

KARIN TECHNOLOGY HOLDINGS LIMITED
(Incorporated in Bermuda)

Minutes of the Annual General Meeting of the Company held at Empress Ballroom 3, Level 2, Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 on Tuesday, 28 October 2025 at 10:00 a.m.

PRESENT

Board of Directors	:	Mr Ng Kin Wing, Raymond (Executive Chairman & Executive Director) Mr Ng Mun Kit, Michael (Chief Executive Officer & Executive Director) Mr Yan Yuk Ping, Juni (Executive Director) Mr Kuan Cheng Tuck (Independent Director) Mr Lo Kim Seng (Independent Director) Mr Share Wai Chiu, Victor (Independent Director)
Finance Director and Joint Company Secretary	:	Mr Lam Cheuk Yin, Kenneth
Joint Company Secretary	:	Ms Chan Lai Yin
Audit Partner from Ernst & Young LLP	:	Mr Lim Tze Yuen
Shareholders	:	As per Attendance List

CHAIRMAN

Mr Ng Kin Wing, Raymond chaired the meeting and welcomed shareholders to the AGM of the Company ("AGM" or "Meeting") and proceeded to introduce the Directors present at the AGM.

QUORUM

The Joint Company Secretaries confirmed that a quorum was present and the Chairman declared the AGM open.

NOTICE

With the consent of the Meeting, the Notice of AGM dated 13 October 2025 ("AGM Notice") was taken as read.

VOTING BY POLL

The Chairman exercised his right as Chairman of the meeting and demanded for all resolutions tabled at the meeting be voted by way of poll. Shareholders present physically were invited to cast their votes on the resolutions to be tabled at the AGM using the voting feature available at the Convene platform during the course of the AGM.

The Chairman informed that the Company had appointed Entrust Advisory Pte. Ltd. as scrutineer for the poll at the AGM for verification and supervision of the counting of the votes of all such valid proxy forms submitted by shareholders by the submission deadline

and also verify votes cast by shareholders during the AGM.

The Chairman informed that he has voted in accordance with the respective instructions, of shareholders who have appointed the Chairman as proxy, to vote for or against or abstain from voting on the resolutions tabled at the AGM.

After shareholders watched the presentation for live voting in real time via the Convene platform, the Chairman proceeded with the businesses of the AGM. Shareholders were invited to cast their vote in real time.

ORDINARY BUSINESS

1. AUDITED FINANCIAL STATEMENTS, DIRECTORS' STATEMENT AND AUDITOR'S REPORT FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

The Chairman proposed the motion for Resolution 1 as follow:

"That the Audited Financial Statements for the financial year ended 30 June 2025, Directors' Statement and Auditors' Report thereon, be hereby received and adopted."

The motion was seconded by Mdm Leung Tak Ching.

The Chairman invited questions from shareholders relating to Ordinary Resolution 1 tabled at the meeting. Questions raised and replies made during the meeting are set out in the Appendix 'A' annexed to these minutes.

2. DECLARATION OF FINAL DIVIDEND

The Chairman informed shareholders present that the proposed final dividend, if approved, would be paid on 18 November 2025, to members registered in the Register of Members at the close of business on 5 November 2025.

The Chairman proposed the motion:

"That a final dividend of HK3.88 cents per ordinary share for the financial year ended 30 June 2025 be approved."

The motion was seconded by Mr Lawrence Kwan.

There being no question, the Chairman put Ordinary Resolution 2 to the vote.

3. DIRECTORS' FEES

The Chairman proposed the motion for Resolution 3:

"That the Directors' fees of HK\$802,000 for the financial year ended 30 June 2025 be approved."

Mr Lawrence Kwan seconded the said motion.

There being no question, the Chairman proceed to the next resolution.

4. RE-ELECTION OF MR LO KIM SENG AS A DIRECTOR

In accordance with Bye-Law 85(6) of the Company's Bye-Laws, Mr Lo Kim Seng retires as a Director at the Meeting and being eligible, offered himself for re-election.

The Chairman informed shareholders that Mr Lo Kim Seng, if re-elected, he will remain as Chairman of the Nominating Committee and Remuneration Committee and a member of the Audit and Risk Management Committee and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX.

The Chairman proposed the motion:

"That Mr Lo Kim Seng be re-elected as a Director of the Company."

The motion was seconded by Mdm Leung Tak Ching.

There being no question, the Chairman proceed to the next resolution.

5. RE-ELECTION OF MR SHARE WAI CHIU, VICTOR AS A DIRECTOR

In accordance with Bye-Law 85(6) of the Company's Bye-Laws, Mr Share Wai Chiu, Victor retires as a Director at the Meeting and being eligible, offered himself for re-election.

The Chairman informed shareholders that Mr Share Wai Chiu, Victor, if re-elected, he will remain as a member of the Audit and Risk Management Committee, Nominating Committee and Remuneration Committee and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX.

The Chairman proposed the motion:

"That Mr Share Wai Chiu, Victor be re-elected as a Director of the Company."

The motion was seconded by Mdm Leung Tak Ching.

There being no question, the Chairman put Ordinary Resolution 5 to the vote.

6. RE-ELECTION OF MR KUAN CHENG TUCK AS A DIRECTOR

In accordance with Bye-Law 86 of the Company's Bye-Laws, Mr Kuan Cheng Tuck retires as a Director at the Meeting and being eligible, offered himself for re-election.

The Chairman informed shareholders that Mr Kuan Cheng Tuck, if re-elected, he will remain as Chairman of the Audit and Risk Management Committee and a member of the Nominating Committee and Remuneration Committee and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX.

The Chairman proposed the motion:

"That Mr Kuan Cheng Tuck be re-elected as a Director of the Company."

The motion was seconded by Mr Lawrence Kwan.

There being no question, the Chairman proceed to the next resolution.

7. RE-ELECTION OF MR NG KIN WING, RAYMOND AS A DIRECTOR

Mr Ng Kin Wing, Raymond invited Mr Ng Mun Kit, Michael to chair the Meeting for Resolution 7 relating to his re-appointment as a Director of the Company.

Mr Ng Mun Kit, Michael took the chair as Chairman for Resolution 7.

In accordance with Bye-law 86 of the Company's Bye-Laws, Mr. Ng Kin Wing, Raymond retires from office at the AGM and being eligible, offered himself for re-election.

The Chairman proposed the motion for Resolution 7:

"That Mr Ng Kin Wing, Raymond be re-elected as a Director of the Company."

The motion was seconded by Mdm Leung Tak Ching.

There being no question, the Chairman proceed to the next resolution.

Mr Ng Mun Kit, Michael passed the chair of the meeting back to Mr Ng Kin Wing, Raymond as Chairman of the meeting.

8. RE-APPOINTMENT OF AUDITOR

The Chairman informed shareholders present that Messrs Ernst & Young LLP have confirmed their willingness to accept re-appointment as Auditor of the Company.

The Chairman proposed "That Messrs Ernst & Young LLP be and are hereby re-appointed as Auditor of the Company and that the Directors be authorized to fix their remuneration."

The motion was duly seconded by Mr Lawrence Kwan.

There being no question, the Chairman proceed to the next resolution.

SPECIAL BUSINESS

9. AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman proposed the motion for Ordinary Resolution 9 as set out in the AGM Notice and it was duly seconded by Mdm Leung Tak Ching.

There being no question, the Chairman proceed to the next resolution.

10. AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE KARIN PERFORMANCE SHARE PLAN

The Chairman proposed the motion for Ordinary Resolution 10 as set out in the AGM Notice and it was duly seconded by Mr Lawrence Kwan.

There being no question, the Chairman proceed to the next resolution.

11. AUTHORITY TO GRANT OPTIONS AND ISSUE SHARES UNDER THE 2024 KARIN EMPLOYEE SHARE OPTION SCHEME

The Chairman proposed the motion for Ordinary Resolution 11 as set out in the AGM Notice and it was duly seconded by Mdm Leung Tak Ching.

There being no question, the Chairman proceed to the next resolution.

12. AUTHORITY TO GRANT OPTIONS AT A DISCOUNT UNDER THE 2024 KARIN EMPLOYEE SHARE OPTION SCHEME

The Chairman proposed the motion for Ordinary Resolution 12 as set out in the AGM Notice and it was duly seconded by Mr Lawrence Kwan.

There being no question, the Chairman proceed to the next resolution.

13. PROPOSED RENEWAL OF THE SHARE BUYBACK MANDATE

The Chairman proposed the motion for Ordinary Resolution 13 as set out in the AGM Notice and it was duly seconded by Mdm Leung Tak Ching.

There was no question from shareholders present.

Shareholders were given time to cast their votes before polling was closed.

POLL RESULTS

After a recess for verification of poll results cast by live voting in real time, the Chairman announced the poll results as follows:

For Ordinary Resolution 1 relating to the Audited Financial Statements for the financial year ended 30 June 2025, Directors' Statement and Auditors' Report, 151,276,862 ordinary shares representing 100% voted 'For' and 0 ordinary share representing 0.00% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 1 carried.

For Ordinary Resolution 2 relating to the approval of the Final Dividend, 151,276,862 ordinary shares representing 100% voted 'For' and 0 ordinary share representing 0.00% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 2 carried.

For Ordinary Resolution 3 relating to the approval of Directors' Fees for the financial year ended 30 June 2025, 151,257,862 ordinary shares representing 99.99% voted 'For' and 19,000 ordinary shares representing 0.01% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 3 carried.

For Ordinary Resolution 4 relating to the re-election of Mr Lo Kim Seng as a director of the Company, 151,257,862 ordinary shares representing 99.99% voted 'For' and 19,000 ordinary shares representing 0.01% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 4 carried.

For Ordinary Resolution 5 relating to the re-election of Mr Share Wai Chiu, Victor as a director of the Company, 151,257,862 ordinary shares representing 99.99% voted 'For' and 19,000 ordinary shares representing 0.01% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 5 carried.

For Ordinary Resolution 6 relating to the re-election of Mr Kuan Cheng Tuck as a director of the Company, 151,257,862 ordinary shares representing 99.99% voted 'For' and 19,000 ordinary shares representing 0.01% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 6 carried.

For Ordinary Resolution 7 relating to the re-election of Mr Ng Kin Wing, Raymond as a director of the Company, 80,617,912 ordinary shares representing 99.98% voted 'For' and 19,000 ordinary shares representing 0.02% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 7 carried.

For Ordinary Resolution 8 relating to the re-appointment of Messrs Ernst & Young LLP as Auditor and to authorize the Directors to fix their remuneration, 151,257,862 ordinary shares representing 99.99% voted 'For' and 19,000 ordinary shares representing 0.01% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 8 carried.

For Ordinary Resolution 9 relating to the authority to allot and issue shares in the Company, 143,103,462 ordinary shares representing 94.60% voted 'For' the Resolution and 8,173,400 ordinary shares representing 5.40% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 9 carried.

For Ordinary Resolution 10 relating to the authority to allot and issue shares under the Karin Performance Share Plan, 143,103,462 ordinary shares representing 94.60% voted 'For' the Resolution and 8,173,400 ordinary shares representing 5.40% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 10 carried.

For Ordinary Resolution 11 relating to the authority to Directors to grant options and issue shares under the 2024 Karin Employee Share Option Scheme, 143,103,462 ordinary shares representing 94.60% voted 'For' the Resolution and 8,173,400 ordinary shares representing 5.40% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 11 carried.

For Ordinary Resolution 12 relating to the authority to Directors to grant options at a discount under the 2024 Karin Employee Share Option Scheme, 143,103,462 ordinary shares representing 94.60% voted 'For' the Resolution and 8,173,400 ordinary shares representing 5.40% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 12 carried.

For Ordinary Resolution 13 relating to the proposed renewal of the Share Buyback Mandate, 151,276,862 ordinary shares representing 100% voted 'For' and 0 ordinary share representing 0.00% voted "Against" the Resolution. The Chairman declared Ordinary Resolution 13 carried.

CONCLUSION

There being no other business, the Chairman thanked the members for their attendance and declared the Meeting closed at 10.39 a.m.

SIGNED AS A CORRECT RECORD OF THE PROCEEDINGS

NG KIN WING, RAYMOND
CHAIRMAN