

OKH GLOBAL LTD.
(Company Registration Number: 35479)
(Incorporated in Bermuda)
(the "**Company**")

MINUTES OF ANNUAL GENERAL MEETING

PLACE	:	By way of electronic means
DATE	:	26 October 2022
TIME	:	2:30 p.m.
PRESENT	:	As set out in the attendance records maintained by the Company.
IN ATTENDANCE	:	As set out in the attendance records maintained by the Company.
CHAIRMAN	:	Mr Lock Wai Han

INTRODUCTION

Mr Lock Wai Han, the Chairman of the Meeting, welcomed shareholders to the Annual General Meeting ("**Meeting**" or "**AGM**") via an electronic Live Webcast and informed the shareholders that he would be assisting Mrs Celine Tang, the Chairman of the Board, with the conduct of the Meeting and will be chairing the Meeting on her behalf. The Chairman of the Meeting informed the shareholders that the Meeting was conducted via electronic means to minimise physical interactions and COVID-19 transmission risks.

The Chairman of the Meeting proceeded to introduce the members of the Board to those present at the Meeting.

QUORUM

There being a quorum present, the Chairman of the Meeting called the Meeting to order at 2:30 p.m.

NOTICE

The Chairman of the Meeting informed the Meeting that the notice of AGM together with the Annual Report for the financial year ended 30 June 2022 and the Appendix to the Annual Report in relation to the Proposed Renewal of the Share Purchase Mandated had been sent to members within the required statutory period. Pertinent information relating to the proposed Resolutions tabled for the AGM were set out in the Notice of AGM dated 4 October 2022. As such, the notice convening the AGM was taken as read.

VOTING AND RESOLUTIONS BY POLL

The Chairman of the Meeting informed the Meeting that as set out in the Notice of AGM, shareholders are able to vote online in real time via live voting or would have exercised their votes by submitting proxy forms at least 48 hours before this Meeting.

He further informed the Meeting that all proxy forms lodged have been checked and found to be in order and he has been appointed as proxy by shareholders who have directed him to vote for and on behalf during the AGM. Therefore, in the course of this AGM, He will vote in accordance with the wishes of shareholders who have appointed him as proxy. In his capacity as the Chairman of the Meeting, he stated that the resolution set out in the Notice of AGM be voted by way of poll and as many of the shareholders had voted on the resolution prior to the AGM, the resolution was deemed to have been duly proposed and seconded.

The Chairman of the Meeting further informed shareholders that they could submit their votes via “live” voting once the Voting Period opened which would occur when the First Resolution was put up for vote during the AGM.

The Chairman of the Meeting also informed shareholders that they would be able to continue to vote until shortly after the last Resolution had been put up for voting. Therefore, the results of all of the votes would not be read out until all of the Resolutions had been voted on.

The Chairman of the Meeting informed the Meeting that In.Corp Corporate Services Pte. Ltd. had been appointed as the Polling Agent and Agile 8 Advisory Pte Ltd had been appointed as Scrutineer for the voting.

QUESTION AND ANSWERS

The Chairman of the Meeting informed the shareholders that the Company had not received any questions from the shareholders in relation to the agenda of the Meeting as at the specified cut-off date and time. However, the Company had on 21 October 2022 addressed and published its response to questions submitted by Securities Investors Association (Singapore).

The Chairman of the Meeting also reminded shareholders that they would be permitted to ask “live” questions related to the AGM, by submitting their questions, in text format, through the “Ask a Question” feature on the platform, which was accessible on their screens. AGM@Convene showed shareholders a short video on how to submit such questions.

There being no questions from the shareholders submitted through the platform, The Chairman of the Meeting continued with the formalities of the Meeting.

ORDINARY BUSINESSES:

1. RESOLUTION 1 - AUDITED FINANCIAL STATEMENTS TOGETHER WITH DIRECTORS' STATEMENT AND INDEPENDENT AUDITORS' REPORT

The Chairman of the Meeting informed that the first item on the agenda was to put the following resolution to vote:

“That the Audited Financial Statements for the financial year ended 30 June 2022 together with the Directors’ Statement and Independent Auditors’ Report be and is hereby received and adopted”.

The Chairman of the Meeting announced that shareholders could begin their poll voting for the First Resolution and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

2. RESOLUTION 2 - DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 30 JUNE 2022

The Chairman of the Meeting informed the Meeting that Resolution 2 on the agenda was to put the following resolution to vote:

“That the Directors' fees of S\$186,000 for the financial year ending 30 June 2022, to be paid quarterly in arrears, be and is hereby approved.”

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 2 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

3. RESOLUTION 3 - RE-ELECTION OF DIRECTOR

Mr Lim Eng Hoe ("**Mr Lim**"), who was retiring as a Director of the Company pursuant to Bye-Law 104 of the Company's Bye-Laws, had consented to continue in office. Mr Lim, upon re-election as a Director of the Company, will remain as a Non-Executive Independent Director of the Company, Chairman of the Remuneration Committee, a member of the Audit and Nominating Committees. Mr Lim Eng Hoe is considered independent for the purpose of Rule 704(8) of the Listing Manual of Singapore Exchange Securities Trading Limited ("**SGX-ST**").

The Chairman of the Meeting informed the Meeting that Resolution 3 on the agenda was to put the following resolution to vote:

"That Mr Lim Eng Hoe who retired from office in accordance with Bye-Law 104 of the Company's Bye-Laws, be and is hereby re-elected as a Director of the Company."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 3 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

4. RESOLUTION 4 - RE-ELECTION OF DIRECTOR

Mrs Celine Tang ("**Mrs Tang**"), who was retiring as a Director of the Company pursuant to Bye-Law 104 of the Company's Bye-Laws, had consented to continue in office. Mrs Celine Tang, upon re-election as a Director of the Company, will remain as a Non-Executive Chairman of the Company.

The Chairman of the Meeting informed the Meeting that Resolution 4 on the agenda was to put the following resolution to vote:

"That Mrs Celine Tang who retired from office in accordance with Bye-Law 104 of the Company's Bye-Laws, be and is hereby re-elected as a Director of the Company."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 4 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

5. RESOLUTION 5 – RE- APPOINTMENT OF AUDITORS

The retiring auditors, BDO LLP, has expressed their willingness to continue in office.

The Chairman of the Meeting informed the Meeting that Resolution 5 on the agenda was to put the following resolution to vote:

"That BDO LLP be and is hereby re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 5 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

SPECIAL BUSINESSES:-

6. RESOLUTION 6 - AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman of the Meeting informed the Meeting that Resolution 6, if passed, will empower the Directors from the date of this Meeting until the date of the next AGM to issue shares and convertible securities not exceeding the quantum as set out in this resolution.

The Chairman of the Meeting informed the Meeting that Resolution 6 on the agenda was to put the following resolution to vote:

"That the Directors be authorised to allot and issue Shares and/or Instruments in the capital of the Company pursuant to Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited and Bye-laws of the Company as set out under item 5 of the Notice of AGM."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 6 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

7. RESOLUTION 7 - AUTHORITY TO GRANT AWARDS AND TO ISSUE SHARES UNDER THE OKH PERFORMANCE SHARE PLAN

For Resolution 7, the Meeting noted that the shareholders who are entitled to participate in the OKH Performance Share Plan, will abstain from voting on this resolution.

The Chairman of the Meeting informed the Meeting that Resolution 7, if passed, will empower the Directors from the date of this Meeting until the date of the next AGM to grant awards and to issue shares under the OKH Performance Share Plan not exceeding the quantum as set out in this resolution.

The Chairman of the Meeting informed the Meeting that Resolution 7 on the agenda was to put the following resolution to vote:

"That the Directors be authorised to offer and grant awards and to issue shares pursuant to OKH Performance Share Plan as set out under item 6 of the Notice of AGM."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 7 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

8. RESOLUTION 8 - RENEWAL OF THE SHARE PURCHASE MANDATE

For Resolution 8, the Meeting noted that Haiyi Holdings Pte. Ltd. and its concert parties, Mrs Celine Tang and Mr Gordon Tang, abstained from voting on this resolution.

The Chairman of the Meeting informed the Meeting that Resolution 8, if passed, will empower the Directors of the Company to make purchases or otherwise acquire the Company's issued Shares from time to time subject to and in accordance with the guidelines set out in the Circular accompanying the Notice of AGM. The maximum number of shares which the Company may repurchase under this resolution shall not exceed the quantum set out in the resolution.

The Chairman of the Meeting informed the Meeting that Resolution 8 on the agenda was to put the following resolution to vote:

"That the renewal of Share Purchase Mandate as set out under item 7 of the Notice of AGM be approved."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 8 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

9. RESOLUTION 9 – APPROVAL OF MR LIM ENG HOE CONTINUED APPOINTMENT AS AN INDEPENDENT DIRECTOR BY ALL SHAREHOLDER

Contingent upon the passing of Resolution 3, Resolution 9 is to approve the continued appointment of Mr Lim as an Independent Director of the Company by all shareholders pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. The approval shall remain in force until the earlier of the retirement or resignation of the Director; or the conclusion of the third AGM of the Company from the aforesaid approval.

The Chairman of the Meeting informed the Meeting that Resolution 9 on the agenda was to put the following resolution to vote:

"That Mr Lim Eng Hoe be and is hereby approved for his continued appointment as an Independent Director of the Company by all the Shareholders."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 9 and that they could continue to be able to vote until shortly after the last Resolution had been put to vote.

10. RESOLUTION 10 – APPROVAL OF MR LIM ENG HOE CONTINUED APPOINTMENT AS AN INDEPENDENT DIRECTOR BY SHAREHOLDER (EXCLUDING THE DIRECTORS, THE CHIEF EXECUTIVE OFFICER AND THEIR ASSOCIATES)

Contingent upon the passing of Resolution 3 & 9 above, Resolution 10 is to approve the continued appointment of Mr Lim as an Independent Director of the Company be and is hereby approved by shareholders, excluding the directors, the chief executive officer and their associates pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. The approval shall remain in force until the earlier of the retirement or resignation of the Director; or the conclusion of the third AGM of the Company from the aforesaid approval.

The Chairman of the Meeting informed the Meeting that Resolution 10 on the agenda was to put the following resolution to vote:

"That Mr Lim Eng Hoe be and is hereby approved for his continued appointment as an Independent Director of the Company by all the Shareholders, excluding the directors, the chief executive officer and their associates."

The Chairman of the Meeting reminded the shareholders that they could begin their poll voting for Resolution 10.

END OF VOTING PERIOD

The Chairman of the Meeting announced that as all ten Resolutions have been put to vote, shareholders would have an additional 2 minutes to conclude their poll voting.

The Chairman of the Meeting subsequently announced the end of the 2 minutes and declared the live voting session closed.

POLLING RESULTS

The Chairman of the Meeting showed the results of the poll for all the ten Resolutions and declared that they were all carried (results of all Resolutions are listed below):

Resolution 1 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 2 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 3 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 4 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 5 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 6 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 7 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,054,800	563,754,800	98.55	8,300,000	1.45

Resolution 8 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
72,154,800	63,854,800	88.50	8,300,000	11.50

Resolution 9 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
572,154,800	563,854,800	98.55	8,300,000	1.45

Resolution 10 carried as follows:

Total number of shares represented by votes for and against the ordinary resolution	FOR		AGAINST	
	Number of shares	As a percentage of total number of votes for the resolution (%)	Number of shares	As a percentage of total number of votes against the resolution (%)
72,154,800	63,854,800	88.50	8,300,000	11.50

CONCLUSION

There being no other business to transact, the Chairman of the Meeting declared the Meeting closed at 2:55 p.m. and thanked everyone for their attendance.

CERTIFIED AS A TRUE RECORD OF THE PROCEEDINGS OF THE MEETING

**LOCK WAI HAN
CHAIRMAN OF THE MEETING**