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

MINUTES OF ANNUAL GENERAL MEETING

PLACE	:	80 Raffles Place, #25-01 UOB Plaza 1, Singapore 048624
DATE	:	Tuesday, 30th January 2024
TIME	:	10.00 a.m.
PRESENT	:	Please see Attendance List attached hereto
CHAIRMAN	:	Mr Tan Pei Hong, Alex

1. QUORUM

After having ascertained that a quorum was present, Mr Tan Pei Hong, Alex ("**Mr Alex Tan**"), the Executive Chairman and Chief Executive Officer (the "**Chairman**"), took the chair of the Annual General Meeting ("**AGM**" or the "**Meeting**") and called the AGM to order at 10.00 a.m. and welcomed all present at the AGM.

2. WELCOME ADDRESS AND INTRODUCTION

The Chairman informed the Meeting that in order for the proceedings to be carried out smoothly and to enhance the transparency of the voting results, as well as to accord due respect to the full voting rights of shareholders of the Company ("**Shareholders**"), the motions tabled at the Meeting would be voted on by way of a poll as required under Rule 704(15) of the Catalist Rules of the Singapore Exchange Securities Trading Limited.

As no questions were received, the Chairman proceeded to introduce the following Directors attending the Meeting, namely:

Directors and Management
1. Mr Chiu Joon Sun (Executive Director)
2. Mr Patrick Chee (Lead Independent Director)
3. Mr Wan Tai Foong (Independent Director)
4. Mr Eric Low (Independent Director)
5. Mr Ron Loi (Chief Financial Officer and Company Secretary)

Thereafter, the Chairman invited Mr Ron Loi ("**Mr Loi**") to take over the conduct of the Meeting proceeding.

3. ANNUAL REPORT AND NOTICE OF AGM

3.1 Mr Loi informed the Meeting that:

(a) The Annual Report together with the Notice of AGM dated 15 January 2024 had been circulated to Shareholders within the statutory period. With the consent of the Shareholders, the Notice of AGM was taken as read.

(b) All the proxy forms lodged at the Company's registered office and/ or emailed to the Company had been checked and found to be in order.

(c) Mr Alex Tan in his capacity as the Chairman of the AGM, had been appointed as proxy by Shareholders who had directed him to vote on their behalf. Therefore, the Chairman would vote in accordance with the wishes of Shareholders who had appointed him as proxy.

(d) Voting on all the resolutions set out in the Notice of AGM would be conducted by way of poll, which is in accordance with Regulation 68 of the Company's Constitution and also complied with the requirement of Rule 730A of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited.

(e) Agile 8 Advisory Pte. Ltd. and Septus Singapore Pte Ltd have been appointed as Scrutineer and Polling Agent, respectively. The validity of the proxies submitted by the Shareholders as at the cut-off date on 27 January 2024 at 10.00 a.m. have been reviewed and all valid votes have been counted and verified by the Polling Agent and the Scrutineer.

3.2 Mr Loi then proceeded with the business of the Meeting.

4. ORDINARY BUSINESS

RESOLUTION 1 – RECEIVE AND ADOPT THE DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2023

Mr Loi informed the Shareholders that the first agenda of the AGM was to receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 September 2023 ("**FY2023**") together with the Directors' Statement and the Auditors' Report.

Resolution 1 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Ron Loi, a Shareholder who agreed to have his name to be recorded.

RESOLUTION 2 – RE-ELECTION OF MR TAN PEI HONG, ALEX (CHEN PEIFENG) AS A DIRECTOR OF THE COMPANY

Mr Loi informed the Shareholders that Resolution 2 dealt with the re-election of Mr Tan Pei Hong, Alex (Chen Peifeng), a Director retiring pursuant to Rule 720 of the Singapore Securities Trading Limited Listing Manual Section B: Rules of Catalist and Regulation 95 of the Company's Constitution. It was noted that Mr Tan is the Executive Chairman and Chief Executive Officer, Chairman of the Risk Committee and a member of the Nominating Committee. He will remain as the Executive Chairman and Chief Executive Officer and Chairman of the Risk Committee if he is re-elected as a Director of the Company.

Resolution 2 as set out in the Notice of Meeting was duly proposed by Mr Chway Chun Fatt, and was seconded by Mr Ron Loi, the Shareholders who agreed to have their names to be recorded.

RESOLUTION 3 – APPROVAL FOR PAYMENT OF DIRECTORS' FEES

Mr Loi informed the Shareholders that Resolution 3 dealt with the approval of Directors' fees of S$135,000 for the financial year ending 30 September 2024, payable half yearly in arrears.

Resolution 3 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Ron Loi, a Shareholder who agreed to have his name to be recorded.

RESOLUTION 4 – RE-APPOINTMENT OF MESSRS ERNST & YOUNG LLP AS AUDITORS OF THE COMPANY

Mr Loi informed the Shareholders that Resolution 4 dealt with the re-appointment of Messrs Ernst & Young LLP as Auditors of the Company and the authorisation of the Directors to fix their remuneration.

Resolution 4 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Ron Loi, a Shareholder who agreed to have his name to be recorded.

5. ANY OTHER BUSINESS

As no notice of any other business had been received by the Company, Mr Loi proceeded to deal with the special business of the Meeting.

6. SPECIAL BUSINESS

RESOLUTION 5 – AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY

Mr Loi informed the Shareholders that Resolution 5 dealt with the authority to be given to the Directors to allot and issue shares in the capital of the Company and that the full text of the resolution had been set out in the Notice of Meeting.

Resolution 5 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Chway Chun Fatt, a Shareholder who agreed to have his name to be recorded.

RESOLUTION 6 – PROPOSED RENEWAL OF THE SHARE BUY-BACK MANDATE

Mr Loi informed the Shareholders that Resolution 6 dealt with the proposed renewal of the share buy-back mandate and that the full text of the resolution had been set out in the Notice of Meeting.

Resolution 6 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Lim Chin Chye, a Shareholder who agreed to have his name to be recorded.

RESOLUTION 7 – PROPOSED MODIFICATIONS TO, AND RENEWAL OF, THE IPT GENERAL MANDATE

Mr Loi informed the Shareholders that Resolution 7 dealt with the proposed modifications to, and renewal of, the IPT general mandate and that the full text of the resolution had been set out in the Notice of Meeting.

Resolution 7 as set out in the Notice of Meeting was duly proposed by the Chairman of the Meeting, being the proxy of several Shareholders, and was seconded by Mr Lim Chin Chye, a Shareholder who agreed to have his name to be recorded.

Mr Loi handed the floor back to the Chairman.

7. QUESTION AND ANSWER SESSION

The Chairman invited the Shareholders to raise any questions that they may have.

8. VOTING AND RESULTS OF POLL

8.1 As there was no questions raised by Shareholders during the AGM, the Chairman informed that all resolutions which have been tabled at this AGM have been duly proposed and seconded. He proceeded to put the motion to vote for Resolutions 1 to 7.

8.2 After the Shareholders were given appropriate time to submit their voting, the Chairman declared the voting closed.

8.3 After the Scrutineers completed their verification, the Chairman proceeded to announce the results of the voting for Resolutions 1 to 7, which were displayed on the screen. The results of the poll vote were as follows:

Resolution 1 - To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 30 September 2023 together with the Auditors' Report thereon.

	Votes	Percentage (%)
No. of shares for:	67,341,074	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 1 carried.

IT WAS RESOLVED THAT the Directors' Statement and Audited Financial Statements for the financial year ended 30 September 2023 together with the Auditors' Report thereon be and are hereby received and adopted.

Resolution 2 - To re-elect Mr. Tan Pei Hong, Alex (Chen Peifeng), a Director retiring pursuant to Rule 720 of the Singapore Securities Trading Limited Listing Manual Section B: Rules of Catalist and Regulation 95 of the Company's Constitution.

	Votes	Percentage (%)
No. of shares for:	4,874,484	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 2 carried.

IT WAS RESOLVED THAT Mr. Tan Pei Hong, Alex (Chen Peifeng), who retired pursuant to Rule 720 of the Singapore Securities Trading Limited Listing Manual Section B: Rules of Catalist and Regulation 95 of the Company's Constitution, being eligible and having offered himself for re-election, be and is hereby re-elected as Director of the Company.

Resolution 3 - To approve the payment of Directors' fees of S$135,000 for the financial year ending 30 September 2024, payable half-yearly in arrears.

	Votes	Percentage (%)
No. of shares for:	67,341,074	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 3 carried.

IT WAS RESOLVED THAT the payment of Directors' fees of S$135,000 for the financial year ending 30 September 2024, payable half yearly in arrears, be and is hereby approved.

Resolution 4 - To re-appoint Messrs Ernst & Young LLP as external auditors of the Company and to authorise the Directors of the Company to fix their remuneration.

	Votes	Percentage (%)
No. of shares for:	67,341,074	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 4 carried.

IT WAS RESOLVED THAT Messrs Ernst & Young LLP be and are hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next Annual General Meeting, and the Directors be and are hereby authorised to fix their remuneration.

Resolution 5 - To grant the Directors the authority to allot and issue shares in the capital of the Company.

	Votes	Percentage (%)
No. of shares for:	67,341,074	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 5 carried.

IT WAS RESOLVED THAT pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), authority be and is hereby given to the Directors to:

(a) (i) allot and issue shares in the capital of the Company 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 may in their absolute discretion deem fit; and

(b) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of the Instruments made or granted by the Directors while this Resolution was in force,

provided that:

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) shall not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) or such other limit as may be prescribed by the Catalist Rules as at the date this Resolution is passed, of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) shall not exceed fifty per cent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) or any such other limit as may be prescribed by the Catalist Rules as at the date this Resolution is passed;

(2) (subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under subparagraph (1) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:

(a) new Shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from exercising share options or vesting of share awards which are outstanding and subsisting at the time this Resolution is passed, provided that the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

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

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and otherwise, and the Constitution for the time being of the Company; and

(4) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

Resolution 6 - To approve the proposed renewal of the Share Buy-Back Mandate.

	Votes	**Percentage (%)**
No. of shares for:	67,341,074	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 6 carried.

IT WAS RESOLVED THAT:

(a) for the purposes of Sections 76C and 76E of the Companies Act, the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

(i) on-market purchase(s) (each a "**Market Purchase**") transacted on the SGX-ST through the ready market, and which may be transacted through one (1) or more duly licensed stockbrokers appointed by the Company for the purpose; and/or

(ii) off-market purchase(s) (each an "**Off-Market Purchase**") effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Catalist Rules and the Companies Act,

and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act, the Constitution of the Company and the Catalist Rules as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buy-Back Mandate**");

(b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the Relevant Period (as hereinafter defined):

(c) for purposes of this Resolution:

"**Maximum Limit**" means ten per cent (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution 7, unless the Company has effected a reduction of the share capital of the Company (other than a reduction by virtue of a share buy-back) in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period (as hereinafter defined) in which event the issued Shares shall be taken to be the total number of the issued Shares as altered by such capital reduction (the total number of Shares shall exclude any Shares that may be held as treasury shares by the Company and subsidiary holdings from time to time);

"**Maximum Price**", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed:

(i) in the case of a Market Purchase, five per cent (5%) above the average of the closing market prices of the Shares over the five (5) Market Days on which transactions in the Shares were recorded before the day on which the Market Purchase was made by the Company and deemed to be adjusted for any corporate action that occurred during the relevant five (5)-day period and the day on which the Market Purchase was made; and

(ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, fifteen per cent (15%) above the average of the closing market prices of the Shares over the five (5) Market Days on which transactions in the Shares were recorded before the day on which the Company makes an announcement of an offer under the Off-Market Purchase scheme 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, and deemed to be adjusted for any corporate action that occurred during the relevant five (5)-day period and the day on which the announcement was made;

"**Market Day**" means a day on which the SGX-ST is open for trading in securities; and

"**Relevant Period**" means the period commencing from the date of the passing of this Resolution 7 and expiring on the earliest of (i) the date on which the next AGM of the Company is held or is required by law to be held, (ii) the date on which the share buy-backs are carried out to the full extent of the Share Buy-Back Mandate or (iii) the date the said mandate is revoked or varied by the Company in a general meeting;

(d) the number of Shares which may in aggregate be purchased or acquired by the Company during the Relevant Period shall be subject to the Maximum Limit;

(e) the Directors of the Company and/or any of them be and are hereby authorised to deal with the Shares purchased by the Company, pursuant to the Share Buy-Back Mandate in any manner as they think fit, which is permitted under the Companies Act; and

(f) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution.

Resolution 7 - To approve the proposed modifications to, and renewal of, the IPT General Mandate.

	Votes	**Percentage (%)**
No. of shares for:	4,874,484	100%
No. of shares against:	0	0%

Based on the results, the Chairman of the Meeting declared Resolution 7 carried.

IT WAS RESOLVED THAT:

(a) approval be and is hereby given for the purposes of Chapter 9 of the Catalist Rules of the SGX-ST, for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" under Chapter 9 of the Catalist Rules, or any of them, to enter into any of the transactions falling within the types of interested party transactions described in paragraph 3.5 of the Appendix, with any party who is of the class of interested persons described in paragraph 3.4 of the Appendix, provided that such transactions are made on normal commercial terms, will not be prejudicial to the interests of the Company and its minority shareholders, and in accordance with the guidelines and review procedures for such transactions as set out in the Appendix (the "**IPT General Mandate**");

(b) the IPT General Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next AGM of the Company;

(c) the Audit Committee of the Company be and are hereby authorised to take such action as they deem proper in respect of procedures and to implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Catalist Rules which may be prescribed by the SGX-ST from time to time; and

(d) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the IPT General Mandate and/or the transactions contemplated by this Resolution.

9. CONCLUSION

The Chairman concluded the business of the AGM and declared the AGM of the Company closed at 10.45 a.m. and thanked everyone for their attendance.

The Chairman also informed the Shareholders that the Company will publish the minutes of the AGM proceedings on SGXNet and the Company's corporate website.

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

TAN PEI HONG, ALEX
Chairman of the Meeting