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**ONEAPEX LIMITED**  
(Company Registration Number: 201020806C)  
(Incorporated in the Republic of Singapore)

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

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**PLACE** : Held by way of electronic means via "live" webcast and "live" audio feed

**DATE** : Tuesday, 23<sup>rd</sup> June 2020

**TIME** : 11.00 a.m.

**PRESENT** : Please see Attendance List attached hereto

**CHAIRMAN** : Mr Zachary Tan Lian Chye

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**A. WELCOME ADDRESS AND INTRODUCTION**

Mr Zachary Tan Lian Chye ("**Mr Zachary Tan**"), the Non-Executive Non-Independent Chairman of the Board of Directors (the "**Board**"), chaired the Extraordinary General Meeting (the "**EGM**" or "**Meeting**"). He informed that in adhering to the various advisories and guidance issued by the authorities amid the COVID-19 outbreak, the Meeting was conducted by electronic means pursuant to the First Schedule of the COVID-19 Order, and the Company has arranged for a "live" webcast and "audio only means" for shareholders of the Company ("**Shareholders**") to observe the proceedings of the Meeting. Shareholders who pre-registered with the Company are able to watch the proceedings of the Meeting through a "live" webcast or listen to the proceedings of the Meeting through a "live" audio feed.

The Chairman of the Meeting explained that Shareholders are not allowed to raise any questions during the Meeting. The Company has instead invited Shareholders to submit their questions in advance of the Meeting, but did not receive any questions from Shareholders. Shareholders may also send further questions to the Investor Relations Team after the Meeting and the Company will provide responses to the substantial and relevant comments or queries relating to the agenda of the Meeting. To date, no further questions have been received from Shareholders.

**QUORUM**

After having ascertained that a quorum was present, the Chairman of the Meeting called the Meeting to order at 11.00 a.m. and proceeded with the formal business of the Meeting.

**B. NOTICE OF EGM**

The Notice of the EGM dated 29 May 2020 convening the Meeting was taken as read. The Chairman informed Shareholders that, in his capacity as Chairman of the Meeting, he had been

appointed as a proxy by several Shareholders, who have directed him to vote on their behalf. He has therefore voted in accordance with their instructions. The Chairman of the Meeting further informed that voting on all resolutions set out in the Notice of EGM would be conducted by way of poll. The Chairman informed Shareholders that Entrust Advisory Pte. Ltd. and Tricor Barbinder Share Registration Services have been appointed as Scrutineer and Polling Agent respectively for the Meeting.

The Chairman of the Meeting further informed Shareholders that the validity of the proxies submitted by the Shareholders as at the cut-off date on 20 June 2020 at 11.00 a.m. have been reviewed and all valid votes have been counted and verified by the Polling Agent and the Scrutineer.

### **C. SPECIAL BUSINESS**

#### **1. ORDINARY RESOLUTION – PROPOSED SUBSCRIPTION BY THE COMPANY OF 4,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF KC INDUSTRIES PTE. LTD., REPRESENTING 50% OF THE ENLARGED ISSUED AND PAID-UP SHARE CAPITAL OF KC INDUSTRIES PTE. LTD., AS AN INTERESTED PERSON TRANSACTION UNDER CHAPTER 9 OF THE CATALIST RULES AND A MAJOR TRANSACTION UNDER CHAPTER 10 OF THE CATALIST RULES**

The Chairman of the Meeting informed the Shareholders that the agenda of the Meeting was to seek Shareholders' approval for the proposed subscription by the Company of 4,000,000 new ordinary shares in the capital of KC Industries Pte. Ltd., representing 50% of the enlarged issued and paid-up share capital of KC Industries Pte. Ltd. (the "**Proposed Subscription**"), as an interested person transaction under Chapter 9 of the Catalist Rules and a major transaction under Chapter 10 of the Catalist Rules.

The Ordinary Resolution as set out in the Notice of EGM was duly proposed by the Chairman of the Meeting, being a proxy of several Shareholders, and was seconded by Mr Wilmer Ang Siang, a Shareholder who had agreed to have his name recorded.

The Chairman of the Meeting announced the poll results as follows:

	No. of Shares	As a percentage of total number of votes for and against the Resolution (%)
No. of votes in favour of the Resolution	6,268,184	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	62,466,590	-

Based on the result, the Chairman of the Meeting declared the Ordinary Resolution carried.

IT WAS RESOLVED THAT:

- (a) approval be and is hereby given for the Proposed Subscription, on the terms and subject to the conditions set out in the conditional subscription and shareholders' agreement dated 18 May 2020 entered into among the Company, Kims Foodhub Pte. Ltd. and KC Industries Pte. Ltd. in respect of the Proposed Subscription (the "**SSA**"), and any other transactions and/or ancillary documents contemplated under the SSA, as an interested person transaction under Chapter 9 of the Catalist Rules and a major transaction under Chapter 10 of the Catalist Rules; and
- (b) any of the Directors of the Company be and is hereby authorised to complete and to do all acts and things as he may consider necessary or expedient for the purposes of or in connection with the Proposed Subscription and to give effect to this resolution (including but not limited to the execution of ancillary agreements, procurement of third party consents and amendment to the SSA) as he shall think fit and in the interests of the Company.

**D. CONCLUSION**

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

**CERTIFIED AS A TRUE AND CORRECT RECORD  
OF THE PROCEEDINGS OF THE MEETING**

**ZACHARY TAN LIAN CHYE**  
Chairman of the Meeting

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**ATTENDANCE LIST OF THE EXTRAORDINARY GENERAL MEETING**

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**DIRECTORS**

*In Attendance:*

Zachary Tan Lian Chye Non-Executive Non-Independent Chairman

*Via "live" webcast or "live" audio feed*

Tan Pei Hong, Alex (Chen Peifeng) Executive Director and Chief Executive Officer  
Chiu Joon Sun (Zhao Junsheng) Executive Director  
Wan Tai Foong Independent Director  
Low Chin Parn Eric Independent Director  
Chee Teck Kwong Patrick Lead Independent Director

**SHAREHOLDERS**

As set out in the attendance list maintained by the Company.

**ATTENDEES AND INVITEES**

*In Attendance:*

Ron Loi Chief Financial Officer and Company Secretary

*Via "live" webcast or "live" audio feed*

Leong Chuo Ming Company Secretary  
Silvia Suwardi KWCA Pte. Ltd. (*Company Secretary*)  
Teo Jin-Li Lanabel Withers KhattarWong LLP  
Low Shan You Withers KhattarWong LLP  
Melvin Teo Novus Corporate Finance Pte. Ltd. (*Sponsor*)  
Amanda Low Novus Corporate Finance Pte. Ltd. (*Sponsor*)  
Liu Wei Kang Entrust Advisory Pte. Ltd. (*Scrutineer*)

*OneApex Limited*  
*Minutes of Extraordinary General Meeting held on 23 June 2020*

Ng Sean	Tricor Barbinder Share Registration Services ( <i>Share Registrar and Polling Agent</i> )
Leong Weng Tuck	RHT Capital Pte. Ltd. ( <i>Independent Financial Adviser</i> )
Muhammad Aidil Bin Osman	RHT Capital Pte. Ltd. ( <i>Independent Financial Adviser</i> )
Lay Shi Wei	RHT Capital Pte. Ltd. ( <i>Independent Financial Adviser</i> )