



GRAND BANKS YACHTS LIMITED

(Company Reg. No.: 197601189E)
(the "Company")

MINUTES OF EXTRAORDINARY GENERAL MEETING ("EGM")

- VENUE** : York Hotel Singapore, (Rose Room I & II – Upper Lobby Level)
21 Mount Elizabeth, Singapore 228516
- DATE** : Wednesday, 11 June 2025
- TIME** : 10.00 a.m.
- PRESENT** : **Directors:**
Mr. Basil Chan – Chairman, Non-Independent and Non-Executive Director
*Mr. Gerard Lim Ewe Keng – Non-Independent and Non-Executive Director
Mr. Mark Jonathon Richards – Executive Director and Chief Executive Officer ("CEO")
Ms. Kay Pang Ker-Wei – Independent and Non-Executive Director
Mr. Philip William Forrest, AM - Independent and Non-Executive Director
*Mr. Jeffrey Edward Fisher - Independent and Non-Executive Director
*Mr. Brian Marshall Storms - Independent and Non-Executive Director

* *Attended via Video-Conference*
- IN ATTENDANCE** : Mr. Chiam Heng Huat – Chief Financial Officer ("CFO")
Mr. Ler Ching Chua – Secretary
- SHAREHOLDERS / INVITEES** : As per attendance record maintained by the Company.
- CHAIRMAN** : Mr. Basil Chan

QUORUM

As a quorum was present, the Chairman declared the Extraordinary General Meeting ("EGM") open at 10.00 a.m. and introduced the Directors and Management team present in person at the EGM.

NOTICE

With the consent of the shareholders present, the Notice dated 26 May 2025 convening the EGM was taken as read.

ADDRESS BY CHAIRMAN

Before proceeding with the resolution of the EGM, the Chairman briefed the shareholders that:

- a) In his capacity as Chairman of the meeting, he had been appointed as a proxy by shareholders who have directed him to vote "FOR" or "AGAINST" the motions and he will be voting in accordance with their instructions.
- b) The resolution as set out in the Notice of this meeting would be voted on by way of poll in accordance with the Company's Constitution as well as in compliance with the requirement of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST") for all listed companies to conduct voting by poll for all general meetings.
- c) DrewCorp Services Pte Ltd has been appointed as Scrutineers for the poll. Boardroom Corporate & Advisory Services Pte. Ltd. has been appointed as the Polling Agent.
- d) The validity of all proxy forms completed and submitted by shareholders by the submission deadline of 10.00 a.m. on 10 June 2025 have been reviewed and the votes of all such valid proxies have been verified by the Scrutineers.
- e) Chairman thanked all shareholders for submitting their questions in advance of the EGM. The Company had in its SGXNet announcement released on 9 June 2025 addressed and provided answers to substantial and relevant questions received in relation to the resolutions tabled for approval at today's EGM. The responses to those questions were also available on the Company's website.
- f) He advised that Minutes of the EGM will be announced via SGXNet and published on the Company's website within one (1) month from the date of the EGM.

CHAIRMAN'S MESSAGE

Mr. Basil Chan addressed the shareholders and provided an overview on the purpose of the acquisition of two Properties in Newport, Rhode Island, USA. This would be a strategic investment of the Group, as Newport is one of the most respected boating destinations in the USA. With the operational marina and facilities, the Properties would serve as a hub for showcasing the Group's boat models and improving customer engagement to drive new boat sales for sustainable long-term growth.

PRESENTATION BY THE CEO

The Chairman then invited the CEO, Mr. Mark Jonathon Richards, to brief shareholders on the background and purpose of the acquisition. The CEO's Presentation slides containing details of the acquisition had been announced via SGXNet on 11 June 2025 together with the Poll Voting Results for the EGM, and can be accessed at the following SGXNet Link:

Extraordinary / Special General Meeting: Voluntary

Due to the location of the marina, Mr. Richards was confident that the investment would be worthwhile and strategic as it would help the Group to enhance its brand and reputation among the boating community. This will generate more boat sales in the Northeast, USA. He said it is a rare opportunity for such a choice property to come into the market.

The Chairman thanked the CEO for his presentation before proceeding to take questions from shareholders.

QUESTIONS AND ANSWERS SESSION

1. **Is it worthwhile to buy a marina just for the purpose of selling more new boats and not for the purpose of generating passive income from berthing? Wouldn't it be better to lease the marina? With the Malaysia yard at full capacity, how will the Group cope with additional orders?**

CEO : The investment will increase awareness of the Group's brands as well as business opportunities in the Northeastern region of USA. A physical presence in Newport will improve customer experience and provide servicing and berthing for boat owners. Berthing in the area is a challenge during the summer boating season. With the acquisition of the marina, this issue will be addressed for the Group's customers, and offer a competitive advantage. In addition, owning a marina at Newport will allow the Group to display its different boat models, thereby increasing opportunities to close sales.

The Group would not have full control over the marina if it were to lease it.

With the newly expanded composite manufacturing yard in Malaysia, production is being streamlined. This will improve efficiency, shorten delivery times and facilitate the construction of bigger boats.

Chairman: The Company's strategy is to use the acquired properties primarily to market boats and generate sales income. Berthing fees are incidental to this strategy.

2. **How does the acquisition of the properties help to showcase the Group's products to new customers?**

CEO: The properties are located in the heart of downtown Newport, one of the most respected boating destinations in the USA. The annual Newport International Boat Show is vibrant and attracts a lot of boat enthusiasts. We believe the Group is the only luxury boat builder to own such a sizeable marina. These factors will contribute to more sales opportunities.

3. **The purchase price of the two Properties is at a high premium compared to the market value. The ROI is low. The Group will need to generate more income in future to pay the installments and the related interest costs. Was the price arrived at in an open tender? How will the purchase affect future dividend payments and the Group's cash flow? Will it result in Goodwill amortisation?**

CEO: The Group will only buy what it can afford. The upfront US\$1 million deposit has been paid. Another US\$5 million will be paid once shareholders approve the purchase. We have adequate funds for this payment. The balance is stretched out over four annual instalments of US\$1.88 million each with the last balloon payment of US\$7.5 million. The Group may consider external financing for this balance amount.

There was no open tender. The Seller approached the Group as both have a very good long-term relationship.

The Group consistently develops new boat models and regularly enhances existing models. By offering more choices and catering to different types of buyers, we seek to increase sales. This acquisition by itself should not affect future dividend payments as long as financial performance is maintained.

Chairman: As this is a purchase of property, no goodwill will be recorded. While there is depreciation, this will not affect cashflow.

CFO: The goodwill currently carried in the Group's financial statements is the result of the purchase of Palm Beach Motor Yachts a decade ago. It has not been amortised or written down as the goodwill value has been maintained.

4. The USA market seems to be in a slight downturn with the USD in fluctuations. The USA tariffs have caused uncertainties in the world. How are these issues going to affect the Group's profits and risk exposure?

CEO: The USD fluctuation is not a major issue as the Group has mitigating purchases in USD, thereby providing a natural hedge. With a few exceptions, our sales contracts are written such that tariffs, if any, are the responsibility of the customer.

The Group plans to expand into the Europe market as part of geographical diversification and overall risk management.

5. 2Q FY2025 and 3Q FY2025 results have been down sequentially, compared to earlier quarters, impacting share prices. Is this a short-term trend?

CEO: In every expansion project we embark on, there will always be a period of gestation. There will be near-term costs such as hiring and depreciation before revenue kicks in.

CFO: The reasons for the lower 2Q FY2025 and 3Q FY2025 results were explained in the respective SGX announcements. These include the sales mix (higher proportion of lower-margin trade-in boats) and higher costs associated with product enhancements which impacted margins.

ELECTRONIC POLL VOTING PROCEDURES

After questions from the shareholders had been addressed, the Chairman invited the Scrutineers to explain the electronic poll voting procedures. A short video explaining the procedures was played. Shareholders were advised to cast their votes after the Ordinary Resolution had been formally proposed and seconded.

The Chairman invited the CFO, Mr. Chiam Heng Huat, to read out the proposed motion.

ORDINARY RESOLUTION

TO APPROVE THE PROPOSED ACQUISITION OF THE WAITES WHARF AND SPRING WHARF

The text of Ordinary Resolution as set out in the Notice of EGM was proposed by a shareholder, Tan Lee Hua and seconded by a shareholder, Teh Swee Khoi, and the motion was put to vote.

DECLARATION OF THE POLL VOTING RESULT

The Chairman resumed conduct of the EGM and announced the results of the poll for the Ordinary Resolution, as follows:

FOR		AGAINST		TOTAL	
No. of Shares	As a percentage of total no. of votes for the resolution (%)	No. of Shares	As a percentage of total no. of votes against the resolution (%)	Total no. of shares represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
115,230,968	99.71	335,500	0.29	115,566,468	100.00

Based on the results of the poll, the Chairman declared the Ordinary Resolution carried and it was RESOLVED:

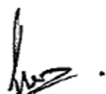
“That the Proposed Acquisition be and is hereby approved, confirmed and ratified, and for this purpose:

- (a) the Directors of the Company and each of them be and are/is hereby authorised to perform, complete and do all such acts and things (including approving, amending, modifying, supplementing and executing all such documents and ancillary agreements and making all such amendments thereto as may be required in connection with the Proposed Acquisition) as they and/or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Acquisition;*
- (b) the payment of the Deposit and all fees and expenses relating to the Proposed Acquisition be and are hereby approved, confirmed and ratified; and*
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by a Director in connection with the Proposed Acquisition and this Resolution be and are hereby approved, confirmed and ratified.”*

CONCLUSION

There being no further business, the Chairman declared the EGM of the Company closed at 11.10 a.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD
OF PROCEEDINGS OF THE MEETING



BASIL CHAN
CHAIRMAN