

**ALPHA DX GROUP LIMITED**  
(Company Registration No: 200310813H)  
(Incorporated in Singapore)  
(the “Company”)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF ALPHA DX GROUP LIMITED** held by way of electronic means on Wednesday, 8 September 2021 at 3.00 p.m.

**PRESENT**

**Directors:**

Mr Daiji Yamada (Chairman)  
Mr Yoshiyasu Naruse  
Mr Fabian Sven Bahadur Scheler  
Mr Ng Chee Weng  
Mr Chang Chi Hsung  
Ms Michiko Koyano  
Ms Chew Yean Nee

**Shareholders:** As per attendance list separately maintained by the Company

**In Attendance:** As per attendance list separately maintained by the Company

*Unless otherwise defined in this meeting minutes, all capitalised terms used in this meeting minutes shall have the same meanings as the Company’s circular dated 24 August 2021.*

**1. QUORUM & INTRODUCTION**

Mr Daiji Yamada informed the Shareholders that Mr Yoshiyasu Naruse, being the Chairman and Non-Independent Non-Executive Director of the Company and an interested person to the proposed transaction has abstained from making a recommendation to the Shareholders for the proposed resolution to be tabled for approval at the Extraordinary General Meeting (the “**Meeting**”).

He further informed the Meeting that he was elected by the Board of Directors to preside as Chairman of this Meeting.

There being a quorum present, Mr Daiji Yamada, the Chairman called the Meeting to order at 3.00 p.m.

**2. SPECIAL NOTE ON CONDUCT OF THE MEETING**

In adhering to the various advisories and guidance issued by the authorities amid the COVID-19 outbreak, the Meeting was conducted via live webcast. Shareholders who pre-registered with the Company attended the Meeting through a live webcast.

**3. INTRODUCTION**

The Chairman extended a warm welcome to all those who joined the virtually conducted Meeting. He proceeded to introduce the Directors present at the Meeting.

**4. NOTICE**

The notice dated 24 August 2021 convening the Meeting was taken as read.

**5. VOTING BY WAY OF POLL**

Shareholders were informed via announcement made on SGX-ST on 24 August 2021 that all votes on the resolution tabled at the Meeting would be by proxy and only the Chairman of the Meeting may be appointed as proxy.

Shareholders were also informed that the motion tabled at the Meeting would be voted by way of a poll. The Chairman demanded the poll pursuant to Article 79(a) of the Company's Constitution. For the conduct of the poll, Tricor Barbinder Share Registration Services and Messrs Entrust Advisory Pte Ltd were appointed as Polling Agent and Scrutineer respectively.

**6. APPOINTMENT OF CHAIRMAN AS PROXY**

The Chairman informed all present that in his capacity as Chairman of the Meeting, he had been appointed as proxy by certain Shareholders who had directed him to vote on their behalf. As such, he would be voting in accordance with the directions of the Shareholders concerned.

The validity of the proxy forms submitted by the Shareholders by the submission deadline of 3.00 p.m. on 6 September 2021 had been reviewed and the votes as indicated in all such valid proxy forms had been verified. The poll results would be declared after the motion had been tabled.

Before the motion was put to vote, the Chairman informed the Shareholders that the Company had, in its announcement release to SGX-ST on 24 August 2021 provided a link for Shareholders to submit their questions in relation to the agenda and as at 3.00 p.m. of 3 September 2021, no question was received by the Company.

The Meeting noted that Mr Yoshiyasu Naruse, DiDi Investments, Inc, and their respective associates, had abstained from voting on the Ordinary Resolution.

**7. THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF DIDI ACADEMY INC AS AN INTERESTED PERSON TRANSACTION UNDER CHAPTER 9 OF THE CATALIST RULES – ORDINARY RESOLUTION**

There is only one agenda for the Meeting which was to seek the Shareholders' approval for the proposed acquisition of the entire issued and paid-up ordinary shares in the capital of DiDi Academy Inc as an Interested Person Transaction Under Chapter 9 of the Catalist Rules (the "**Proposed Acquisition**").

The following Ordinary Resolution was duly tabled:

**"THAT:**

- (a) the Proposed Acquisition be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Acquisition in accordance with the terms of the SPA, and any other transactions and/or ancillary documents contemplated under the SPA, as an interested person transaction under Chapter 9 of the Catalist Rules; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient

for the purposes of or to give effect to this Ordinary Resolution and implement any of the foregoing as they think fit and in the interests of the Company.

## 8. RESULTS OF THE POLL

The voting results of the poll were as follows:

Resolution No. and Details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
<b><u>Ordinary Resolution</u></b> The Proposed Acquisition of DiDi Academy, Inc	12,215,549	12,215,549	100.00	0	0.00

The Chairman declared that the Ordinary Resolution tabled at the Meeting was carried.

## 9. CONCLUSION

There being no other business to be transacted, the Chairman declared the Meeting closed at 3.09 p.m.

**CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD**

**DAIJI YAMADA  
CHAIRMAN OF THE MEETING**