TOP GLOBAL LIMITED
(the "Company")
(Incorporated in the Republic of Singapore)
(Company Registration No. 198003719Z)

MINUTES OF THE ANNUAL GENERAL MEETING (THE "AGM" OR "MEETING) OF TOP GLOBAL LIMITED (THE "COMPANY") HELD BY WAY OF ELECTRONIC MEANS ON WEDNESDAY, 28 APRIL 2021 AT 10.00 A.M.

PRESENT

Directors	:	Dr Lam Lee G (Independent and Non-Executive Chairman) Madam Oei Siu Hiu @ Sukmawati Widjaja (Executive Director) Mr Hano Maeloa (Chief Executive Officer and Executive Director) Ms Chang Shyre Gwo (Chief Operating Officer and Executive Director) Mr Yeo Chin Tuan Daniel (Independent Non-Executive Director) Ms MimiYuliana Maeloa (Non-Executive Director)
Shareholders	:	As per Attendance Sheet
Proxy	:	As per Attendance Sheet
In-attendance	:	As per Attendance Sheet

CHAIRMAN

Dr Lam Lee G ("Dr Lam"), the Chairman of the Meeting and Chairman of the Board of Directors ("Board"), on behalf of the Board, welcomed all present for their attendance.

He thanked the shareholders who pre-registered with the Company, to watch or listen to the proceedings through live webcast and audio conference. As Chairman of the Meeting, Dr Lam also acknowledged their attendance in this Meeting.

QUROUM

As the requisite quorum was present, the Chairman of the Meeting, Dr Lam called the Meeting to order at 10.00 a.m.

NOTICE OF MEETING

As the notice of the AGM dated 6 April 2021 ("Notice of AGM") had been published on SGXNet and the Company's corporate website, the Notice of AGM was taken as read.

Dr Lam then introduced the Directors and Key Executives of the Company, who were presented at the AGM electronically, to the shareholders. The representatives of the Company's auditors, scrutineer and company secretary were also present and attended the AGM electronically.

PRESENTATION AND QUESTIONS AND RESPONSES

Before the commencement of the agenda of the Meeting, Mr Goh Bingzheng, the Group Finance Director of the Company delivered a presentation on the results of the Group for the financial year ended 31 December 2020 including the financial highlights, real estate development, recreation and resort, property investment and leasing, SMART solutions and original design manufacturing.

The Company has received questions from shareholders of the Company and the Securities Investors Association (Singapore) prior to the AGM. Mr Goh Bingzheng presented the Company's responses to the questions received in the Meeting.

The presentation slides and questions and responses are set out in Appendix 1 annexed to these minutes.

POLL VOTING

The Chairman of the Meeting informed shareholders that, as stated in the Notice of AGM, they would not be able to vote through live webcast or audio conference. The only way for shareholders to exercise their voting rights was to appoint the Chairman of the Meeting as proxy. Dr Lam informed that in his capacity as Chairman of the Meeting, he has been appointed as proxy by some shareholders and that he had voted in accordance with their instructions. All proposed resolutions tabled at this Meeting would be voted by way of poll.

The Company has appointed Tricor Singapore Pte. Ltd. as polling agent and Entrust Advisory Pte. Ltd. as scrutineers for poll voting of the Meeting. The validity of the proxy forms submitted by the shareholders had been reviewed and the votes of all such valid proxy forms had been counted by the polling agent and verified by the scrutineers.

The results of the vote counting would be announced to the Meeting after each resolution.

The Chairman of the Meeting mentioned that all resolutions tabled at this AGM would be proposed by the Chairman of the Meeting and seconded by Mr Yei Maung, a shareholder of the Company.

The Chairman of the Meeting proceeded with the Meeting.

ORDINARY BUSINESS

RESOLUTION 1 - ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE DIRECTORS' STATEMENTS AND THE INDEPENDENT AUDITOR'S REPORT THEREON

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that the Audited Financial Statements of the Company for the financial year ended 31 December 2020 and the Directors' Statements and the Independent Auditor's Report thereon be received and adopted."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

RESOLUTION 2 - RE-ELECTION OF MDM OEI SIU HOA @ SUKMAWATI WIDJAJA PURSUANT TO ARTICLE 106 OF THE COMPANY'S ARTICLES OF ASSOCIATION

Mdm Oei Siu Hoa @ Sukmawati Widjaja retired pursuant to Article 106 of the Company's Articles of Association. Mdm Oei being eligible had offered herself for re-election.

The Chairman of the Meeting informed shareholders that upon re-election, Mdm Oei would remain as the Executive Director of the Company.

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that Mdm Oei be re-elected as a Director of the Company."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	Percentage (%)
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

RESOLUTION 3 - RETIREMENT AND RE-ELECTION OF MR HANO MAELOA PURSUANT TO ARTICLE 106 OF THE COMPANY'S ARTICLES OF ASSOCIATION

Mr Hano Maeloa retired pursuant to Article 106 of the Company's Articles of Association. Mr Hano being eligible had offered himself for re-election.

The Chairman of the Meeting informed shareholders that upon re-election, Mr Hano would remain as the Chief Executive Officer and Executive Director of the Company.

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that Mr Hano be re-elected as a Director of the Company."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	Percentage (%)
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

RESOLUTION 4 - DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that the Directors' fees of S$255,000.00 for the financial year ended 31 December 2020 be approved."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	Percentage (%)
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

RESOLUTION 5 - RE-APPOINTMENT OF AUDITORS

The Chairman of the Meeting informed shareholders that Nexia TS Public Accounting Corporation have expressed their willingness to accept the re-appointment.

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that Nexia TS Public Accounting Corporation be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next AGM and that the Directors be authorised to fix its remuneration."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

There being no question received by shareholders, the Chairman of the Meeting moved on to the next item of the agenda.

SPECIAL BUSINESS

RESOLUTION 6 - AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that pursuant to Section 161 of the Companies Act, Cap. 50. and subject to Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) 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 provided that:–

(i) the aggregate number of shares and convertible securities to be issued pursuant to this resolution does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of shares and convertible securities to be issued other than on a *pro rata* basis to existing shareholders of the Company does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below);

(ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (i) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company 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 outstanding or subsisting at the time of the passing of the resolution approving the mandate, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and

(c) any subsequent bonus issue, consolidation or sub-division of shares; and

(iii) unless revoked or varied by the Company in general meeting, the authority conferred by this resolution shall continue 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 the earlier."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	Percentage (%)
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

RESOLUTION 7 – THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that the Directors of the Company be and are hereby authorised to make purchases of issued and fully-paid ordinary shares in the capital of the Company ("Shares") from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to 10% of the issued ordinary shares in the capital of the Company (ascertained as at date of the last AGM of the Company or at the date of the AGM, whichever is the higher, but excluding any Shares held as treasury shares) at the price of up to but not exceeding the Maximum Price, in accordance with the "Guidelines on Share Purchases" set out in Appendix A of the Explanatory Statement to Ordinary Resolution 7 and this mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the date that the next AGM of the Company is held or is required by law to be held, whichever is the earlier.

In this Ordinary Resolution 7, "Maximum Price", means the maximum price at which the Shares can be purchased pursuant to the Shares Purchase Mandate, which shall not exceed the sum constituting 5% above the average closing price of the Shares over the period of five (5) trading days in which transactions in the Shares on the SGX-ST were recorded, in the case of a market purchase, before the day on which such purchase is made, and, in the case of an off-market purchase on an equal access scheme, immediately preceding the date of offer by the Company, as the case may be, and adjusted for any corporate action that occurs after the relevant five (5) day period."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	Percentage (%)
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

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

As Dr Lam would be seeking approval from the shareholders for his continued appointment as an independent director of the Company, pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual in accordance with the next item of the agenda, he would step down temporarily as Chairman of the Meeting and invite Mr Daniel Yeo to continue with the proceeding.

RESOLUTION 8 – APPROVAL FOR THE CONTINUED APPOINTMENT OF DR LAM LEE G, AS AN INDEPENDENT DIRECTOR, PURSUANT TO RULE 210(5)(D)(III) OF THE SGX-ST LISTING MANUAL BY ALL SHAREHOLDERS

The Acting Chairman of the Meeting, Mr Daniel Yeo informed shareholders that subject to and contingent upon passing of Resolution 9 by shareholders (excluding the Directors and Chief Executive Officer ("CEO") of the Company, and their associates) and pursuant to Rule 210(5)(d)(iii) of the SGX Listing Manual, Dr Lam Lee G would continue as the Independent Director of the Company until the earlier of: (i) the retirement or resignation of Dr Lam Lee G as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

Mr Daniel Yeo proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that subject to and contingent upon the passing of Ordinary Resolution 9 by shareholders (excluding the Directors and CEO of the Company, and their associates) and pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual (which will take effect from 1 January 2022):

(a) the continued appointment of Dr Lam Lee G as an Independent Director be and is hereby approved; and

(b) the authority conferred by this Resolution shall continue in force until the earlier of: (i) the retirement or resignation of Dr Lam Lee G as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution."

Mr Daniel Yeo read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

Based on the results, the Acting Chairman of the Meeting, Mr Daniel Yeo declared Resolution 8 carried.

RESOLUTION 9 – APPROVAL FOR THE CONTINUED APPOINTMENT OF DR LAM LEE G, AS AN INDEPENDENT DIRECTOR, PURSUANT TO RULE 210(5)(D)(III) OF THE SGX-ST LISTING MANUAL BY ALL SHAREHOLDERS EXCLUDING THE DIRECTORS AND CEO OF THE COMPANY, AND THEIR ASSOCIATES

Mr Daniel Yeo informed shareholders that subject to and contingent upon passing of Resolution 8 by shareholders and pursuant to Rule 210(5)(d)(iii) of the SGX Listing Manual, Dr Lam Lee G would continue as the Independent Director of the Company until the earlier of: (i) the retirement or resignation of Dr Lam Lee G as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

Mr Daniel Yeo proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that subject to and contingent upon the passing of Ordinary Resolution 8 by shareholders and pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual (which will take effect from 1 January 2022):

(a) the continued appointment of Dr Lam Lee G as an Independent Director be and is hereby approved; and

(b) the authority conferred by this Resolution shall continue in force until the earlier of: (i) the retirement or resignation of Dr Lam Lee G as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution."

Mr Daniel Yeo read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	9,300	100%
Votes against the Resolution	Nil	0%

Based on the results, the Acting Chairman of the Meeting, Mr Daniel Yeo declared Resolution 9 carried.

With the conclusion of Resolution 9, Dr Lam resumed as Chairman of the Meeting.

RESOLUTION 10 – APPROVAL FOR THE CONTINUED APPOINTMENT OF MR YEO CHIN TUAN DANIEL, AS AN INDEPENDENT DIRECTOR, PURSUANT TO RULE 210(5)(D)(III) OF THE SGX-ST LISTING MANUAL BY ALL SHAREHOLDERS

The Chairman of the Meeting informed shareholders that subject to and contingent upon passing of Resolution 11 by shareholders (excluding the Directors and CEO of the Company, and their associates) and pursuant to Rule 210(5)(d)(iii) of the SGX Listing Manual, Mr Yeo Chin Tuan Daniel would continue as the Independent Director of the Company until the earlier of: (i) the retirement or resignation of Mr Yeo Chin Tuan Daniel as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that subject to and contingent upon the passing of Ordinary Resolution 11 by shareholders (excluding the Directors and CEO of the Company, and their associates) and pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual (which will take effect from 1 January 2022):

(a) the continued appointment of Mr Yeo Chin Tuan Daniel as an Independent Director be and is hereby approved; and

(b) the authority conferred by this Resolution shall continue in force until the earlier of: (i) the retirement or resignation of Mr Yeo Chin Tuan Daniel as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	278,873,403	100%
Votes against the Resolution	Nil	0%

Based on the results, the Chairman of the Meeting declared Resolution 10 carried.

RESOLUTION 11 – APPROVAL FOR THE CONTINUED APPOINTMENT OF MR YEO CHIN TUAN DANIEL, AS AN INDEPENDENT DIRECTOR, PURSUANT TO RULE 210(5)(D)(III) OF THE SGX-ST LISTING MANUAL BY ALL SHAREHOLDERS EXCLUDING THE DIRECTORS AND CEO OF THE COMPANY, AND THEIR ASSOCIATES

The Chairman of the Meeting informed shareholders that subject to and contingent upon passing of Resolution 10 by shareholders and pursuant to Rule 210(5)(d)(iii) of the SGX Listing Manual, Mr Yeo Chin Tuan Daniel would continue as the Independent Director of the Company until the earlier of: (i) the retirement or resignation of Mr Yeo Chin Tuan Daniel as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

The Chairman of the Meeting proposed and Mr Yei Maung seconded the following motion:

"RESOLVED that subject to and contingent upon the passing of Ordinary Resolution 10 by shareholders and pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual (which will take effect from 1 January 2022):

(a) the continued appointment of Mr Yeo Chin Tuan Daniel as an Independent Director be and is hereby approved; and

(b) the authority conferred by this Resolution shall continue in force until the earlier of: (i) the retirement or resignation of Mr Yeo Chin Tuan Daniel as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution."

The Chairman of the Meeting read out the poll results as follows:

	No. of Shares	**Percentage (%)**
Votes in favour of the Resolution	9,300	100%
Votes against the Resolution	Nil	0%

Based on the results, the Chairman of the Meeting declared Resolution 11 carried.

CONCLUSION

There being no other business, the Meeting concluded at 10.49 a.m. with a vote of thanks to the Chairman and shareholders who attended the Meeting.

Confirmed by,

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Dr Lam Lee G
Chairman of the Meeting