

FOOD EMPIRE HOLDINGS LIMITED

(Company Registration No. 200001282G)
(Incorporated in Singapore)

MINUTES OF ANNUAL GENERAL MEETING

PLACE	:	Four Points by Sheraton Singapore Riverview Jubilee Ballroom, 4 th Storey 382 Havelock Road, Singapore 169629
DATE	:	25 April 2023
TIME	:	3:00 p.m.
PRESENT	:	As set out in the attendance records maintained by the Company.
IN ATTENDANCE	:	As set out in the attendance records maintained by the Company.
CHAIRMAN	:	Mr. Tan Wang Cheow

Mr. Tan Wang Cheow, the Chairman welcomed all shareholders to the Company's 2023 Annual General Meeting ("**Meeting**" or "**AGM**").

QUORUM

As a quorum was present, the Chairman declared the meeting open at 3:00 p.m.

NOTICE OF MEETING

The Notice convening the meeting was taken as read.

INTRODUCTION

The Chairman proceeded to introduce the members of the Board, the Chief Financial Officer and the Chief Operating Officer to those present at the Meeting.

VOTING BY WAY OF A POLL

The Chairman informed the meeting that as Chairman of the Meeting, he had been appointed proxy by a number of shareholders and he would vote in accordance with the wishes of these shareholders who had appointed him as proxy. All resolutions tabled at the meeting would be voted on by electronic polling. Boardroom Corporate & Advisory Services Pte Ltd had been appointed the polling agent and Drewcorp Services Pte Ltd had been appointed the scrutineer.

ORDINARY BUSINESS:

1. DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS – RESOLUTION

Resolution 1 was to receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the year ended 31 December 2022 together with the Auditor's Report thereon.

The following motion was proposed by the Chairman and was seconded by Mr Teh Swee Khoi:-

"That the Directors' Statement and the Audited Financial Statements of the Company for the year ended 31 December 2022 together with the Auditor's Report thereon be received and adopted."

After dealing with questions, as shown in the "Annexure A", the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	366,421,996 (99.99%)
Number of valid votes "Against"	32,400 (0.01%)

Based on the poll results, the Chairman declared the motion carried.

2. FIRST AND FINAL DIVIDEND – RESOLUTION 2

The Directors had recommended the payment of a first and final dividend of S\$0.044 per ordinary share (one-tier tax exempt) for the financial year ended 31 December 2022.

The following motion was proposed by the Chairman and was seconded by Mr Teh Swee Khoi:

"That the payment of a first and final dividend of S\$0.044 per ordinary share (one-tier tax exempt) for the financial year ended 31 December 2022 be approved."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	366,692,896 (100.00%)
Number of valid votes "Against"	0 (0.00%)

Based on the poll results, the Chairman declared the motion carried.

3. RE-ELECTION OF DIRECTOR – RESOLUTION 3

It was noted that Mdm. Tan Guek Ming, who was retiring under Article 115 of the Company's Constitution, had signified her consent to continue in office.

It was noted that Mdm. Tan Guek Ming would, upon re-election as a Director of the Company, remain as a member of the Audit Committee and Remuneration Committee.

The motion was proposed by the Chairman and seconded by Mr Teh Swee Khoi:-

"That Mdm. Tan be re-elected as a Director of the Company."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	357,141,799 (97.44%)
Number of valid votes "Against"	9,369,196 (2.56%)

Based on the poll results, the Chairman declared the motion carried.

4. RE-ELECTION OF DIRECTOR – RESOLUTION 4

It was noted that Mr Sudeep Nair, who was retiring under Article 115 of the Company's Constitution, had signified his consent to continue in office.

It was noted that Mr Sudeep Nair would, upon re-election as a Director of the Company, remain as the Group Chief Executive Officer and Executive Director of the Company.

The motion was proposed by the Chairman and seconded by Mr Teh Swee Khoi:-

"That Mr Sudeep Nair be re-elected as a Director of the Company."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	358,998,071 (97.90%)
Number of valid votes "Against"	7,704,725 (2.10%)

Based on the poll results, the Chairman declared the motion carried.

5. RE-ELECTION OF DIRECTOR – RESOLUTION 5

It was noted that Mr Saw Meng Tee, who was retiring under Article 115 of the Company's Constitution, had signified his consent to continue in office.

It was noted that Mr Saw Meng Tee would, upon re-election as a Director of the Company, remain as the Lead Independent Director of the Company, Chairman of Audit Committee and a member of Nominating Committee and Remuneration Committee and would be considered independent pursuant to Rule 704(8) of the Main Board Listing Rules of Singapore Exchange Securities Trading Limited ("SGX-ST").

The motion was proposed by the Chairman and seconded by Mr Teh Swee Khoi:-

"That Mr Saw Meng Tee be re-elected as a Director of the Company."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	361,059,624 (98.58%)
Number of valid votes "Against"	5,191,171 (1.42%)

Based on the poll results, the Chairman declared the motion carried.

6. DIRECTORS' FEES – RESOLUTION 6

Resolution 6 was to approve the payment of Directors' fees for the year ended 31 December 2022.

The Board had recommended the payment of Directors' fees of S\$448,832.00 for the year ended 31 December 2022.

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

"That the payment of Directors' fees of S\$448,832.00 for the year ended 31 December 2022 be approved."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	365,687,595 (99.91%)
Number of valid votes "Against"	320,100 (0.09%)

Based on the poll results, the Chairman declared the motion carried.

7. RE-APPOINTMENT OF AUDITOR – RESOLUTION 7

Resolution 7 was to re-appoint auditor and to authorise Directors to fix their remuneration.

The retiring auditor, Ernst & Young LLP, had expressed their willingness to continue in office.

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

"That Ernst & Young LLP be re-appointed as auditor of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration."

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	365,546,224 (99.80%)
Number of valid votes "Against"	734,571 (0.20%)

Based on the poll results, the Chairman declared the motion carried.

8. OTHER ORDINARY BUSINESS

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

SPECIAL BUSINESS:**9. AUTHORITY TO ISSUE SHARES – RESOLUTION 8**

Resolution 8 was to authorise Directors to issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore and Rule 806 of the Listing Manual of the SGX-ST.

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

“That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "Companies Act") and Rule 806 of the Main Board Listing Rules of SGX-ST, the Directors of the Company 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 of the Company 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 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) to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) 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 shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-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 shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) 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 any convertible securities;
 - (b) new shares arising from the exercise of share options or vesting of share awards;

and

(c) any subsequent bonus issue, consolidation or subdivision of shares;

provided that adjustments in accordance with (2)(a) or (2)(b) above is 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 of the SGX-ST 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 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 earlier.”

There being no questions, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes “For”	360,765,524 (98.48%)
Number of valid votes “Against”	5,573,571 (1.52%)

Based on the poll results, the Chairman declared the motion carried.

10. AUTHORITY TO ISSUE SHARES UNDER THE FOOD EMPIRE HOLDINGS LIMITED EMPLOYEES' SHARE OPTION SCHEME ("2012 OPTION SCHEME") – RESOLUTION 9

Resolution 9 was to authorise Directors to issue shares under the Food Empire Holdings Limited Employees' Share Option Scheme ("2012 Option Scheme").

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

“That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised and empowered under the 2012 Option Scheme to 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 options granted by the Company under the 2012 Option Scheme approved by shareholders on 27 April 2012, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the 2012 Option Scheme and all other share-based incentive schemes of the Company shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.”

After dealing with questions, as shown in the “Annexure A”, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	354,599,124 (96.74%)
Number of valid votes "Against"	11,965,071 (3.26%)

Based on the poll results, the Chairman declared the motion carried.

11. AUTHORITY TO GRANT OPTIONS AND TO ISSUE SHARES UNDER THE FOOD EMPIRE HOLDINGS LIMITED EMPLOYEES' SHARE OPTION SCHEME 2022 ("2022 OPTION SCHEME") – RESOLUTION 10

Resolution 10 was to authorise Directors to grant options and to issue shares under the Food Empire Holdings Limited Employees' Share Option Scheme 2022 ("2022 Option Scheme").

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

"That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised and empowered to offer and grant options under the 2022 Option Scheme and to 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 options granted or to be granted by the Company under the 2022 Option Scheme approved by shareholders on 22 April 2022, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the 2022 Option Scheme and all other share-based incentive schemes of the Company shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier."

After dealing with questions, as shown in the "Annexure A", the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes "For"	355,591,824 (97.02%)
Number of valid votes "Against"	10,904,271 (2.98%)

Based on the poll results, the Chairman declared the motion carried.

12. AUTHORITY TO GRANT AWARDS AND TO ISSUE SHARES UNDER THE FOOD EMPIRE HOLDINGS LIMITED PERFORMANCE SHARE PLAN – RESOLUTION 11

Resolution 11 was to authorise Directors to grant awards and to issue shares under the Food Empire Holdings Limited Performance Share Plan ("2022 Award Plan").

The Chairman proposed the following motion and was seconded by Mr Teh Swee Khoi:-

"That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised and empowered to offer and grant awards under the 2022 Award Plan and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to vesting of awards under the 2022 Award Plan approved by shareholders on 22 April 2022, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the 2022 Award Plan and all other share-based

incentive schemes of the Company shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.”

After dealing with questions, as shown in the “Annexure A”, the motion was put to vote.

Valid votes received, were displayed on the screen, as follows:

Number of valid votes “For”	355,771,324 (97.10%)
Number of valid votes “Against”	10,631,771 (2.90%)

Based on the poll results, the Chairman declared the motion carried.

CONCLUSION

There being no other business to transact, the Chairman declared the Annual General Meeting of the Company closed at 4.10 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

TAN WANG CHEOW
CHAIRMAN

FOOD EMPIRE HOLDINGS LIMITED
(Company Registration No. 200001282G)
(Incorporated in Singapore)

ANNEXURE A - RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS FROM SHAREHOLDERS AT THE ANNUAL GENERAL MEETING (“AGM”) HELD ON 25 APRIL 2023

Resolution 1 – Directors’ Statement and Audited Financial Statements of the Company for the year ended 31 December 2022 together with the Auditor’s Report thereon

1. Question
(Shareholder 1)

Answer
(Company’s
Chairman)

: Referring to Pages 118 and 119 of the Annual Report, Shareholder 1 enquired about the relatively low margins in the South Asia segment despite a significant increase in segment sales. He also suggested CEO or CFO to do a presentation on the performance of the Company in future AGMs.

: The Chairman explained that the new plant in India was commissioned during the Covid-19 pandemic and the Group has to overcome many challenges to complete the project. In 2021, the plant was on the trial run phase with low utilisation, which improved to over 70% in 2022.

To secure an initial customer base for the new plant, the Company had to provide more favourable prices. These initiatives proved effective in acquiring new customers however with lower initial margins.
2. Question
(Shareholder 1)

Answer
(Company’s
Chairman)

: Shareholder 1 asked the location of the Company’s manufacturing plants and their utilisation rates.

: The Chairman informed that the Group manufactures coffee in India and non-dairy creamer in Malaysia. The utilisation rates in these plants have been increasing post-Covid-19 pandemic. The Chairman added that the Group has increased its utilisation for the new Freeze dry coffee plant in India 2023 and expected to complete the expansion of its non-dairy creamer plant in Malaysia by end of this year.
3. Question
(Shareholder 1)

Answer
(Company’s
Chairman)

: Shareholder 1 commented on the Company’s substantial reliance on the Russian and CIS markets for a significant portion of its profits, which is about 60%. The shareholder inquired about the Company’s plans for diversifying its revenue streams.

: The Chairman acknowledged the substantial contribution from Russia and CIS countries to the Company and highlighted the Company’s ongoing efforts to diversify its revenue streams. On a group wide basis, the objective is to increase the revenue stream in other markets and reduce the proportion of revenue derived from the Russia market through organic and inorganic growth strategies in the longer run.
4. Question
(Shareholder 1)

Answer
(Company’s
Chairman &
CEO)

: Shareholder 1 enquired about the Company’s strategies on new markets, competitions and its competitive advantages.

: The Chairman and CEO provided an extensive overview of the market landscape within the industry and the competitive environment in which the Group operates.

The CEO highlighted the Company’s commitment to ongoing market evaluation, rigorous research endeavours, and the implementation of strategic marketing initiatives. These proactive measures enable the Company to effectively assess market dynamics, identify potential growth opportunities, and establish competitive advantages when venturing into new markets and/or pivoting to other markets.
5. Question
(Shareholder 1)

: Shareholder 1 also asked which coffee products have experienced exceptional growth and increased popularity as rising stars for the Group.

- Answer
(Company's
Chairman) : The Chairman informed that different markets have their own top-performing SKUs, and it is important to concentrate on the most successful products.
6. Question
(Shareholder 1) : Shareholder 1 also wished to know which markets are primarily focused on coffee-related products.
- Answer
(Company's
Chairman) : The Chairman responded that the market with the highest production of coffee-related products is Russia, where coffee-related products make up of more than 50% of the market share, while in Ukraine, coffee-related products account for close to 50%. Additionally, the Company has experienced exceptional growth in Vietnam, particularly with the Ice Coffee related products, which constitutes approximately 80% of the market share.
7. Question
(Shareholder 2) : Shareholder 2 wished to know the reason for the Company's strong performance in Russia despite the ongoing geopolitical events in the region and the factors that contribute to the Company's good performance in Russia.
- Answer
(Company's
Chairman) : The Chairman explained that the Company's performance in Russia can be attributed to two main factors.
- Firstly, during times of crisis, consumers tend to lower their purchasing preferences and typically shift towards mid-level products, such as the Company's primary offerings of three-in-one coffee. This shift in consumer behaviour has positively contributed the Company's good performance in Russia. Secondly, the Company has maintained its market share in the country despite the volatility and ongoing geopolitical tensions between Russia and Ukraine.
- The Chairman further clarified that the impact of the ongoing war is concentrated mainly on the eastern flank of Ukraine. Currently, the Company's competitors are still active in the Russian market.
8. Question
(Shareholder 2) : Shareholder 2 commented that the Company spent US\$5 million in Russia and enquired if the Company is expanding its plant in Russia.
- Answer
(Company's
Chairman) : The Company is not expanding its plant in Russia but it has purchased some machineries for the plant to maintain an optimal level of operations.
9. Question
(Shareholder 2) : Shareholder 2 also asked if the Company expect a significant growth in the Russian market.
- Answer
(Company's
Chairman) : The Chairman responded that Company's main objective is to maintain its current market share in the Russian market.
10. Question
(Shareholder 2) : Shareholder 2 enquired about the Company's operations in India and asked why the Group has selected India as its ideal location for export manufacturing.
- Answer
(Company's
Chairman) : The Chairman explained that the availability of coffee beans and the industrialisation of coffee production, as well as the considerable pool of skilled engineers, makes it an ideal location for the Company. The Company has also obtained some benefits from government including tax incentives.
11. Question
(Shareholder 2) : Shareholder 2 asked about the Company's capital expenditure budget for the plant in Malaysia.

- Answer
(Company's
Chairman) : The Chairman informed that Company had allocated a total capital expenditure budget of approximately USD25 million to USD30 million for the plant in Malaysia.
12. Question
(Shareholder 2) : Shareholder 2 further asked whether the Company currently pursuing mergers and acquisitions (M&A) opportunities.
- Answer
(Company's
Chairman) : The Chairman responded that the Company had been actively looking for M&A targets for the past few years. However, many private equity firms with surplus funding are also competing with the Group on similar deals.
13. Question
(Shareholder 2) : Shareholder 2 asked about the Company's strategies for hedging the currency volatility in countries where the Company operates.
- Answer
(Company's
Chairman) : The Company has implemented a natural hedging strategy to mitigate the impact of currency fluctuations. The Company maintains a vigilant stance on market conditions, and when necessary, make appropriate price adjustments to mitigate some of costs increase.
14. Question
(Shareholder 2) : Shareholder 2 asked whether the Company is experiencing any changes in consumer behaviour, especially in Russia and Ukraine, or if its sales in these regions have been adversely affected, but have been compensated by growth in other CIS countries.
- Answer
(Company's
Chairman) : The consumers are still purchasing coffee products despite the ongoing geopolitical tensions in these regions. Despite the challenging circumstances, the Company has managed to achieve growth in these markets.
15. Question
(Shareholder 3) : Shareholder 3 asked about the potential impact on coffee supply if foreign supply lines were disrupted due to the ongoing geopolitical events.
- Answer
(Company's
Chairman) : The Chairman explained that foreign suppliers are not affected and local production is not adversely impacted either.
16. Question
(Shareholder 3) : Shareholder 3 referred to the information in the Annual Report and previous announcement on the disposal of investment properties of the Company and sought clarification of the divestment of the Company's investment properties located at 31 Harrison Road, Singapore 369649, and 81 Playfair Road, Singapore 367999.
- Answer
(Company's
Chairman) : The Chairman explained that both properties are located at 31 Harrison Road and 81 Playfair Road and were grouped together for registration purposes, and that the Disposal involved both properties.
17. Question
(Shareholder 4) : Shareholder 4 enquired the potential impact on the Company's profitability and future investments in the event of the war in Russia and Ukraine coming to an end.
- Answer
(Company's
Chairman) : The Chairman shared that the Company had encountered a number of challenges in the past. He highlighted the Management team's track record in managing past crises and expressed confidence that the Group will continue to remain resilient.
18. Question
(Shareholder 4) : Shareholder 4 asked about the Company's pricing in the event of a rise in raw material prices, particularly in relation to the Indian plant and external sales.
- Answer
(Company's
CEO) : The CEO explained the Company's pricing strategy, which takes into consideration competition in the marketplace, the Company's dominant position in certain markets and the efficiency of its plants. The CEO also highlighted the

- cyclical nature of the business, its dependence on global demand and supply dynamics and explained that profitability may vary from year to year but remains stable and in line with industry norms in the long term.
19. Question (Shareholder 5) : Shareholder 5 asked about the coffee processing capacity and whether the Company plans to build new plant.
- Answer (Company's Chairman) : The Chairman explained the current capacity, utilisation of existing plants, customer acquisition and retention strategies. The decision to build another plant will depend on market conditions considering the substantial investment costs required and the long build-up time.
20. Question (Shareholder 5) : Shareholder 5 asked if there is a trend for coffee manufacturers to outsource their coffee processing to third-party providers.
- Answer (Company's Chairman) : The Chairman explained that the rise in energy costs in Europe has made coffee production in that region less economically feasible. In light of this, some coffee manufacturers are considering outsourcing their processing to third-party providers like us. This presents an opportunity for the Company.
21. Question (Shareholder 5) : Shareholder 5 asked whether the Company is considered a large or small player in the coffee processing industry.
- Answer (Company's Chairman) : The Chairman responded that in terms of global coffee production, the Company's market share is relatively small.
22. Question (Shareholder 5) : The Shareholder 5 also asked about the Company's depreciation policy for its coffee plant.
- Answer (Company's Chairman) : The Chairman responded that the coffee plant is depreciated over ten to fifteen years in line with the Group's accounting policy and subject to the applicable accounting standards.
23. Question (Shareholder 5) : Shareholder 5 enquired if the Company's non-dairy-cream plant in Malaysia is considered a major player in the industry.
- Answer (Company's Chairman) : The Chairman shared that the Company may be considered as a major player in term of its production capacity within the sector in Malaysia.
24. Question (Shareholder 5) : Shareholder 5 commented that a substantial percentage of the Company's products contain condensed milk and inquired the source of condensed milk used in these products.
- Answer (Company's Chairman) : The Chairman responded that the Company procures the dry powdered form from external sources.
25. Question (Shareholder 5) : Shareholder 5 asked about the popularity of the Company's new products.
- Answer (Company's Chairman) : The Chairman informed that the Company regularly introduce the new products to the market and the Company is monitoring its performance to determine its success.
26. Question (Shareholder 5) : Shareholder 5 asked if the Company has plans to engage in cocoa processing.

Answer : The Chairman responded that the Company purchases cocoa in small
(Company's quantities but currently has no plans to engage in the processing operation.
Chairman)

Resolution 9 – Authority to issue shares under the Food Empire Holdings Limited Employees' Share Option Scheme ("2012 Option Scheme")

Resolution 10 – Authority to grant options and to issue shares under the Food Empire Holdings Limited Employees' Share Option Scheme 2022 ("2022 Option Scheme")

Resolution 11 – Authority to grant awards and to issue shares under the Food Empire Holdings Limited Performance Share Plan

27. Question : Shareholder 1 asked the Chairman of the Remuneration Committee ("**RC**
(Shareholder 3) **Chairman**") about the rationale and effectiveness of resolutions 9 and 10, which provide share options with an expiration date in nine years. He suggested that the Company could motivate employees more effectively by issuing shares at the current market price.

Answer : The RC Chairman thanked the Shareholder 3 for his valuable input. The
(Company's RC Chairman and the Chairman) Chairman further explained that the share options are part of the Company's initiatives to motivate key management employees to work towards the Company's goals.

28. Comment : Shareholder 1 suggested rewarding key executives with the Company's shares
(Shareholder 1) in order to align their interests with the Company. In addition, he suggested that key executives should be required to hold a certain percentage of the Company's shares.

29. Question : Shareholder 1 asked for the rationale for the proposed Resolutions 9 and 10
(Shareholder 1) pertaining to the share option schemes.

Answer : The Chairman explained that the Company intends to offer share option
(Company's schemes to all key management personnel on Resolutions 9 and 10. However,
Chairman) the proposed Resolution 11 on the Performance Share Plan currently only applies to the Group CEO as recommended by the human resource consultant that the Company has engaged.

30. Question : Shareholder 1 queried the effectiveness of performance share awards for the
(Shareholder 1) CEO, in light of his existing substantial shareholding in the Company's shares.

Answer : The Chairman explained that the majority of the shares held by the CEO were
(Company's purchased with his personal funds. In addition, the Chairman also highlighted
Chairman) that the CEO has demonstrated his commitments to the Company, and that the performance share award is part of his remuneration package, which is intended to incentivise him and encourage his continued commitment to the Company.

31. Comment : Shareholder 1 suggested that the Company to consider transitioning share
(Shareholder 1) options to performance shares in order to motivate its employees and achieve its objectives.

Answer : The Chairman thanked the Shareholder 1 for his suggestion and assured it
(Company's would be taken into consideration.
Chairman)