Manual, authority be and is hereby given to the Directors of the Company to allot and issue:

- (a) shares; or
- (b) convertible securities; or
- (c) additional convertible securities issued pursuant to Rule 829 of the Listing Manual (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the additional securities are issued, provided that the adjustment does not give the holder a benefit that a shareholder does not receive); or
- (d) shares arising from the conversion of the securities in (b) and (c) above (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the shares are to be issued),

in the Company (whether by way of rights, bonus or otherwise) at any time to such persons and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, provided that:

- (i) the aggregate number of shares and convertible securities to be allotted and issued pursuant to this Resolution must be not more than 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company (calculated in accordance with (ii) below), of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 20% of the total number of issued shares (excluding treasury shares) in the capital of the Company (calculated in accordance with (ii) below); and
- (ii) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the number of shares and convertible securities that may be issued pursuant to (i) above, the percentage of issued shares shall

be calculated based on the total number of issued shares (excluding treasury shares) 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 convertible securities; (b) 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; and (c) any subsequent bonus issue, consolidation or subdivision of shares. Adjustments in accordance with (a) or (b) 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.

Unless revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, this Resolution shall remain 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 earlier.

12. CONCLUSION OF MEETING

There being no other business, the Chairman concluded the business of the AGM and thanked shareholders for their attendance. The Chairman declared the AGM closed at 12:06 p.m.

**CONFIRMED BY
LIM ENG HONG
CHAIRMAN**

ANNEX A

The following is a summary of the substantial and relevant comments or queries from shareholders and responses from management:

S/No.	Subject
1.	<p><u>CONSOLIDATION OF BURN-IN SERVICES BUSINESS SEGMENT INTO THE ENGINEERING SERVICES BUSINESS SEGMENT</u></p> <p>A shareholder of the Company noted that the Company’s business segments have been reduced from three to two, where the burn-in services business segment has been consolidated into the engineering services business segment, and queried as to the rationale behind this decision, in particular, whether this was due to declining revenue from the burn-in services segment.</p> <p>The Chairman noted that the revenue for burn-in services has declined over the years due to technological shifts in the automobile industry. Specifically, that the shift to electric vehicles away from internal combustion engine cars has resulted in reduced demand. As most of the Company’s customers mainly sell such internal combustion engine cars, this shift has resulted in reduced sale volume which impacts the Company. In addition, the emergence of Chinese manufacturers which are able to produce such automotive products at significantly lower prices has intensified price competition. Hence, with competitive prices and technological shifts, the Company’s customers were faced with reduced sales volume, which incentivised them to remove the burn-in service for their products in an attempt to reduce costs.</p> <p>The Chairman further highlighted that in light of the market situation, the Company wanted to consolidate the burn-in services segment into the engineering services segment to ensure more efficient utilisation of Company resources.</p> <p>A shareholder queried as to what the Company plans to do with its machines and equipment for burn-in services given this shrinking demand for such services.</p> <p>The Chairman noted that one of the options the Company is considering is to lease some of the burn-in equipment, which are still operational, to other companies.</p>
2.	<p><u>BUSINESS EXPANSION AND AUTOMATIC TEST EQUIPMENT (“ATE”) BOARD MANUFACTURING</u></p> <p>A shareholder queried on the business prospects of the Company.</p> <p>The Chairman informed that the Company plans to expand its footprint in China, and that the Company is looking to explore the ATE/Load Board manufacturing business in the upcoming financial year. This would involve the purchasing of equipment and hiring of new engineers and personnel, and hence the Company is expected to have to incur some expenditure in order to explore this business line. The Chairman clarified that any results will likely only be reflected in the following financial year. The Chairman further noted that several potential customers have expressed interest to the Company in establishing manufacturing operations in Singapore in view of the ongoing tariff situation between the United States and China.</p> <p>A shareholder queried as to whether ATE boards are mainly used for automotives, and whether there will be an expansion into China for the ATE board manufacturing. Mr Alvin Lim clarified that the Company has yet to enter into the ATE/Load Board industry, and noted that while the Company has expanded into</p>

	<p>China for its burn-in board manufacturing and is currently evaluating factories in China for Burn-In Board manufacturing, the ATE/Load Board manufacturing location will likely be in Singapore.</p> <p>A shareholder queried as to which segment the revenue from ATE board manufacturing will be recorded under. Mr Alvin Lim clarified that this will be recorded under the Board Manufacturing Services segment.</p> <p>In light of the Company's planned venture into China and potential competitors in China, a shareholder queried as to the Company's strengths for manufacturing these burn-in boards. Mr Alvin Lim noted that the Company already has the manufacturing and designing capabilities, as well as the necessary license for these particular burn-in boards, separately noting that there are not many companies that are able to manufacture these boards, reducing the number of competitors in the market. Mr Alvin Lim also explained that the Company has already delivered the boards for evaluation in China for another Chinese customer.</p>
<p>3.</p>	<p><u>POTENTIAL MERGERS AND ACQUISITIONS ("M&A") OPPORTUNITIES</u></p> <p>A shareholder enquired as to whether shareholders can expect the Company to undertake any M&A activities in the upcoming financial year.</p> <p>The Chairman clarified that the Company has taken a more prudent approach to M&A transactions, focusing on companies in the energy and technology sectors. The Chairman provided assurances that the Company will announce any such deals at the appropriate time. The CFO further elaborated that the Company continues to actively assess potential M&A opportunities, and that any material developments or transactions will be announced at the appropriate time.</p>
<p>4.</p>	<p><u>THE COMPANY'S CASH POSITION, RETURNS ON EQUITY ("ROE") AND REVENUE</u></p> <p>Based on the Annual Report, a shareholder queried as to how the Company plans to enhance its ROE. The CFO informed that the Company is in a strong cash position, and is always on the lookout for opportunities to invest in companies to grow its business.</p> <p>A shareholder noted that the Company's revenue has declined, and that the Company's plans to invest in and venture into new business lines will incur substantial expenditure. In this regard, the shareholder queried as to how the Company plans to bolster its revenue. The CFO clarified that the low revenue is attributable to the fact that the Company engages in "high-mix low-volume business", as well as consignments of material from customers. The CFO also reiterated the market headwinds the Company experienced the past financial year, and explained that the Company is looking to improve its revenue by exploring the ATE/Load Board manufacturing business and exploring potential M&A transactions. Mr Alvin Lim further emphasised the Company's aim is to achieve both organic growth and transformative growth in order to take the Company to the next level.</p>