

AMPLEFIELD LIMITED
(Company Registration No. 198900188N)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

- DATE** : Wednesday, 26 January 2022
- TIME** : 2.00 p.m.
- PRESENT (VIA LIVE WEBCAST)** : **Board of Directors**
Mr Albert Saychuan Cheok - Chairman, Independent Director
Dato Sri Yap Teiong Choon - Executive Vice Chairman
Mr Yap Weng Yau - Executive Director
Mr Phan Chee Shong - Executive Director
Mr Woon Ooi Jin - Executive Director
Mr Teh Leong Kok - Independent Director
Mr Chong Teik Siang - Independent Director
Prof Ling Chung Yee - Independent Director
- Shareholders**
- Per attendance list maintained by the Company.
- IN ATTENDANCE** : Per attendance list maintained by the Company.
- CHAIRMAN OF MEETING** : Albert Saychuan Cheok
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1. QUORUM OF MEETING

- 1.1 Mr Albert Saychuan Cheok, Chairman of the Board, called the annual general meeting (“**AGM**” or the “**Meeting**”) to order at 2.00 p.m. after confirming that a quorum was present.
- 1.2 The Chairman introduced the Board members on the panel as well as the attendees representing the Auditors and Company Secretary, Sponsor, Polling Agent and Scrutineer who attended the meeting through webcast before proceeding with the AGM.

2. NOTICE OF AGM

- 2.1 The Annual Report, Notice of AGM dated 6 January 2022 and Appendix to Notice of AGM had been uploaded onto SGXNET for the requisite statutory period. As such, the Notice of AGM was taken as read.

3. MEETING PROCEEDINGS

- 3.1 In line with the Catalist Rules, all resolutions were voted by way of poll. In accordance with the Alternative Meeting Arrangement Order, all resolutions tabled at this AGM were voted by appointing Chairman of the Meeting as proxy to vote in accordance with the specific voting instruction indicated by shareholders.
- 3.2 The Chairman informed shareholders that in his capacity as Chairman of the Meeting, he had been appointed as proxy by a number of shareholders and had casted the votes on the resolutions in accordance with the specific instruction of those shareholders.
- 3.3 The votes cast had been counted by the polling agent, Boardroom Corporate & Advisory Services Pte. Ltd. and had been verified by the scrutineer, Rising Management Services Pte. Ltd.

4. QUESTIONS FROM SHAREHOLDER

4.1 The Chairman informed the Meeting that Shareholders had been given the opportunity to ask questions prior to the Meeting, however, the Company had not received any questions from Shareholders in respect of the resolutions tabled at the Meeting.

4.2 Then, the Chairman proceeded with the business of the Meeting.

5. ORDINARY BUSINESS

ORDINARY RESOLUTION 1: DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2021 TOGETHER WITH THE INDEPENDENT AUDITOR'S REPORT THEREON

5.1 The Chairman informed the first item on the Agenda was to receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2021 together with the Independent Auditor's Report thereon.

5.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 1: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

5.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 1 carried and RESOLVED:

"That the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2021 together with the Independent Auditor's Report thereon be and are hereby adopted."

6. ORDINARY BUSINESS

ORDINARY RESOLUTION 2: RE-ELECTION OF DATO SRI YAP TEIONG CHOON

6.1 The Chairman informed the Meeting that the next item on the Agenda was to approve the re-election of Dato Sri Yap Teiong Choon as director. Dato Sri Yap, upon being re-elected, remains the Executive Vice Chairman and Executive Director of the Company.

6.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 2: | 592,723,729 | Approximately 100.00 | 25,000 | Approximately 0.00 |

6.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 2 carried and RESOLVED:

"That the re-election of Dato Sri Yap Teiong Choon as Director of the Company be and is hereby approved."

7. ORDINARY BUSINESS

ORDINARY RESOLUTION 3: RE-ELECTION OF MR PHAN CHEE SHONG AS DIRECTOR OF THE COMPANY

7.1 The Chairman informed the Meeting that the next item on the Agenda was to approve the re-election of Mr Phan Chee Shong as director. Mr Phan, upon being re-elected, remains the Executive Director of the Company and a member of the Risk Management Committee.

7.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 3: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

7.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 3 carried and RESOLVED:

“That the re-election of Mr Phan Chee Shong as Director of the Company be and is hereby approved.”

**8. ORDINARY BUSINESS
ORDINARY RESOLUTION 4: RE-ELECTION OF MR TEH LEONG KOK AS DIRECTOR OF THE COMPANY**

8.1 The Chairman informed the Meeting that the next item on the Agenda was to approve the re-election of Mr Teh Leong Kok as director. Mr Teh, upon being re-elected, be considered independent for the purposes of Rule 704(7) of the Catalist Rules and remains as Independent Non-Executive Director of the Company, the Chairman of the Remuneration Committee and a member of the Nominating Committee, Audit Committee and risk Management Committee.

8.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 4: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

8.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 4 carried and RESOLVED:

“That the re-election of Mr Teh Leong Kok as Director of the Company be and is hereby approved.”

**9. ORDINARY BUSINESS
ORDINARY RESOLUTION 5: RE-ELECTION OF MR CHONG TEIK SIANG AS DIRECTOR OF THE COMPANY**

9.1 The Chairman informed the Meeting that the next item on the Agenda was to approve the re-election of Mr Chong Teik Siang as director. Mr Chong, upon being re-elected, be considered independent for the purposes of Rule 704(7) of the Catalist Rules and remains as Independent Non-Executive Director of the Company, the Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee.

9.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 5: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

- 9.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 5 carried and RESOLVED:

“That the re-election of Mr Chong Teik Siang as Director of the Company be and is hereby approved.”

10. ORDINARY BUSINESS

ORDINARY RESOLUTION 6: APPROVE DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2021

- 10.1 The Chairman informed the Meeting that the next item on the Agenda was to approve the payment of Directors’ fees of S\$83,600.00 for the financial year ended 30 September 2021.

- 10.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|---------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 6: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00% |

- 10.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 6 carried and RESOLVED:

“That the Directors’ fees of S\$83,600 for the financial year ended 30 September 2021 be and is hereby approved.”

11. ORDINARY BUSINESS

ORDINARY RESOLUTION 7: RE-APPOINTMENT OF LO HOCK LING & CO. AS AUDITORS OF THE COMPANY AND TO AUTHORISE DIRECTORS TO FIX THEIR REMUNERATION

- 11.1 The Chairman informed the Meeting that Ordinary Resolution 7 was to re-appoint Lo Hock Ling & Co as Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.

- 11.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 7: | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

- 11.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 7 carried and RESOLVED:

“That Lo Hock Ling & Co. be re-appointed as Auditors of the Company and authorised the Directors to fix their remuneration.”

12. ANY OTHER ORDINARY BUSINESS

- 12.1 As no notice of any other ordinary business had been received by the Company

Secretary, the Meeting proceeded to deal with the special business of the Meeting.

13. SPECIAL BUSINESS

ORDINARY RESOLUTION 8: AUTHORITY TO ALLOT AND ISSUE SHARES

13.1 The Chairman informed the Meeting that Ordinary Resolution 8 was to authorise and empower the Directors to allot and issue shares and/or convertible securities in the capital of the Company pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806 of the Catalist Rules.

13.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|-----------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 8 | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

13.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 8 carried and RESOLVED:

“That pursuant to Section 161 of the Companies Act, Cap 50 of Singapore (“**Companies Act**”) and Rule 806 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), the Directors be empowered to

- (a) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or
- (b) 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 of the Company may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:

- (a) the aggregate number of shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred percent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed fifty percent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below);
- (b) subject to such calculation 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 (a) 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) at the time of the passing of this Resolution, after adjusting for: (i) new Shares arising from the conversion or exercise of any convertible securities; (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of passing of this Resolution, provided the options or awards were granted in

compliance with Part VIII of Chapter 8 of the Catalist Rules; and (iii) and subsequent bonus issue, consolidation or subdivision of Shares;

any adjustments made in accordance with (i) and (ii) are only to be made in respect of new shares outstanding or subsisting at the date of passing this Resolution;

- (c) 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 is waived by the SGX-ST) and the Constitution of the Company; and
- (d) Unless revoked or varied by the Company in general meeting such authority shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.”

14. SPECIAL BUSINESS ORDINARY RESOLUTION 9: PROPOSED RENEWAL OF SHARE BUYBACK MANDATE

14.1 The Chairman informed the Meeting that the next item on the Agenda was to seek shareholders’ approval on the proposed renewal of the share buyback mandate.

14.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|-----------------------|------------------|----------------------|------------------|--------------------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 9 | 615,879,468 | Approximately 100.00 | 25,000 | Approximately 0.00 |

14.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 9 carried and RESOLVED:

“That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act (Chapter 50 of Singapore) (the “**Companies Act**”), and such other laws and regulations as may for the time being be applicable, approval be and is hereby given for the exercise by the directors of the Company (“**Directors**”) of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the share capital of the Company (“**Shares**”) not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) on-market share purchases (“**On-Market Share Purchase**”), transacted on the SGX- ST or as the case may be, other stock exchange (“**Other Exchange**”) for the time being on which the Shares may be listed or quoted, through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
- (ii) off-market share purchases (“**Off-Market Share Purchase**”) (if effected otherwise than on the SGX-ST and/or the Other Exchange, as the case may be) in accordance with an equal access scheme(s) as may be determined or formulated by the Directors as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act and the Catalist Rules;

and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable (the “**Share Buyback Mandate**”);

- (b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buyback Mandate shall, at the absolute discretion of the Directors, either be cancelled, transferred for the purposes of or pursuant to any share incentive scheme(s) implemented or to be implemented by the Company, or held in treasury and dealt with in accordance with the Companies Act;
- (c) the authority conferred on the Directors pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this resolution and the expiring on the earlier of:
 - (i) the conclusion of the next annual general meeting of the Company or the date on which such annual general meeting of the Company is required by law to be held;
 - (ii) the date on which the purchases or acquisitions of Shares pursuant to the Share Buyback Mandate are carried out to the full extent mandated; or
 - (iii) the date on which the authority contained in the Share Buyback Mandate is varied or revoked by an ordinary resolution of the shareholders of the Company in general meeting;
- (d) for the purposes of this resolution:

“**Prescribed Limit**” means ten per cent. (10%) of the total issued ordinary share capital of the Company (excluding any treasury shares and subsidiary holdings) as at the date of passing of this resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the total number of Shares of the Company shall be taken to be the total number of Shares of the Company as altered after such capital reduction (excluding any treasury shares and subsidiary holdings);

“**Relevant Period**” means the period commencing from the date on this resolution is passed and expiring on the date of the next annual general meeting of the Company is held or is required by law to be held, or the date on which the purchases of the Shares are carried out to the full extent mandated, whichever is earlier, unless prior to that, it is varied or revoked by resolution of the shareholders of the Company in general meeting;

“**Maximum Price**” in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of an On-Market Share Purchase, 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Share Purchase, 120% of the Average Closing Price (the “**Maximum Price**”) in each case, excluding related expenses of the purchase or acquisition.

For the above purposes:

“**Average Closing Price**” means the average of the closing market prices of the Shares over the last five (5) Market Days on which transactions in the Shares were recorded, before the date of the On-Market Purchase or as the case may be, the date of the making of offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the rules

of the SGX-ST, for any corporate action that occurs during the relevant five (5) Market Day Period and on the date of the On-Market Purchase or the case may be, the date of the making of offer pursuant to the Off-Market Purchase;

“**date of making of the offer**” means the date on which the Company makes an offer for the purchase or acquisition 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;

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

- (e) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including, without limitation, executing such documents as may be required) as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this resolution.”

15. SPECIAL BUSINESS
ORDINARY RESOLUTION 10: PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR INTERESTED PERSON TRANSACTIONS

15.1 The Chairman informed the Meeting that the last item on the Agenda was approval of the proposed renewal of Shareholders’ Mandate for Interested Person Transactions.

15.2 The results of the poll were as follows:

| Resolution | FOR | | AGAINST | |
|------------------------|------------------|-------|------------------|------|
| | Number of shares | (%) | Number of shares | (%) |
| Ordinary Resolution 10 | 49,000,344 | 99.95 | 25,000 | 0.05 |

15.3 Based on the results of the poll, the Chairman declared Ordinary Resolution 10 carried and RESOLVED:

“That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalyst Rules, for the Company, its subsidiaries and associated companies which are entities at risk as defined under Chapter 9 of the Catalyst Rules, or any of them, to enter into any of the transactions falling within the types of interested person transactions, particulars of which are set out in the appendix dated 6 January 2022 accompanying the Annual Report (the “**Appendix**”), with any party who is of the class of interested persons described in the Appendix, provided that such transactions are made on normal commercial terms, are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the review procedures for interested person transactions as set out in the Appendix;
- (b) the approval given in sub-paragraph (a) above (the “**Mandate**”) shall, unless revoked or varied by the Company in general meeting, continue in force until the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and
- (c) the Directors be and are hereby authorised, jointly or severally, to take such steps and exercise such discretion as the Directors may in their absolute discretion deem fit, advisable or necessary or in the interest of the Company to give effect to the Mandate and/or this Resolution.”

16. CONCLUSION OF MEETING

- 16.1 There being no other business, the Meeting concluded at 2.15 p.m.

**CONFIRMED AS TRUE AND CORRECT RECORD
OF THE MEETING PROCEEDINGS**

**ALBERT SAYCHUAN CHEOK
CHAIRMAN OF THE MEETING**