APPENDIX DATED 12 OCTOBER 2026

THIS APPENDIX IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

This Appendix is circulated to the shareholders of Aedge Group Limited (the "**Company**") together with the Company's annual report for the financial year ended 30 June 2026 ("**Annual Report**"), and its purpose is to provide Shareholders (as defined herein) with information relating to, and the reasons for, the proposed adoption of the Share Buyback Mandate (as defined herein), and to seek Shareholders' approval in relation to the same at the AGM (as defined herein) to be held at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387, on 28 October 2026 at 10.30 a.m.

Printed copies of the Notice of AGM and the accompanying Proxy Form and Request Form will be mailed to Shareholders. Printed copies of this Appendix will not be despatched to Shareholders. The Notice of AGM, Proxy Form, Request Form, Annual Report and this Appendix are made available to Shareholders on the same date hereof, via SGXNet at https://www.sgx.com/stock-exchange/company-announcements and the Company's website at https://www.aedge.com.sg.

If you have sold or transferred all your ordinary shares in the capital of the Company held through The Central Depository (Pte) Limited ("**CDP**") you need not forward this Appendix, the Notice of AGM, the accompanying Proxy Form and Request Form to the purchaser or transferee as arrangements will be made by CDP for a separate Appendix, Notice of AGM, the accompanying Proxy Form and Request Form to be sent to the purchaser or transferee. If you have sold or transferred all your ordinary shares in the capital of the Company represented by physical share certificate(s), you should immediately forward this Appendix, the Notice of AGM, the accompanying Proxy Form and Request Form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

*This Appendix has been reviewed by the Company's Sponsor, UOB Kay Hian Private Limited (the "**Sponsor**"). This Appendix has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this Appendix including the correctness of any of the statements or opinions made or reports contained in this Appendix. The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, 83 Clemenceau Avenue, #10-01 UE Square, Singapore 239920, telephone (65) 6590 6881.*

AEDGE GROUP LIMITED
(Company Registration No.: 201933214E)
(Incorporated in the Republic of Singapore)

APPENDIX TO THE NOTICE OF ANNUAL GENERAL MEETING

in relation to

THE PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

IMPORTANT DATES AND TIMES:

Last date and time for lodgement of Proxy Form	:	25 October 2026 and 10.30 a.m.
Date and time of Annual General Meeting	:	28 October 2026 and 10.30 a.m.

DEFINITIONS

Save where the context otherwise requires, the following definitions apply throughout this Appendix:

"**2026 AGM**"	:	The annual general meeting of the Company, to be held on Wednesday, 28 October 2026 at 10.30 a.m. at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387
"**ACRA**"	:	The Accounting and Corporate Regulatory Authority of Singapore
"**Annual Report**"	:	The annual report of the Company for the financial year ended 30 June 2026
"**Appendix**"	:	This Appendix to the Shareholders dated 12 October 2026
"**Board**"	:	The board of directors of the Company from time to time
"**Catalist**"	:	The Catalist board of the SGX-ST
"**Catalist Rules**"	:	The SGX-ST Listing Manual Section B: Rules of Catalist, as amended, supplemented or modified from time to time
"**CDP**" or "**Depository**"	:	The Central Depository (Pte) Limited
"**Code**"	:	The Singapore Code on Take-Overs and Mergers
"**Companies Act**"	:	The Companies Act 1967 of Singapore
"**Company**"	:	Aedge Group Limited
"**Constitution**"	:	The constitution of the Company in force from time to time
"**Directors**"	:	Directors of the Company from time to time
"**EPS**"	:	Earnings per share
"**FY2026**"	:	The financial year ended 30 June 2026
"**Group**"	:	The Company and its subsidiaries
"**Latest Practicable Date**"	:	30 September 2026, being the latest practicable date prior to the issuance of this Appendix
"**Market Day**"	:	A day on which the SGX-ST is open for trading in securities
"**Maximum Price**"	:	Has the meaning ascribed to it in paragraph 2.3.4
"**Notice of AGM**"	:	The Notice of AGM dated 12 October 2026
"**NTA**"	:	Net tangible assets

"**Proxy Form**"	:	The proxy form in respect of the AGM enclosed with the Annual Report
"**Request Form**"	:	The request form for printed copies of the Annual Report and Appendix
"**Relevant Period**"	:	The period commencing from the date on which the Share Buyback Mandate is approved by the Shareholders and expiring on the date the next annual general meeting is held or is required by law to be held, or when the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate have been carried out to the full extent mandated, or the authority conferred by the Share Buyback Mandate is revoked or varied by Shareholders in a general meeting, whichever is the earliest
"**SFA**"	:	The Securities and Futures Act 2001 of Singapore, as amended, varied or supplemented from time to time
"**SGXNet**"	:	Singapore Exchange Network, a system network used by listed companies to send information and announcements to the SGX-ST or any other system networks prescribed by the SGX-ST
"**SGX-ST**"	:	Singapore Exchange Securities Trading Limited
"**Share Buyback Mandate**"	:	The mandate to authorise the Directors to exercise all the powers of the Company to purchase or otherwise, on behalf of the Company, Shares in accordance with the terms set out in the Appendix
"**Share Registrar**"	:	The share registrar of the Company, Tricor Barbinder Share Registration Services
"**Shareholders**"	:	Registered holders of Shares, except where the registered holder is CDP, in which case the term "**Shareholders**" shall in relation to such Shares mean the Depositors whose securities accounts maintained with CDP are credited with Shares
"**Shares**"	:	Ordinary shares in the capital of the Company
"**SIC**"	:	The Securities Industry Council of Singapore

Currencies, Units and Others

"**S$"** and "**cents**"	:	Singapore dollars and cents respectively, the lawful currency of Singapore
"**%**"	:	Per centum or percentage

Unless the context otherwise requires:

(a) the terms "**depositor**", "**depository register**" and "**depository agent**" shall have the meanings ascribed to them respectively in Section 81SF of the SFA and the terms "**subsidiary**", "**related company**" and "**substantial shareholder**" shall have the meanings ascribed to them in Sections 5, 6 and 81 of the Companies Act respectively;

(b) words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter genders. Unless the context otherwise requires, any references to persons shall include individuals, corporate bodies (wherever incorporated), unincorporated associations and partnerships;

(c) any reference in this Appendix to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Companies Act, the SFA, the Catalist Rules or the Code or any modification thereof and not otherwise defined in this Appendix shall, where applicable, have the same meaning ascribed to it under the Companies Act, the SFA, the Catalist Rules or the Code or such modification thereof, as the case may be, unless the context otherwise requires;

(d) any reference to a time of a day in this Appendix shall be a reference to Singapore time unless otherwise stated; and

(e) any discrepancies between the figures listed and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Appendix may not be an arithmetic aggregation of the figures that precede them.

AEDGE GROUP LIMITED
(Company Registration No.: 201933214E)
(Incorporated in the Republic of Singapore)

Directors:
Mr Poh Soon Keng, *Executive Chairman and Chief Executive Officer*
Mr Ng Choon Beng, *Executive Director*
Mr Lim Tai Toon, *Lead Independent Director*
Mr Goh Joon Lian, *Independent Director*
Mr Cheam Heng Haw Howard, *Independent Director*

Registered Office:
4009 Ang Mo Kio Avenue 10, #04-33, Techplace 1, Singapore 569738

12 October 2026

To: The Shareholders of Aedge Group Limited

Dear Sir / Madam

THE PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

1. INTRODUCTION

We refer to the Ordinary Resolution No. 8 in relation to the proposed adoption of the Share Buyback Mandate, as proposed in the Notice of AGM. The purpose of this Appendix is to provide Shareholders with information relating to, and the reasons for, the proposed adoption of the Share Buyback Mandate, and to seek Shareholders' approval for the proposed adoption of the Share Buyback Mandate to be tabled at the upcoming AGM to be held on Wednesday, 28 October 2026 at 10.30 a.m. at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387.

The SGX-ST assumes no responsibility for the contents of this Appendix, including the correctness of any of the statements or opinions made or reports contained in this Appendix.

TSMP Law Corporation is the legal adviser to the Company in relation to the proposed adoption of the Share Buyback Mandate.

2. THE PROPOSED ADOPTION OF THE SHARE BUYBACK MANDATE

2.1 Background

The Companies Act allows a Singapore incorporated company to purchase or otherwise acquire its own shares if such purchase or acquisition is permitted under its constitution. Any such purchase or acquisition by the company of its own shares must be made in accordance with, and in the manner prescribed by, the Companies Act, the Catalist Rules and such other laws and regulations as may, for the time being, be applicable. It is also a requirement under the Companies Act and the Catalist Rules that a company which wishes to purchase or otherwise acquire its own shares must obtain the prior approval of its shareholders in a general meeting. Accordingly, approval is being sought from the Shareholders at the 2026

AGM for the adoption of the Share Buyback Mandate and to authorise Directors to purchase or otherwise acquire Shares on the terms of the Share Buyback Mandate.

If approved by the Shareholders at the 2026 AGM, the authority conferred by the Share Buyback Mandate will take effect from the date of the 2026 AGM and continue in force until the date on which the next annual general meeting is held or required by law to be held, or when the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate have been carried out to the full extent mandated, or the authority conferred by the Share Buyback Mandate is revoked or varied by Shareholders in a general meeting whichever is the earliest (the "**Relevant Period**").

2.2 Rationale for the Share Buyback Mandate

The Directors believe that the adoption of the Share Buyback Mandate would give the Company the flexibility to undertake purchases or acquisitions of Shares at any time, subject to market conditions, during the period when the Share Buyback Mandate is in force.

In addition, purchases or acquisitions pursuant to the Share Buyback Mandate would continue to provide the Company with a mechanism to facilitate the return of surplus cash over and above its ordinary capital requirements to its Shareholders in an expedient and cost-efficient manner. The Share Buyback Mandate would also help to mitigate short-term market volatility and share price speculation by stabilising the supply and demand of issued Shares, thereby supporting the fundamental value of the issued Shares and bolstering Shareholders' confidence. It also allows the Directors greater flexibility to exercise control over the Company's share capital structure, dividend policy and cash reserves with a view to enhancing the EPS and/or NTA. Shares purchased by the Company and held in treasury may also be transferred for the purposes of or pursuant to employees' share schemes implemented by the Company. The use of treasury shares in lieu of issuing new Shares would also mitigate the dilution impact on existing Shareholders.

While the Share Buyback Mandate would authorise a purchase or acquisition of Shares up to the said 10% limit during the Relevant Period, Shareholders should note that purchases or acquisitions of Shares pursuant to the Share Buyback Mandate may not be carried out to the full 10% limit as authorised and the purchases or acquisitions of Shares pursuant to the Share Buyback Mandate will be made only as and when the Directors consider it to be in the best interests of the Company and/or Shareholders and in circumstances which they believe will not result in any material adverse effect on the float, liquidity, orderly trading of the Shares, affect the listing status of the Company on Catalist and financial position of the Company and the Group.

2.3 Authority and Limits on the Share Buyback Mandate

The authority and limitations placed on purchases or acquisitions of Shares by the Company under the Share Buyback Mandate, if approved at the 2026 AGM, are summarised below:

2.3.1 Maximum number of Shares

Only Shares which are issued and fully paid-up may be purchased or acquired by the Company. The total number of Shares which may be purchased or acquired by the Company is limited to that number of Shares representing not more than 10% of the total number of issued Shares as at the date of the 2026 AGM (the "**10% Limit**") at which the proposed adoption of the Share

Buyback Mandate is approved (the "**Approval Date**"). Any Shares which are held as treasury shares and subsidiary holdings will be disregarded for purposes of computing the 10% Limit.

As at the Latest Practicable Date, the Company has no treasury shares and no subsidiary holdings.

For illustrative purposes only, based on the existing issued and paid-up share capital of the Company as at the Latest Practicable Date comprising 178,591,950 Shares (excluding treasury shares and subsidiary holdings), and assuming that:

(a) no further Shares are issued;

(b) no further Shares are purchased or acquired by the Company;

(c) no Shares purchased or acquired and held as treasury shares;

(d) no Shares are held as subsidiary holdings; and

(e) the Company does not reduce its share capital,

on or prior to the forthcoming AGM, not more than 17,859,195 Shares (representing 10% of the issued Shares as at the Latest Practicable Date) may be purchased or acquired by the Company pursuant to the Share Buyback Mandate.

Shareholders should note that this limit of 10% is subject further to the public float requirement as set out in paragraph 2.10.2 of this Appendix.

2.3.2 Duration of authority

Purchases or acquisitions of Shares pursuant to the Share Buyback Mandate may be made, at any time and from time to time, on and from the Approval Date, up to 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 the authority conferred by the Share Buyback Mandate is revoked or varied by Shareholders in a general meeting; or

(iii) the date on which the purchase or acquisition of Shares pursuant to the Share Buyback Mandate have been carried out to the full extent mandated.

The authority conferred on the Directors by the Share Buyback Mandate to purchase or acquire Shares may be renewed by the Shareholders in any general meeting of the Company, such as the next annual general meeting or at an extraordinary general meeting to be convened immediately after the conclusion or adjournment of the next annual general meeting.

When seeking approval of the Shareholders for the renewal of the Share Buyback Mandate, the Company is required to disclose details pertaining to purchases or acquisitions of Shares pursuant to the proposed Share Buyback Mandate made during the previous 12 months, including the total number of Shares purchased or acquired, the purchase price per Share or the highest and lowest prices paid for such purchases or acquisitions of Shares, where relevant, and the total consideration paid for such purchases or acquisitions, as well as any

other requirements prescribed under the Catalist Rules.

2.3.3 Manner of purchases or acquisitions of Shares

Purchases or acquisitions of Shares may be made by way of:

(a) an on-market purchase ("**On-Market Purchase**") transacted through the SGX-ST, through one or more duly licensed stockbrokers appointed by the Company for the purpose, in accordance with Section 76E of the Companies Act; and/or

(b) an off-market purchase ("**Off-Market Purchase**") effected pursuant to an equal access scheme (as defined in Section 76C of the Companies Act) as may be determined or formulated by the Directors as they consider fit, which scheme shall satisfy all the conditions prescribed by the Companies Act and the Catalist Rules.

In an Off-Market Purchase, the Directors may impose such terms and conditions which are not inconsistent with the Share Buyback Mandate, the Catalist Rules, the Companies Act and the Constitution, as they consider fit in the interests of the Company in connection with or in relation to any equal access scheme(s). Under the Companies Act, an equal access scheme must, however, satisfy all the following conditions:

(i) offers for the purchase or acquisition of Shares shall be made to every person who holds Shares to purchase or acquire the same percentage of their Shares;

(ii) all of those persons shall be given a reasonable opportunity to accept the offers made; and

(iii) the terms of all the offers shall be the same, except that there shall be disregarded:

(A) differences in consideration attributable to the fact that offers may relate to Shares with different accrued dividend entitlements;

(B) differences in consideration attributable to the fact that the offers relate to Shares with different amounts remaining unpaid; and

(C) differences in the offers introduced solely to ensure that each member is left with a whole number of Shares.

In addition, pursuant to Rule 870 of the Catalist Rules, in making an Off-Market Purchase in accordance with an equal access scheme, the Company must issue an offer document to all Shareholders which must contain at least the following information:

(i) the terms and conditions of the offer;

(ii) the period and procedures for acceptances;

(iii) the reasons for the proposed share purchase;

(iv) the consequences, if any, of purchases or acquisitions of Shares by the Company that will arise under the Code or other applicable take-over rules;

(v) whether the Share Buyback, if made, would have any effect on the listing of the Shares on Catalist;

(vi) details of any share purchases made by the Company in the previous 12 months (whether On-Market Purchases or Off-Market Purchases in accordance with an equal access scheme), giving the total number of Shares purchased, the purchase price per Share or the highest and lowest prices paid for the purchases, where relevant, and the total consideration paid for the purchases; and

(vii) whether the Shares purchased by the Company will be cancelled or kept as treasury shares.

2.3.4 Maximum purchase price

The purchase price (excluding brokerage, commissions, stamp duties, applicable goods and services tax and other related expenses) to be paid for a Share will be determined by the Directors.

However, the purchase price to be paid for the Shares pursuant to the Share Buyback Mandate must not exceed:

(a) in the case of an On-Market Purchase, 105% of the Average Closing Price (as defined below); and

(b) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Average Closing Price (as defined below),

in each case, excluding related expenses of the purchase or acquisition (the "**Maximum Price**").

For the above purposes:

"**Average Closing Price**" means the average of the closing market prices of the Shares traded on the SGX-ST over the last five Market Days, on which transactions in the Shares were recorded, immediately preceding the day of the On-Market Purchase by the Company or, as the case may be, the day of the making of the offer (as defined below) pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five Market Days and the day on which the On-Market Purchase is made or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase;

"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

2.4 Status of purchased or acquired shares

Under the Companies Act, Shares purchased or acquired by the Company shall be deemed cancelled immediately upon such purchase or acquisition (and all rights and privileges attached to the Shares will expire on such cancellation) unless such Shares are held by the Company as treasury shares. Accordingly, the total number of issued Shares will be diminished by the number of Shares purchased or acquired by the Company, which are cancelled and are not held as treasury shares.

Any Shares purchased or acquired by the Company (other than treasury shares held by the Company to the extent permitted by the Companies Act) and cancelled will be automatically delisted by the SGX-ST and (where applicable) all certificates in respect thereof will be cancelled and destroyed by the Company as soon as reasonably practicable following settlement of any such purchase or acquisition.

At the time of each purchase or acquisition of Shares by the Company, the Directors will decide whether the Shares purchased or acquired will be cancelled or kept as treasury shares, or partly cancelled and partly kept as treasury shares, taking into consideration the then prevailing circumstances and the interests of the Company at the relevant time.

2.5 Treasury shares

Under the Companies Act, Shares purchased or acquired by the Company may be held or dealt with as treasury shares. Some of the provisions on treasury shares under the Companies Act are summarised below:

2.5.1 Maximum holdings

Under the Companies Act, the number of shares of a company held as treasury shares cannot at any time exceed 10% of the total number of its issued shares.

In the event that the Company holds more than 10% of the total number of its issued Shares as treasury shares, the Company shall dispose of or cancel the excess treasury shares in the manner set out under paragraph 2.5.3 below within six (6) months beginning with the day on which that contravention occurs, or such further period as ACRA may allow.

2.5.2 Voting and other rights

The Company cannot exercise any right in respect of treasury shares. In particular, the Company cannot exercise any right to attend or vote at meetings and for the purposes of the Companies Act, the Company shall be treated as having no right to vote and the treasury shares shall be treated as having no voting rights.

In addition, no dividend may be paid, and no other distribution (whether in cash or otherwise) of the Company's assets (including any distributions of assets to members on a winding up) may be made, to the Company in respect of treasury shares. However, the allotment of shares as fully paid bonus shares in respect of treasury shares is allowed. Furthermore, a subdivision or consolidation of any treasury share into treasury shares of a greater or smaller number (as the case may be) is allowed so long as the total value of the treasury shares after the subdivision or consolidation is the same as before.

2.5.3 Disposal and cancellation

Where Shares are held as treasury shares, the Company may at any time:

(a) sell the treasury shares for cash;

(b) transfer the treasury shares for the purposes of or pursuant to any share scheme, whether for employees, directors or other persons;

(c) transfer the treasury shares as consideration for the acquisition of shares in or assets of another company or assets of a person;

(d) cancel the treasury shares; or

(e) sell, transfer or otherwise use the treasury shares for such other purposes as may be prescribed by the Minister of Finance.

2.6 Source of funds

In purchasing or acquiring Shares under the Share Buyback Mandate, the Company may only apply funds legally available for such purchase in accordance with its Constitution and the applicable laws in Singapore. The Company may not purchase or acquire Shares for a consideration other than cash or, in the case of an On-Market Purchase, for settlement otherwise than in accordance with the Catalist Rules.

Purchases or acquisitions of Shares by the Company may be made out of the Company's profits or capital so long as the Company is solvent as defined in Section 76F(4) of the Companies Act. For this purpose, pursuant to the Companies Act, a company is solvent if at the date of payment in consideration of a Share purchase or acquisition:

(a) there is no ground on which the Company could be found to be unable to pay its debts;

(b) if:

(i) it is intended to commence winding up of the Company within the period of 12 months immediately after the date of the payment, the company will be able to pay its debts in full within the period of 12 months after the date of commencement of the winding up; or

(ii) it is not intended so to commence winding up, the Company will be able to pay its debts as they fall due during the period of 12 months immediately after the date of the payment; and

(c) the value of the Company's assets is not less than the value of its liabilities (including contingent liabilities) and will not, after the proposed purchase, acquisition, variation or release (as the case may be), become less than the value of its liabilities (including contingent liabilities).

In determining that the Company is solvent, the Directors must have regard to the most recently audited financial statements or unaudited financial results, other relevant circumstances, and may rely on the valuations or estimates of assets or liabilities. In determining the value of contingent liabilities, the Directors may take into account the likelihood of the contingency occurring, as well as any counter-claims by the Company.

The Company may use internal or external sources of funds, or a combination of both, to finance purchases or acquisitions of Shares pursuant to the Share Buyback Mandate.

The Directors do not propose to exercise the Share Buyback Mandate in a manner and to such extent that the liquidity and capital adequacy position of the Group would be materially adversely affected.

2.7 Financial effects of Share Buyback Mandate

The financial effects on the Company and the Group arising from share purchases made pursuant to the Share Buyback Mandate will depend on, *inter alia*, the number of Shares purchased or acquired and the price paid for such Shares, the amount (if any) borrowed and whether the Shares are held in treasury or cancelled.

For illustrative purposes only, the financial effects on the Company and the Group arising from Share purchases or acquisitions pursuant to the Share Buyback Mandate, based on the financial statements of the Company and for the Group for FY2026 are prepared assuming the following:

(a) the Shares purchased or acquired comprised 17,859,195 Shares representing the maximum 10% allowed under the Share Buyback Mandate of the 178,591,950 issued Shares (excluding treasury shares and subsidiary holdings) as at the Latest Practicable Date, comprising the 161,924,950 Shares in issue as at 30 June 2026 and the 16,667,000 new Shares issued pursuant to the placement completed on 6 August 2026;

(b) in the case of an On-Market Purchase, the Maximum Price was S$0.2247 being (the price equivalent to 105% of the Average Closing Price of the Shares for the five (5) consecutive Market Days on which the Shares were trading on the SGX-ST immediately preceding the Latest Practicable Date), and accordingly, the maximum amount of funds required for effecting such On-Market Purchase of 17,859,195 Shares (excluding ancillary expenses such as related brokerage, commissions, goods and services tax, stamp duties and clearance fees) would amount to approximately S$4,012,961;

(c) in the case of an Off-Market Purchase, the Maximum Price was S$0.2568 being (the price equivalent to 120% of the Average Closing Price of the Shares for the five (5) consecutive Market Days on which the Shares were trading on the SGX-ST immediately preceding the Latest Practicable Date), and accordingly, the maximum amount of funds required for effecting such Off-Market Purchase of 17,859,195 Shares (excluding ancillary expenses such as related brokerage, commissions, goods and services tax, stamp duties and clearance fees) would amount to approximately S$4,586,241;

(d) the consideration for the purchase or acquisition of Shares is financed by internal source of funds and/or external borrowings;

(e) there was no issuance of new Shares after the Latest Practicable Date;

(f) the purchase or acquisition of Shares was made on 1 July 2025; and

(g) the transaction costs incurred for the purchase or acquisition of Shares pursuant to the Share Buyback Mandate are assumed to be insignificant and have been disregarded for the purpose of computing the financial effects.

2.7.1 Purchases made entirely out of capital and held as treasury shares

	The Group			
	Market Purchase		Off-Market Purchase	
As at 30 June 2026	**Before the Share purchase**	**After the Share purchase**	**Before the Share purchase**	**After the Share purchase**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**
Share capital	15,097	15,097	15,097	15,097
Treasury shares	-	(4,013)	-	(4,586)
Total equity	16,950	12,937	16,950	12,364
NTA	13,548	9,535	13,548	8,962
Current assets	13,025	11,419	13,025	11,419
Current liabilities	15,274	17,681	15,274	18,254
Working capital	(2,249)	(6,262)	(2,249)	(6,835)
Total borrowings(5)	24,126	26,533	24,126	27,106
Cash and cash equivalents	1,606	–	1,606	–
Number of issued Shares (excluding treasury shares)	161,924,950	144,065,755	161,924,950	144,065,755
FY2026				
Profit for the year attributable to owners of the Company	2,384	2,384	2,384	2,384
Weighted average number of Shares	125,942,000	108,082,805	125,942,000	108,082,805
Financial Ratios				
NTA per Share(1) (cents)	8.4	6.6	8.4	6.2
EPS(2) (cents)	1.89	2.21	1.89	2.21
Current Ratio(3) (times)	0.85	0.65	0.85	0.63
Gearing Ratio(4) (times)	1.42	2.05	1.42	2.19

(1) NTA per Share has been computed based on NTA divided by the number of Shares in issue (excluding treasury shares).

(2) EPS has been computed based on profit for the year attributable to owners of the Company divided by the weighted average number of Shares (excluding treasury shares) in issue.

(3) Current Ratio represents the ratio of current assets to current liabilities.

(4) Gearing Ratio represents the ratio of total borrowings to total equity.

(5) Total borrowings pertain to secured term loans of the Group, comprising non-current term loans of S$18,321,000 and current term loans of S$5,270,000 as at 30 June 2026 respectively, and lease liabilities of the Group, comprising non-current lease liabilities of S$294,000 and current lease liabilities of S$241,000 as at 30 June 2026.

	The Company			
	Market Purchase		Off-Market Purchase	
As at 30 June 2026	**Before the Share purchase**	**After the Share purchase**	**Before the Share purchase**	**After the Share purchase**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**
Share capital	15,097	15,097	15,097	15,097
Treasury shares	-	(4,013)	-	(4,586)
Total equity	9,752	5,739	9,752	5,166
NTA	9,752	5,739	9,752	5,166
Current assets	5,074	5,048	5,074	5,048
Current liabilities	1,513	5,500	1,513	6,073
Working capital	3,561	(452)	3,561	(1,025)
Total borrowings(5)	–	3,987	–	4,560
Cash and cash equivalents	26	–	26	–
Number of issued Shares (excluding treasury shares)	161,924,950	144,065,755	161,924,950	144,065,755
FY2026				
Profit for the year	1,107	1,107	1,107	1,107
Weighted average number of Shares	125,942,000	108,082,805	125,942,000	108,082,805
Financial Ratios				
NTA per Share(1) (cents)	6.0	4.0	6.0	3.6
EPS(2) (cents)	0.88	1.02	0.88	1.02
Current Ratio(3) (times)	3.35	0.92	3.35	0.83
Gearing Ratio(4) (times)	–	0.69	–	0.88

(1) NTA per Share has been computed based on NTA divided by the number of Shares in issue (excluding treasury shares).

(2) EPS has been computed based on profit for the year divided by the weighted average number of Shares (excluding treasury shares) in issue.

(3) Current Ratio represents the ratio of current assets to current liabilities.

(4) Gearing Ratio represents the ratio of total borrowings to total equity.

(5) The Company had no borrowings as at 30 June 2026.

2.7.2 Purchases made entirely out of capital and such Shares are cancelled

	The Group			
	Market Purchase		Off-Market Purchase	
As at 30 June 2026	**Before the Share purchase**	**After the Share purchase**	**Before the Share purchase**	**After the Share purchase**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**
Share capital	15,097	11,084	15,097	10,511
Treasury shares	-	-	-	-
Total equity	16,950	12,937	16,950	12,364
NTA	13,548	9,535	13,548	8,962
Current assets	13,025	11,419	13,025	11,419
Current liabilities	15,274	17,681	15,274	18,254
Working capital	(2,249)	(6,262)	(2,249)	(6,835)
Total borrowings(5)	24,126	26,533	24,126	27,106
Cash and cash equivalents	1,606	–	1,606	–
Number of issued Shares (excluding treasury shares)	161,924,950	144,065,755	161,924,950	144,065,755
FY2026				
Profit for the year attributable to owners of the Company	2,384	2,384	2,384	2,384
Weighted average number of Shares	125,942,000	108,082,805	125,942,000	108,082,805
Financial Ratios				
NTA per Share(1) (cents)	8.4	6.6	8.4	6.2
EPS(2) (cents)	1.89	2.21	1.89	2.21
Current Ratio(3) (times)	0.85	0.65	0.85	0.63
Gearing Ratio(4) (times)	1.42	2.05	1.42	2.19

(1) NTA per Share has been computed based on NTA divided by the number of Shares in issue (excluding treasury shares).

(2) EPS has been computed based on profit for the year attributable to owners of the Company divided by the weighted average number of Shares (excluding treasury shares) in issue.

(3) Current Ratio represents the ratio of current assets to current liabilities.

(4) Gearing Ratio represents the ratio of total borrowings to total equity.

(5) Total borrowings pertain to secured term loans of the Group, comprising non-current term loans of S$18,321,000 and current term loans of S$5,270,000 as at 30 June 2026 respectively, and lease liabilities of the Group, comprising non-current lease liabilities of S$294,000 and current lease liabilities of S$241,000 as at 30 June 2026.

	The Company			
	Market Purchase		Off-Market Purchase	
As at 30 June 2026	**Before the Share purchase**	**After the Share purchase**	**Before the Share purchase**	**After the Share purchase**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**
Share capital	15,097	11,084	15,097	10,511
Treasury shares	-	-	-	-
Total equity	9,752	5,739	9,752	5,166
NTA	9,752	5,739	9,752	5,166
Current assets	5,074	5,048	5,074	5,048
Current liabilities	1,513	5,500	1,513	6,073
Working capital	3,561	(452)	3,561	(1,025)
Total borrowings(5)	–	3,987	–	4,560
Cash and cash equivalents	26	–	26	–
Number of issued Shares (excluding treasury shares)	161,924,950	144,065,755	161,924,950	144,065,755
FY2026				
Profit for the year	1,107	1,107	1,107	1,107
Weighted average number of Shares	125,942,000	108,082,805	125,942,000	108,082,805
Financial Ratios				
NTA per Share(1) (cents)	6.0	4.0	6.0	3.6
EPS(2) (cents)	0.88	1.02	0.88	1.02
Current Ratio(3) (times)	3.35	0.92	3.35	0.83
Gearing Ratio(4) (times)	–	0.69	–	0.88

(1) NTA per Share has been computed based on NTA divided by the number of Shares in issue (excluding treasury shares).

(2) EPS has been computed based on profit for the year divided by the weighted average number of Shares (excluding treasury shares) in issue.

(3) Current Ratio represents the ratio of current assets to current liabilities.

(4) Gearing Ratio represents the ratio of total borrowings to total equity.

(5) The Company had no borrowings as at 30 June 2026.

Shareholders should note that the financial effects set out above are purely for illustrative purposes only and are based on the assumptions set out above. Although the proposed Share Buyback Mandate would authorise the Company to purchase or acquire up to 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings), the Company may not necessarily purchase or acquire, or be able to purchase or acquire, the entire 10% of the total number of its issued Shares (excluding

treasury shares and subsidiary holdings). In addition, the Company may cancel all or part of the Shares purchased or acquired or hold all or part of the Shares purchased or acquired in treasury. It is also important to note that the above analysis is based on historical numbers and is not necessarily representative of future financial performance.

Share purchases will only be effected after assessing the relative impact of a share purchase taking into consideration both financial factors (such as cash surplus, debt position and working capital requirements) and non-financial factors (such as share market conditions and the performance of the Shares).

2.8 Reporting Requirements

Within 30 days of the passing of a Shareholders' resolution to approve any purchase or acquisition of Shares by the Company, the Company shall lodge a copy of such resolution with ACRA. The Company shall notify ACRA within 30 days of a purchase or acquisition of Shares on the Catalist or otherwise. Such notification shall include details of the purchase, including the date of the purchase or acquisition, the total number of Shares purchased or otherwise acquired by the Company, the number of Shares cancelled, the number of Shares held as treasury shares, the Company's issued ordinary share capital before the purchase or acquisition of Shares and after the purchase or acquisition of Shares, the amount of consideration paid by the Company for the purchase or acquisition, whether the Shares were purchased or acquired out of the profits or the capital of the Company and such other particulars as may be required by ACRA.

Within 30 days of the cancellation or disposal of treasury shares in accordance with the provisions of the Companies Act, the Directors shall lodge with ACRA the notice of cancellation or disposal of treasury shares in the prescribed form.

In addition, under Rule 704(31) of the Catalist Rules, an immediate announcement must be made of any sale, transfer, cancellation and/or use of treasury shares. Such announcement must include details such as:

(a) the date of the sale, transfer, cancellation and/or use of such treasury shares;

(b) the purpose of such sale, transfer, cancellation and/or use of such treasury shares;

(c) the number of treasury shares which have been sold, transferred, cancelled and/or used;

(d) the number of treasury shares before and after such sale, transfer, cancellation and/or use;

(e) the percentage of the number of treasury shares against the total number of issued Shares (of the same class as the treasury shares) which are listed before and after such sale, transfer, cancellation and/or use, and

(f) the value of the treasury shares if they are used for a sale or transfer, or cancelled.

Further to these reporting obligations, the Catalist Rules also specify that a listed company shall notify the SGX-ST of all purchases or acquisitions of its Shares not later than 9:00 a.m.:

(i) in the case of an On-Market Purchase, on the Market Day following the day on which

the On-Market Purchase was made; and

(ii) in the case of an Off-Market Purchase under an equal access scheme, on the second Market Day after the close of acceptances of the offer.

Such announcement (which must be in the form of Appendix 8D to the Catalist Rules) must include, *inter alia*, details of the date of the purchase, the total number of shares purchased, the number of shares cancelled, the number of shares held as treasury shares, the price paid per share or the highest and lowest prices paid for such shares, as applicable, the total consideration (including stamp duties and clearing charges) paid or payable for the shares, the number of shares purchased as at the date of announcement (on a cumulative basis), the number of issued shares excluding treasury shares and the number of treasury shares held after the purchase.

2.9 Tax implications

Shareholders who are in doubt as to their respective tax positions or the tax implications of a Share Buyback by the Company or who may be subject to tax, whether in or outside Singapore, should consult their own professional advisers.

2.10 Other applicable Catalist Rules

2.10.1 Restrictions on purchases or acquisitions of Shares

While the Catalist Rules do not expressly prohibit any purchase of shares by a listed company during any particular time or times, because the listed company would be regarded as an "insider" in relation to any proposed purchase or acquisition of its issued shares, the Company will not undertake any purchase or acquisition of Shares pursuant to the Share Buyback Mandate in any of the following circumstances:

(a) at any time after any matter or development of a price-sensitive nature has occurred or has been the subject of a decision of the board of directors until the price sensitive information has been publicly announced; and

(b) during the period commencing one month immediately preceding the announcement of the Company's half-year and full-year financial results until after the release of the announcement.

2.10.2 Free Float

The Company is required under Rule 723 of the Catalist Rules to ensure that at least 10% of the total number of issued Shares (excluding preference shares, convertible equity securities and treasury shares) are in the hands of Public Shareholders.

As at the Latest Practicable Date, to the best of the Company's knowledge and based on the information provided to the Company as at the Latest Practicable Date, approximately 35,739,385 Shares, representing approximately 20.01% of the total number of issued Shares (excluding treasury shares), are in the hands of Public Shareholders.

Assuming that (i) the Company purchases its Shares up to the full 10% limit pursuant to the Share Buyback Mandate from the public (as defined in the Catalist Rules); and (ii) all Shares purchased by the Company are held as treasury shares, the number of Shares in the hands

of the public would be reduced to 17,880,190 Shares, representing approximately 11.12% of the issued Shares (excluding treasury shares). As such, as at the Latest Practicable Date, the Company would be able to undertake purchases or acquisitions of its Shares up to the full 10% limit while ensuring that the Public Shareholders continue to hold not less than 10% of the total number of issued Shares (excluding treasury shares) in compliance with Rule 723 of the Catalist Rules.

Accordingly, the Company is of the view that there is a sufficient number of issued Shares held in the hands of the public which would permit the Company to undertake purchases or acquisitions of its issued Shares up to the full 10% pursuant to the proposed Share Buyback Mandate without affecting the listing status of the Shares on Catalist, and that the number of Shares remaining in the hands of the public will not fall to such a level as to cause market illiquidity. The Directors will use their best efforts to ensure that the Company does not effect a purchase or acquisition of Shares if the purchase or acquisition of Shares would result in the number of Shares remaining in the hands of the public falling to such a level as to cause market illiquidity or adversely affect the orderly trading or listing status of the Shares on the SGX-ST. Before deciding to effect a purchase or acquisition of Shares, the Directors will ensure that, notwithstanding such purchase or acquisition, a sufficient float in the hands of the public will be maintained to provide for an orderly market for trading in the Shares.

2.11 Take-over implications under the Code

Appendix 2 of the Code contains the Share Buyback Guidance Note applicable as at the Latest Practicable Date. The take-over implications arising from any purchase or acquisition by the Company pursuant to the Share Buyback Mandate are set out below:

2.11.1 Obligation to make a Take-over Offer

Under Rule 14 of the Code, a person will incur an obligation to make a mandatory take-over offer if:

(a) he acquires 30% or more of the voting rights of the company; or

(b) he holds between 30% and 50% of the voting rights of the company and he increases his voting rights in the company by more than 1% in any period of six (6) months.

If, as a result of any purchase or acquisition by the Company of the Shares, the proportionate interest in the voting capital of the Company of a Shareholder and persons acting in concert with him increases, such increase will be treated as an acquisition for the purposes of Rule 14 of the Code. Consequently, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate effective control of the Company and could become obliged to make an offer under Rule 14 of the Code.

2.11.2 Persons Acting in Concert

Under the Code, persons acting in concert ("**concert parties**") comprise individuals or companies who, pursuant to an agreement or understanding (whether formal or informal), cooperate, through the acquisition by any of them of shares in a company, to obtain or consolidate effective control of that company.

Unless the contrary is established, the following persons, inter alia, will be presumed to be acting in concert with each other:

(a) a company with its parent company, subsidiaries and its fellow subsidiaries, any associated company of the foregoing companies, any company whose associated companies include any of the foregoing companies and any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the foregoing companies for the purchase of voting rights. For this purpose, a company is an associated company of another company if the second-mentioned company owns or controls at least 20% but not more than 50% of the voting rights of the first-mentioned company;

(b) a company with any of its directors (together with their close relatives, related trusts and any company controlled by any of the directors, their close relatives and related trusts);

(c) a company with any of its pension funds and employee share schemes;

(d) a person with any investment company, unit trust or other fund whose investment such person manages on a discretionary basis, but only in respect of the investment account which such person manages;

(e) a financial or other professional adviser, including a stockbroker, with its client in respect of the shareholdings of the adviser and the persons controlling, controlled by or under the same control as the adviser, and all the funds which the adviser manages on a discretionary basis, where the shareholding of the adviser and any of those funds in the client total 10% or more of the client's equity share capital;

(f) directors of a company (together with their close relatives, related trusts and companies controlled by any of such directors, their close relatives and related trusts) which is subject to an offer where they have reason to believe a bona fide offer for their company may be imminent;

(g) partners; and

(h) an individual, his close relatives, his related trusts, any person who is accustomed to act according to his instructions, companies controlled by any of the foregoing, and any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the foregoing for the purchase of voting rights.

The circumstances under which Shareholders (including Directors) and persons acting in concert with them, respectively, will incur an obligation to make a take-over offer under Rule 14 of the Code after a purchase or acquisition of Shares by the Company are set out in Appendix 2 of the Code.

Unless exempted, Directors of the Company and persons acting in concert with them will incur an obligation to make a take-over offer under Rule 14 of the Code if, as a result of the Company purchasing or acquiring its Shares, the voting rights of such Directors and their concert parties increase to 30% or more, or if the voting rights of such Directors and their concert parties fall between 30% and 50% of the Company's voting rights, the voting rights of such Directors and their concert parties increase by more than 1% in any period of 6 months. In calculating the percentages of voting rights of such Directors and their concert parties, treasury shares shall be excluded.

Under Appendix 2 of the Code, a Shareholder who is not acting in concert with Directors will not be required to make a takeover offer under Rule 14 of the Code if, as a result of the Company purchasing or acquiring its Shares, the voting rights of such Shareholder in the Company would increase to 30% or more, or if the voting rights of such Directors and their concert parties fall between 30% and 50% of the company's voting rights, the voting rights of such Shareholder would increase by more than 1% in any period of 6 months. Such Shareholder need not abstain from voting in respect of the resolution authorising the Share Buyback Mandate.

2.11.3 Application of the Take-over Code

Based on the Register of Substantial Shareholders as at the Latest Practicable Date, none of the Substantial Shareholders and their respective concert parties hold (directly or indirectly) an aggregate of not less than 30% but not more than 50% of the total number of issued Shares.

The details of the shareholdings of the Directors and Substantial Shareholders of the Company as at the Latest Practicable Date are set out in Paragraph 3 below. As at the Latest Practicable Date, none of the Directors or Substantial Shareholders will become obligated to make a mandatory take-over offer in the event the Company purchases the maximum 10% of its Shares pursuant to the Share Buyback Mandate.

The statements in this Appendix do not purport to be a comprehensive or exhaustive description of all implications that may arise under the Code. Shareholders who are in doubt as to their obligations, if any, to make a mandatory take-over offer under the Code as a result of any Share Buyback should consult the SIC and/or their professional advisers at the earliest opportunity as to whether an obligation to make a take-over offer would arise by reason of any share purchases or acquisitions by the Company.

2.12 Details of Shares bought by the Company in the previous 12 months

There was no share buyback mandate in force in the last 12 months prior to the Latest Practicable Date. The Company has not purchased or acquired any Shares in the last 12 months preceding the Latest Practicable Date.

3. DIRECTORS' RECOMMENDATION

Having considered, amongst others, the terms and the rationale for, and the financial effects of the proposed adoption of the Share Buyback Mandate, the Directors are of the opinion that the proposed adoption of the Share Buyback Mandate is in the interests of the Company and Shareholders. Accordingly, the Directors recommend that Shareholders vote in favour of Ordinary Resolution No. 8 of the Notice of AGM, being the Ordinary Resolution relating to the proposed adoption of the Share Buyback Mandate.

4. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

4.1 The interests of the Directors and Substantial Shareholders in the Shares, as at the Latest Practicable Date, are as follows:

	Direct interest		Deemed interest		Total interest	
Directors	**No. of Shares**	**%**(1)	**No. of Shares**	**%**(1)	**No. of Shares**	**%**(1)
Mr Poh Soon Keng(2)	14,142,730	7.92	101,250,000	56.69	115,392,730	64.61
Mr Ng Choon Beng	5,113,635	2.86	–	–	5,113,635	2.86
Mr Lim Tai Toon	–	–	–	–	–	–
Mr Goh Joon Lian	–	–	–	–	–	–
Mr Cheam Heng Haw Howard	–	–	–	–	–	–
Substantial Shareholders						
Mr Poh Soon Keng(2)	As disclosed above					
PTCC Holdings Pte. Ltd. (2)	101,250,000	56.69	–	–	101,250,000	56.69
Tan Siew Lan(2)	–	–	101,250,000	56.69	101,250,000	56.69
Poh Pei Chi(2)	–	–	101,250,000	56.69	101,250,000	56.69
Tan Ah Hwa	13,500,000	7.56	–	–	13,500,000	7.56

Notes:

(1) Based on the issued share capital of the Company of 178,591,950 Shares (excluding treasury shares and subsidiary holdings) as at the Latest Practicable Date.

(2) PTCC Holdings Pte. Ltd. is owned by Executive Chairman and CEO, Mr Poh Soon Keng (26.7%), his spouse Human Resource and Administration Director, Ms Tan Siew Lan (26.7%), and his children, Ms Poh Pei Chi (33.3%) and Mr Poh Cher Ying (13.3%). Mr Poh Soon Keng, Ms Tan Siew Lan, and Ms Poh Pei Chi are deemed interested in the shares held by PTCC Holdings Pte. Ltd. in the Company pursuant to Section 4 of the Securities and Futures Act 2001.

Other than through their respective shareholding interests in the Company, none of the Directors and to the best of the Directors' knowledge, none of the Substantial Shareholders has any direct or indirect interest in the proposed adoption of the Share Buyback Mandate.

5. ANNUAL GENERAL MEETING

The 2026 AGM will be held at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387 on 28 October 2026 at 10.30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, Ordinary Resolution No. 8 of the Notice of AGM relating the proposed adoption of the Share Buyback Mandate.

6. ACTION TO BE TAKEN BY SHAREHOLDERS

6.1 Shareholders should refer to the Notice of AGM, the accompanying Proxy Form and Request Form. Electronic copies of the aforementioned documents, the annual report of the Company for FY2026, and this Appendix will be made available to Shareholders via SGXNET at https://www.sgx.com/stock-exchange/company-announcements and the Company's website at https://www.aedge.com.sg.

6.2 A Depositor shall not be regarded as a Shareholder entitled to attend and vote at the 2026 AGM unless he is shown to have Shares entered against his name in the Depository Register as at 72 hours before the time fixed for holding the 2026 AGM, as certified by CDP to the Company.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the proposed adoption of the Share Buyback Mandate, the Company and its subsidiaries, and the Directors are not aware of any facts or the omission of which would make any statement in this Appendix misleading. Where information in this Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Appendix in its proper form and context.

8. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents are available for inspection at the registered office of the Company at 4009 Ang Mo Kio Ave 10, #04-33 Techplace I, Singapore 569738, during normal business hours from the date of this Appendix up to and including the date of the 2026 AGM:

(a) the Constitution;

(b) the Annual Report for FY2026; and

(c) this Appendix.

Yours faithfully

For and on behalf of the Board
AEDGE GROUP LIMITED

Poh Soon Keng
Executive Director and Chief Executive Officer