

**KINGSMEN CREATIVES LTD.**  
(the “**Company**” and  
together with its subsidiaries, the “**Group**”)  
(Company Registration Number 200210790Z)  
(Incorporated in the Republic of Singapore)

**MINUTES OF TWENTY-THIRD ANNUAL GENERAL MEETING**

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PLACE	:	22 Changi Business Park Central 2 The Kingsmen Experience Singapore 486032
DATE	:	30 April 2026
TIME	:	10.00 a.m.
PRESENT	:	As per attendance list maintained by the Company
CHAIRMAN OF THE MEETING	:	Mr. Soh Siak Poh Benedict

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**QUORUM**

Mr. Soh Siak Poh Benedict, the Executive Chairman of the Group and the Chairman of the Twenty-Third Annual General Meeting (the “**Meeting**”), welcomed the shareholders of the Company (the “**Shareholders**”) to the Meeting.

There being a quorum, the Chairman of the Meeting declared the Meeting open at 10.00 a.m..

**PRESENTATION**

The Chairman of the Meeting invited Mr. Chong Siew Ling, the Group Chief Executive and Executive Director, to present an update on the business and operations of the Group and the key highlights of the Group for the financial year ended 31 December 2025 (“**FY2025**”) (the presentation slides for the presentation had been published on SGXNet and the Company’s website prior to the Meeting).

Mr. Chong informed the Shareholders that the market environment was generally positive in FY2025, with growing demand for experiential and creative solutions, although geopolitical tensions, inflationary pressures, and interest rate volatility continued through FY2025. Mr Chong presented the following for FY2025:

- (i) the key highlights of the Group, including financial highlights, a breakdown of its revenue by activities and geographical region, and a segmental business overview;
- (ii) the key projects undertaken by each of the Group’s divisions; and
- (iii) the efforts of the Group in corporate development, including in the areas of sustainability, community and industry involvement, training and development, and staff well-being and engagement.

Mr. Chong informed the Shareholders that in respect of the financial year ending 31 December 2026 (“FY2026”):

- (i) the outlook for FY2026 is generally positive, with the Group poised to capitalise on sustained demand for experiential and immersive engagements and the expansion of regional and global brands into new markets. The Group will continue to navigate resource and supply chain pressures, rising inflation, and interest rate uncertainty; and
- (ii) the Group remains committed to driving growth and profitability, including through strategic market expansion by leveraging on its expertise in turnkey experiential solutions, optimising operational efficiency, and deepening strategic partnerships across its experiential and location-based entertainment (“LBE”) ecosystems. The Group will also continue to focus on sustainability as a key driver of long-term value.

Mr. Chong presented an update on various noteworthy projects and areas of opportunity in the following areas: LBE attractions, luxury retail, design consultancy, and the development of the Group’s integrated innovation and production facility, Nantong 2.0, in Nantong, China.

The Chairman of the Meeting thanked Mr. Chong for his presentation.

## **NOTICE**

The Notice of the Meeting dated 14 April 2026 was taken as read.

## **VOTING BY WAY OF POLL**

The Chairman of the Meeting informed the Shareholders that pursuant to requirements, the proposed resolutions put to vote at the Meeting shall be decided by way of poll. DrewCorp Services Pte Ltd was appointed the Scrutineer.

The Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd, explained the procedures for the poll voting process.

## **ORDINARY BUSINESS**

### **1. DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS – ORDINARY RESOLUTION 1**

The Meeting proceeded to receive and consider the Directors’ Statement and Audited Financial Statements of the Company for FY2025 together with the Auditors’ Report thereon.

The following motion was duly proposed and seconded:

“That the Directors’ Statement and Audited Financial Statements of the Company for FY2025 together with the Auditors’ Report thereon be and are hereby received and adopted.”

The Chairman of the Meeting invited questions from the Shareholders. After the questions from the Shareholders had been answered, the motion was put to vote by way of poll. The Chairman of the Meeting read certain legal provisions governing the casting of votes on a poll for the Shareholders’ reference.

The Chairman of the Meeting directed the Shareholders to sign the voting slip and indicate their vote on the voting slip.

**2. FINAL TAX EXEMPT ONE-TIER DIVIDEND – ORDINARY RESOLUTION 2**

The Directors of the Company had recommended the payment of a final tax exempt one-tier dividend of 3 Singapore cents per ordinary share for FY2025. If approved, the dividend would be paid on 29 May 2026.

The following motion was duly proposed and seconded:

“That the payment of a final tax exempt one-tier dividend of 3 Singapore cents per ordinary share for FY2025 be and is hereby approved.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

**3. RE-ELECTION OF MR. CHONG SIEW LING – ORDINARY RESOLUTION 3**

The Meeting proceeded to re-elect Directors of the Company.

Mr. Chong Siew Ling retired his office pursuant to Regulations 89 and 90 of the Company’s Constitution (the “**Constitution**”).

Mr. Chong had signified his consent to continue in office.

The following motion was duly proposed and seconded:

“That Mr. Chong Siew Ling be re-elected a Director of the Company.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

**4. RE-ELECTION OF MR. TAN CHER LIANG – ORDINARY RESOLUTION 4**

Mr. Tan Cher Liang retired his office pursuant to Regulations 89 and 90 of the Constitution.

Mr. Tan had signified his consent to continue in office.

The Chairman of the Meeting informed the Shareholders that upon his re-election, Mr. Tan will remain as a Non-Executive Director of the Company and continue to serve as a Member of the Audit Committee.

The following motion was duly proposed and seconded:

“That Mr. Tan Cher Liang be re-elected a Director of the Company.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

**5. RETIREMENT OF MS. TAN GUAN HIANG**

The Meeting proceeded to note the retirement of Ms. Tan Guan Hiang who retired by rotation pursuant to Regulation 89 of the Constitution and did not seek re-election as a Director of the Company. Ms. Tan was an Independent Director of the Company and served as the Chairwoman of the Remuneration Committee and as a Member of the Audit Committee and Nominating Committee. The Chairman of the Meeting expressed the gratitude of the Board of Directors of the Company (the “**Board**”) to Ms. Tan for her contributions and years of service to the Company during her tenure as an Independent Director of the Company. Ms. Tan thanked the Board and the Shareholders for the opportunity to have served and expressed her appreciation for the support received during her tenure.

**6. APPROVAL OF PAYMENT OF DIRECTORS' FEES – ORDINARY RESOLUTION 5**

The Directors of the Company had recommended the payment of a sum of S\$280,000 as Directors' fees for FY2025.

The following motion was duly proposed and seconded:

"That the payment of Directors' fees of S\$280,000 for FY2025 be approved."

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

**7. RE-APPOINTMENT OF RSM SG ASSURANCE LLP – ORDINARY RESOLUTION 6**

The Directors of the Company had recommended the re-appointment of RSM SG Assurance LLP, who had expressed their willingness to continue in office, as the Company's Auditors.

The following motion was duly proposed and seconded:

"That RSM SG Assurance LLP be re-appointed as Auditors of the Company until the next annual general meeting of the Company, at a remuneration to be fixed by the Directors of the Company."

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

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

**SPECIAL BUSINESS**

**8. AUTHORITY TO ALLOT AND ISSUE SHARES – ORDINARY RESOLUTION 7**

Ordinary Resolution 7 was to authorise the Directors of the Company to allot and issue shares in the capital of the Company ("**Shares**") pursuant to Section 161 of the Companies Act 1967 (Singapore) (the "**Companies Act**") and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**").

The following motion was duly proposed and seconded:

"That, pursuant to Section 161 of the Companies Act and Rule 806 of the Listing Manual of the SGX-ST, the Directors of the Company be authorised and empowered to:

- (a) (i) issue 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 of the Company shall 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 Instrument made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) and convertible securities to be issued pursuant to this Resolution shall not exceed fifty per cent. (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 and convertible securities to be issued other than on a pro-rata basis to the Shareholders shall not exceed twenty per cent. (20%) 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);
- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares and convertible securities that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company 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 of the passing of this Resolution, after adjusting for:
  - (a) new Shares arising from the conversion or exercise of convertible securities which were issued and outstanding or subsisting at the time of the passing of this Resolution;
  - (b) new Shares arising from exercising share options or vesting of share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with the rules of the Listing Manual of the SGX-ST; and
  - (c) any subsequent bonus issue, consolidation or subdivision of Shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST as amended from time to time (unless such compliance has been waived by the SGX-ST) and the Constitution; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue 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 the earlier.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

9. **AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE KINGSMEN PERFORMANCE SHARE SCHEME – ORDINARY RESOLUTION 8**

Ordinary Resolution 8 was to authorise the Directors of the Company to grant share awards in accordance with the Kingsmen Performance Share Scheme (the “**Scheme**”) pursuant to Section 161 of the Companies Act and to allot and issue such shares as may be required to be issued upon the vesting of the share awards under the Scheme.

The Chairman of the Meeting highlighted that the directors and employees of the Group who are also shareholders and eligible to participate in the Scheme, being interested in the Scheme, would abstain from voting on Ordinary Resolution 8. Associates of such directors and employees would also abstain from voting on Ordinary Resolution 8.

The following motion was duly proposed and seconded:

“That pursuant to Section 161 of the Companies Act, the Directors of the Company be and are hereby authorised and empowered to grant awards in accordance with the Scheme and allot and issue from time to time such number of Shares to the holders of awards granted by the Company under the Scheme upon the vesting of such share awards in accordance with the terms and conditions of the Scheme, provided always that the aggregate number of Shares issued and issuable pursuant to the Scheme and any other share based incentive schemes of the Company shall not exceed fifteen per cent. (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

**10. PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE – ORDINARY RESOLUTION 9**

Ordinary Resolution 9 was to approve the renewal of the Share Purchase Mandate, which will authorise the Directors of the Company to exercise all the powers of the Company to purchase or otherwise acquire ordinary Shares in the issued share capital of the Company pursuant to Sections 76C and 76E of the Companies Act in the manner and subject to the limits set out in the Circular to Shareholders dated 14 April 2026.

The following motion was duly proposed and seconded:

“That:

(a) for the purposes of Sections 76C and 76E of the Companies Act, the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire ordinary Shares in the issued share capital of the Company not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) market purchases (each a “**Market Purchase**”) on the SGX-ST transacted through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
- (ii) off-market purchases (each an “**Off-Market Purchase**”) effected otherwise than on the SGX-ST in accordance with any equal access scheme as may be determined or formulated by the Directors of the Company as they consider fit, such scheme shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);

(b) the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the passing of this Resolution and expiring on the earliest of:

- (i) the date on which the next annual general meeting of the Company is held or is required by law to be held;
- (ii) the date on which Share purchases or acquisitions have been carried out to the full extent permitted under the Share Purchase Mandate; or
- (iii) the date on which the authority contained in the Share Purchase Mandate is varied or revoked by an ordinary resolution of Shareholders in general meeting;

(c) in this Resolution:

**“Prescribed Limit”** means ten per cent. (10%) of the issued ordinary Shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the passing of this Resolution; and

**“Maximum Price”** in relation to a Share to be purchased or acquired, means an amount (excluding brokerage, trading fee, clearing fee, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of a Market Purchase: 105 per cent. (105%) of the Average Closing Price (as hereinafter defined); and
- (ii) in the case of an Off-Market Purchase: 120 per cent. (120%) of the Highest Last Dealt Price (as hereinafter defined),

where:

**“Average Closing Price”** means the average of the closing market prices of a Share over the last five (5) market days, on which transactions in the Shares were recorded, immediately preceding the date of the Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five-day market period and the date of the Market Purchase;

**“Highest Last Dealt Price”** means the highest price transacted for a Share as recorded on the market day on which transactions in the Shares were recorded, immediately preceding the date of the making of the offer (as hereinafter defined) pursuant to the Off-Market Purchase; and

**“date of the making of the offer”** means the date on which the Company announces its intention to make an offer for an Off-Market Purchase, stating the purchase or acquisition price (which shall not be more than the Maximum Price for an Off-Market Purchase calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

- (d) 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.”

The motion was put to vote by way of poll, and the Chairman of the Meeting directed the Shareholders to indicate their vote on the voting slip.

The Chairman of the Meeting directed the Shareholders to submit their voting slips when they have finished voting. The Chairman of the Meeting informed that there would be a short interval while the votes were being counted and invited the Shareholders to proceed outside the meeting room for a break before receiving the results of the poll.

## CONCLUSION

The Chairman of the Meeting announced that the results of the poll were finalised.

The Chairman of the Meeting announced the following results of the poll:

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 and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<b>AS ORDINARY BUSINESS</b>					
<b>Ordinary Resolution 1</b> Adoption of Directors' Statement and Audited Financial Statements for FY2025	114,827,102	114,819,102	99.99	8,000	0.01
<b>Ordinary Resolution 2</b> Declaration of a final tax exempt one-tier dividend of 3 Singapore cents per ordinary share for FY2025	114,827,102	114,819,102	99.99	8,000	0.01
<b>Ordinary Resolution 3</b> Re-election of Mr. Chong Siew Ling as a Director of the Company	114,827,102	114,819,102	99.99	8,000	0.01
<b>Ordinary Resolution 4</b> Re-election of Mr. Tan Cher Liang as a Director of the Company	114,827,102	114,636,302	99.83	190,800	0.17
<b>Ordinary Resolution 5</b> Approval of Directors' fees of S\$280,000 for FY2025	114,827,102	114,819,102	99.99	8,000	0.01
<b>Ordinary Resolution 6</b> Re-appointment of RSM SG Assurance LLP as the Company's Auditors and authorisation of the Directors of the Company to fix their remuneration	114,827,102	114,764,102	99.95	63,000	0.05
<b>AS SPECIAL BUSINESS</b>					
<b>Ordinary Resolution 7</b> Authority to allot and issue Shares	114,827,102	114,498,702	99.71	328,400	0.29
<b>Ordinary Resolution 8</b> Authority to allot and issue Shares under the Scheme	7,684,772	7,463,972	97.13	220,800	2.87
<b>Ordinary Resolution 9</b> Proposed renewal of the Share Purchase Mandate	114,827,102	114,789,102	99.97	38,000	0.03

There being no other business to transact, the Chairman of the Meeting declared the Meeting closed at 12.00 p.m. and thanked everyone for their attendance.

Confirmed as a True Record

Soh Siak Poh Benedict  
Chairman of the Meeting

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(the “**Company**” and  
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(Company Registration Number 200210790Z)  
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**QUESTIONS RAISED BY SHAREHOLDERS  
AT THE TWENTY-THIRD ANNUAL GENERAL MEETING**

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PLACE	:	22 Changi Business Park Central 2 The Kingsmen Experience Singapore 486032
DATE	:	30 April 2026
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PRESENT	:	As per attendance list maintained by the Company
CHAIRMAN OF THE MEETING	:	Mr. Soh Siak Poh Benedict

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1. In response to a question regarding the Group’s continued competitive advantage against its competition, Mr. Chong Siew Ling informed that the Group has invested time and resources in building robust client relationships and a reliable name as a leading turnkey solutions provider, including through prompt delivery of quality services and intimate understanding of clients’ needs. As such, the Group remains confident in maintaining its competitive edge.
2. In response to a question regarding the Group’s profitability trend, Mr. Soh Siak Poh Benedict informed that profitability improved in FY2025 as compared to the preceding financial year due to the Group’s continued efforts to increase operational efficiency and maintain market relevance.
3. In response to a question regarding the profitability of large-scale projects undertaken by the Group, Mr. Chong Siew Ling informed that the projects have been generally profitable, and the Group is committed to monitoring costs and billing and collecting payments promptly.
4. In response to a question regarding the impact of ongoing geopolitical conflicts on the Group’s operations, Mr. Chong Siew Ling informed that the Group has mitigated potential disruptions through a diversified procurement strategy, including sourcing from neighbouring countries unaffected by the conflicts. The Group also maintains active communication with stakeholders such as suppliers to manage necessary adjustments and continues to monitor the situation closely.
5. In response to a question regarding future dividends, Mr. Soh Siak Poh Benedict informed that the Company aspires to a dividend payment of between 30% to 50% of the Group’s net annual profit, as disclosed in its annual report for FY2025.
6. In response to a question regarding the Group’s impairment loss on doubtful trade receivables in FY2025, Mr. Tan Yong Kwang informed that although accounting provisions were made for such impairment loss in accordance with applicable accounting standards, the Group continues to pursue outstanding debts, and the provisions will be adjusted or reversed accordingly as collections are realised.

7. In response to a question regarding prepayments made by the Group in FY2025, Mr. Tan Yong Kwang informed that the prepayments were made to support ongoing business activities and enabled the Group to lock in supplies and mitigate price fluctuations or receive favourable pricing.
8. In response to a question regarding the Group's plans to leverage artificial intelligence ("AI") in its operations, Mr. Chong Siew Ling informed that the Group continues to actively explore AI tools to improve productivity and expand revenue streams, including the provision of creative services through digital technology. Mr. Simon Ong Chin Sim informed that notwithstanding the Group's AI adoption, the human element – design sense and creative judgment – remains vital to maximising AI-driven efficiencies. Mr. Soh Siak Poh Benedict informed that the Group is an early adopter of AI as it foresees AI being beneficial to the Group's growth.
9. In response to a question regarding the Group's talent recruitment and retention efforts, Ms. Tan Guan Hiang informed that talent recruitment and retention is a continual exercise for the Group, which has been harnessing its human capital to support its growth and standing.
10. In response to a question regarding Ordinary Resolution 9 (Proposed Renewal of the Share Purchase Mandate), Mr. Soh Siak Poh Benedict informed that the proposed resolution was to enable the Company to maintain the flexibility to conduct share repurchases, in line with the current mandate.
11. In response to questions regarding the Company's integrated innovation and production facility, Nantong 2.0, in Nantong, China, Mr. Alex Wee Huat Seng informed that Nantong 2.0 is intended to ease supply chain pressures, improve price competitiveness, raise operational efficiency, and reduce exposure to external uncertainties. Scheduled to commence operation this year, the facility represents a strategic move to leverage the human capital, technology and resources in China. Nantong 2.0 strengthens the Group's capacity to serve global clientele and capture emerging opportunities in the North Asian market. The facility is expected to be used by the Group and select partners.