

ZHONGXIN FRUIT AND JUICE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 200208395H)
(the "Company")

MINUTES OF THE ANNUAL GENERAL MEETING ("AGM") HELD AT 8 WILKIE ROAD, #03-08 WILKIE EDGE, SINGAPORE 228095 ON WEDNESDAY, 25 OCTOBER 2023 AT 2.00 P.M.

PRESENT

Directors:

Mr. Liu Yu – Chairman of the Meeting
Mr. Tham Mun Chee
Ms. Zhang Chuning

ABSENT WITH APOLOGIES

Ms. Liu Xiuwen

In Attendance:

- As per Attendance List

Shareholders/ Proxies/ Invitees/ Observers:

- As per Attendance List

INTRODUCTION

Mr. Liu Yu welcomed the shareholders to the AGM and introduce the Board of Directors and Management of the Company to the meeting. Mr. Liu Yu then passed the meeting to Mr. Tham Mun Chee ("Mr. Tham") to continue the proceedings of the AGM.

A QUORUM

As a quorum was present, the Chairman called the AGM to order at 2.00 p.m.

B NOTICE

The Annual Report together with the notice of this AGM, having been made available to the shareholders within the requisite period was taken as read.

C PRE-SUBMITTED QUESTIONS FROM SHAREHOLDERS

Mr. Tham informed that the Company had not received any questions from the shareholders prior to the AGM within the prescribed timeline.

D VOTING BY POLL

Mr. Tham informed that all the resolutions as set out in the Notice of AGM would be voted by way of poll.

For the conduct of the voting by poll, Boardroom Corporate & Advisory Services Pte Ltd had been appointed as the polling agent and Reliance 3P Advisory Pte. Ltd. had been appointed as the Independent Scrutineers for the AGM.

The results of the polls would be announced once all proposed resolutions had been formally tabled.

E Q&A SESSION

Mr. Tham informed that the Q&A session was open. Shareholders who wished to ask questions relevant to the AGM today may raise their questions on the spot.

As the Company had not received any questions during the AGM, Mr. Tham proceeded with the following proposed resolutions at the AGM.

F ORDINARY BUSINESS

ORDINARY RESOLUTION 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 AND THE DIRECTORS' STATEMENT AND THE INDEPENDENT AUDITORS' REPORT THEREON

Ordinary Resolution 1 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 2

APPROVAL FOR PAYMENT OF PROPOSED DIRECTORS' FEES OF S\$44,226/- FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

Ordinary Resolution 2 was duly proposed and put to vote by poll.

AGENDA 3 OF THE AGM

RETIREMENT OF MS. LIU XIUWEN AS DIRECTOR OF THE COMPANY

The meeting noted that Ms. Liu Xiuwen would not be seeking for re-election as a Director of the Company at the AGM. In accordance with Regulation 107 of the Constitution of the Company, Ms. Liu Xiuwen would retire from the office of Director at the close of the AGM.

ORDINARY RESOLUTION 3

RE-ELECTION OF MS. ZHANG CHUNING AS DIRECTOR OF THE COMPANY

Ordinary Resolution 3 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 4

RE-APPOINTMENT OF MESSRS MOORE STEPHENS LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Ordinary Resolution 4 was duly proposed and put to vote by poll.

G SPECIAL BUSINESS

ORDINARY RESOLUTION 5

AUTHORITY TO ALLOT AND ISSUE SHARES

Ordinary Resolution 5 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 6

APPROVAL FOR THE PROPOSED RENEWAL OF THE GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS

Ordinary Resolution 6 was duly proposed and put to vote by poll.

Zhongxin Fruit and Juice Limited

Minutes of Annual General Meeting held on 25 October 2023

Page 3 of 4

H RESULTS OF THE POLL

The meeting was informed that the votes have been counted and verified by the Scrutineer.
The results of the poll on each of the resolutions put to vote at the AGM were set out below:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business					
<u>Resolution 1:</u> Adoption of Audited Financial Statements of the Company for the financial year ended 30 June 2023 and the Directors’ Statement and the Auditors’ Report thereon.	845,472,149	845,472,149	100.00%	0	0.00%
<u>Resolution 2:</u> Approval for payment of proposed Directors’ fees of S\$44,226/- for the financial year ended 30 June 2023.	845,472,149	845,472,149	100.00%	0	0.00%
<u>Resolution 3:</u> Re-election of Ms. Zhang Chuning as Director of the Company.	845,472,149	845,472,149	100.00%	0	0.00%
<u>Resolution 4:</u> Re-appointment of Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.	845,472,149	845,472,149	100.00%	0	0.00%

Zhongxin Fruit and Juice Limited

Minutes of Annual General Meeting held on 25 October 2023

Page 4 of 4

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
Special Business					
Resolution 5: Authority to allot and issue shares.	845,472,149	845,467,149	99.999%	5,000	0.001%
Resolution 6: Approval for the proposed renewal of the general mandate for interested person transactions.	284,873,724	284,868,724	99.998%	5,000	0.002%

Based on the results of the poll, all resolutions were carried.

I CONCLUSION

There being no other business, Mr. Tham thanked all present for their attendance and declared the AGM closed at 2.20 p.m.

Confirmed as correct record of meeting,

.....
Liu Yu
Chairman of the Meeting