

AUTAGCO LTD.
(Formerly known as LifeBrandz Ltd.)
(Company Registration No. 200311348E)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE	: 114 Lavender Street, #05-56 CT Hub 2, Singapore 338729
DATE	: Tuesday, 26 November 2024
TIME	: 10.30 a.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 OF THE MEETING	: Mr. Ng Boon Hui

INTRODUCTION

The Chairman introduced the Directors present.

QUORUM

The Chairman declared the Extraordinary General Meeting (“**EGM**”) open at 10.30 a.m. upon confirmation by the Company Secretary that the quorum necessary for a general meeting as set out in the Constitution was present.

NOTICE

With the consent of the EGM, the Notice convening the EGM was taken as read. Proxy forms lodged had been checked and found to be in order.

The Chairman informed the shareholders that he has been appointed as a proxy by certain shareholders and will be voting in accordance with their instructions.

QUESTIONS FROM SHAREHOLDERS

The Chairman highlighted that as mentioned in the Notice of this EGM dated 4 November 2024, shareholders were able to submit questions relating to the resolutions to be tabled for approval at the EGM prior to the meeting. As at the cut-off date for submission of questions, there was no question received by the Company prior to the EGM.

The Chairman invited the shareholders to raise any questions relating to the resolutions to be tabled for approval at the EGM. and the Chairman responded to the following questions received from shareholders:

Question 1

Please provide details of the proposed Assisted Living business and the target group of customers the Company intends to focus. What are the expertise the Company have to support the proposed Assisted Living business?

Company's Response

The Assisted Living business is positioned as a premium senior living facility targeting elderly who are relatively independent and capable of running their personal errands, as compared to traditional eldercare facilities such as old folks' homes or nursing homes targeting elderly who require constant or significant medical and personal care assistance. Notwithstanding, our assisted living facilities will have on-site professional caregivers to assist our target customers with tasks such as accompanying residents to medical appointments, preparing meals, and managing general household maintenance. Communal activities are also offered, aimed at addressing concerns about social isolation among the elderly, particularly those living alone. By fostering both independence and access to support, the model promotes improved mental well-being and reduces the risk of isolation as residents age. This business primarily caters to middle- and upper-class senior citizens.

The Group will leverage on the management's expertise in real estate and management of large scale co-living business. The management also has experience and is well-equipped to effectively source, develop and train the relevant operational and care staff internally as well as source contractors to design and install elderly care facilities. The Group will also tap on the expertise of the vendor of Crescendo Wellness Living (as set out in the Company's circular dated 4 November 2024), Dr. Vimallan s/o Manokara (the "**Dr. Vimallan**") whose background is in geriatrics and is a registered psychologist. Subject to the execution of the definitive agreement for the proposed acquisition of Crescendo Wellness Living, Dr. Vimallan will serve as a consultant and advisor for an initial term of 3 years, providing expertise in the development of business strategies and operation plans for the proposed Assisted Living business.

Question 2

What is the cost of funding for the new business?

Company's Response

The Company intends to utilise the cash flows generated from its existing Food & Beverage business, and as and when necessary tap on additional loan from its controlling shareholder subject to normal commercial terms. The Company is also exploring secondary fund-raising exercises by way of potential share placement with certain potential investors and the Company will, in compliance with applicable rules, make further announcements as appropriate. Concurrently, the Company is at a preliminary stage of engaging financial institutions to explore bank financing.

Question 3

What is the meaning behind the proposed New Company Name?

Company's Response

The Company had drawn reference from the periodic table of elements where "AU" and "AG" stands for gold and silver respectively to symbolise wealth while "Co" represents the co-living aspect of the new Assisted Living business the Company is diversifying into. With the new name, the Company aims to establish a new positioning in the market via the entry into the new Assisted Living business.

VOTING BY POLL

There being no further questions from the shareholders, the Chairman informed that the resolutions to be tabled at the EGM would be voted upon by way of poll as required under the Listing Manual – Section B: Rules of Catalist (“**Catalist Rules**”) of Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The poll on the resolutions would be conducted after the formalities of the EGM.

The Chairman informed that In.Corp Corporate Services Pte. Ltd. has been appointed as the Polling Agent and CACS Corporate Advisory Pte. Ltd. as the Scrutineer.

ORDINARY RESOLUTION: THE PROPOSED DIVERSIFICATION INTO ASSISTED LIVING BUSINESS

The meeting was informed that the Ordinary Resolution on the Agenda was to approve the Proposed Diversification into Assisted Living Business.

The Chairman called for a proposer and a seconder and put the following resolution to vote:

“That:

- (a) approval be and is hereby given for the Group to carry out and implement the Proposed Diversification, and any other activities related to the Assisted Living Business;
- (b) the Company be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of, from time to time any such assets, investments and shares or interests in any entity that is in the Assisted Living Business on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts or things as they deem desirable, necessary or expedient or give effect to such investment, purchase, acquisition or disposal; and
- (c) the Directors or any of them be and are hereby authorised to exercise such discretion to complete, enter and do all such acts and things, including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to this ordinary resolution as they or he may deem fit.”

The motion was proposed by Ho Poh Khum which was seconded by Lai Yew Kian.

SPECIAL RESOLUTION: THE PROPOSED CHANGE OF NAME OF THE COMPANY TO AUTAGCO LTD.

The meeting was informed that the Special Resolution on the Agenda was to approve the Proposed Change of Name of the Company to Autagco Ltd.

The Chairman called for a proposer and a seconder and put the following resolution to vote:

“That:

- (a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore (“**ACRA**”), the name of the Company be changed from “LifeBrandz Ltd.” to “Autagco Ltd.” and that the name “LifeBrandz Ltd.” be substituted for “Autagco Ltd.” wherever the former name appears in the Constitution of the Company; and

- (b) the Directors and each of them be and are hereby authorised to exercise such discretion to complete, enter and do all such acts and things, including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient to give effect to this special resolution as they or he may deem fit.”

The motion was proposed by Ho Poh Khum which was seconded by Lai Yew Kian.

CONDUCT OF POLL

The Chairman briefed the shareholders on the formalities of conducting the poll. Thereafter, the Chairman invited shareholders to cast their votes. He then informed the meeting that the scrutineer would proceed to count the votes. As such, the EGM was adjourned at 10.59 a.m. for the vote counting and verification.

RESULTS OF EXTRAORDINARY GENERAL MEETING

The Chairman resume the EGM at 11.05 a.m. and announced the results of the poll as follows:

	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	
<u>Ordinary Resolution</u>						
To approve the Proposed Diversification into Assisted Living Business	752,843,150	752,742,150	99.99	101,000	0.01	Carried
<u>Special Resolution</u>						
To approve the Proposed Change of Name to Autagco Ltd.	752,843,150	752,843,150	100.00	0	0.00	Carried

Based on the above poll results, the Chairman declared that the ordinary resolution and special resolution had been passed at the EGM.

CONCLUSION

There being no other business to transact, the Chairman declared the EGM of the Company closed at 11.07 a.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

NG BOON HUI
CHAIRMAN OF THE MEETING