
**MINUTES OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY
HELD ON 28 JANUARY 2022**

OUE Lippo Healthcare Limited (the “**Company**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 as amended, modified or supplemented from time to time, which, *inter alia*, enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to conduct general meetings, either wholly or partly, by electronic communication, video conferencing, teleconferencing or other electronic means;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”);
- (c) the joint statement by Accounting Corporate and Regulatory Authority, Singapore Exchange Regulation and the Monetary Authority of Singapore on 13 April 2020 (as updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022) providing additional guidance on conduct of general meetings during the period when elevated safe distancing measures are in place (the “**Guidance**”); and
- (d) the Notice of Extraordinary General Meeting (the “**EGM**”) dated 5 January 2022, providing shareholders with more information on the alternative arrangements adopted for the EGM of the Company.

Pursuant to the Order and the Guidance, the Company is required to publish the minutes of the EGM within one month after the date of the EGM on SGXNET and, if available, its corporate website.

Please refer to **Annex A** hereto for the minutes of the EGM of the Company (the “**Minutes**”) which was convened and held by way of electronic means on Friday, 28 January 2022 at 9:00 a.m. The Minutes have also been published on the Company’s corporate website and may be accessed at the URL https://investor.ouelh.com/agm_egm.html.

By Order of the Board
OUE Lippo Healthcare Limited

Mr. Yet Kum Meng
Chief Executive Officer and Executive Director
15 February 2022

*This announcement has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “**Exchange**”) and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

The contact person for the Sponsor is Ms. Foo Jien Jieng, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.

OUE Lippo Healthcare Limited

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ANNEX A

QUE LIPPO HEALTHCARE LIMITED

(Registration No. 201304341E)

(the "Company")

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS ON FRIDAY, 28 JANUARY 2022 AT 9:00 A.M.

PRESENT

Board of Directors (the "Board")

Mr Lee Yi Shyan	- <i>Non-Independent and Non-Executive Chairman</i>
Mr Yet Kum Meng	- <i>Chief Executive Officer and Executive Director</i>
Mr Tadahiro Kiyosu	- <i>Non-Independent and Non-Executive Director</i>
Mr Roger Tan Chade Phang	- <i>Lead Independent and Non-Executive Director</i>
Mr Eric Sho Kian Hin	- <i>Independent and Non-Executive Director</i>
Mr Jackson Tay Eng Kiat	- <i>Independent and Non-Executive Director</i>
Ms Usha Raneer Chandradas	- <i>Independent and Non-Executive Director</i>

Shareholders (attended via live webcast or audio conference)

As per attendance list separately maintained by the Company.

Company Secretary

Victor Chong Tun Foo

BY INVITATION (attended via live webcast or video conference)

From the Company

Ms Joelle Lee - *Chief Operating Officer*

Financial Adviser – *RHT Capital Pte. Ltd.*

Mr Mah How Soon
Mr Chong Huan Xin
Mr Jordan Choo

Sponsor – *PrimePartners Corporate Finance Pte. Ltd.*

Ms Foo Jien Jieng
Ms Valere Goh

Legal Adviser – *Rajah & Tann Singapore LLP*

Ms Penelope Loh
Ms Charmaine Saw
Mr Melvin Chua

Auditor – *KPMG LLP*

Ms Teo Han Jo
Ms Ng Yee Shun

Scrutineer – *Reliance 3P Advisory Pte. Ltd.*

Mr Thivarkar T

The full attendance record (based on list of login credentials issued) is separately maintained by the Company Secretary.

1. CHAIRMAN

Mr Lee Yi Shyan, the Non-Independent and Non-Executive Chairman of the Board (the "Chairman") welcomed all attendees to the extraordinary general meeting (the "Meeting") on behalf of the Board and introduced the panel to shareholders.

The Chairman informed the Meeting that as stated in the Notice of Extraordinary General Meeting dated 5 January 2022 (the "Notice"), the Meeting was being convened pursuant to the

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COVID-19 alternative arrangements legislation(s), including the COVID-19 (Temporary Measures) Act 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “COVID-19 Order”).

2. QUORUM

In accordance with the COVID-19 Order, a quorum is formed by two (2) members of the company personally or electronically present. Having ascertained that a quorum was present, the Chairman declared the Meeting open.

3. NOTICE AND PRESENTATION

The Chairman took the Notice and the circular issued by the Company to shareholders dated 5 January 2022 (the “Circular”), which were despatched to the shareholders by electronic means via publication on SGXNet and the Company's corporate website, as read.

The Chairman then proceeded to inform the Meeting that:

- (i) in accordance with the COVID-19 Order, all votes on the resolution to be tabled at the Meeting would be by proxy and only the Chairman may be appointed as a proxy. The resolution tabled at the Meeting would be voted by poll and counted based on the proxy forms that were submitted to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at least 72 hours before the Meeting (i.e. 25 January 2022 at 9:00 a.m.) either by post or via email. No other forms of voting would be conducted during the Meeting;
- (ii) the validity of the proxies submitted by the shareholders by the submission deadline had been reviewed and the votes of all such valid proxies have been counted and verified by Reliance 3P Advisory Pte. Ltd., who have been appointed as scrutineers for the poll;
- (iii) the Chairman has been appointed as the proxy by shareholders and would be voting in accordance with the shareholders' instructions;
- (iv) as stated in the Notice, shareholders would not be able to ask questions in relation to the agenda of the Meeting during the “live” audio-and-video webcast and the “live” audio-only stream of the proceedings. The Company had invited shareholders who wished to ask questions related to the resolution to be tabled for approval at the Meeting to submit them in advance either by post or via email;
- (v) in accordance with practices recommended by the Singapore Exchange Regulation on the conduct of general meetings held by way of electronic means amid the COVID-19 situation, the Company has held a virtual information session (“VIS”) in relation to the Proposed Transaction (as defined below) on 19 January 2022 at 6:00 p.m., facilitated by Securities Investors Association (Singapore) (“SIAS”). During the VIS, the Chairman, Mr Yet Kum Meng and the Board delivered a presentation on the Proposed Transaction. This was followed by a Q&A session, during which the Chairman, Mr Yet Kum Meng and the Board addressed questions posed by SIAS and shareholders of the Company. A link for shareholders and investors to access the recording of the VIS has been made available on the website of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) and the Company's website on 20 January 2022; and
- (vi) as at the cut-off date for submission of questions for the Meeting on 24 January 2022 at 9:00 a.m., the Company had not received any other questions from shareholders.

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4. ORDINARY RESOLUTION

The motion for the resolution (the “**Ordinary Resolution**”) to approve the proposed divestment by the Company of 100.0% of the issued and paid-up share capital of each of (1) OUELH Japan Medical Facilities Pte. Ltd. (the “**JMF Sale Shares**”), which owns a 100.0% interest in 12 nursing homes located in Japan; and (2) OUELH Japan Medical Assets Pte. Ltd. (the “**JMA Sale Shares**”) as a major transaction (the “**Proposed Transaction**”), as set out in the Notice was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution was as follows:

Total number of Shares represented by votes for and against the 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 (%)
3,985,802,726	3,985,786,726	100.00 ⁽¹⁾	16,000	0.00 ⁽¹⁾

Notes:

(1) The figures are rounded to 2 decimal places pursuant to the scrutineer’s certificate.

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution carried by a majority vote, and it was **RESOLVED THAT**:

- (a) pursuant to Rule 1014 of the Listing Manual of the SGX-ST, Section B: Rules of Catalist, approval be and is hereby given for the Company to enter into the Proposed Transaction pursuant to the terms and conditions of the sale and purchase agreement dated 7 December 2021 in respect of the sale and purchase of the JMF Sale Shares and the sale and purchase agreement dated 7 December 2021 in respect of the sale and purchase of the JMA Sale Shares, as entered into between Perpetual (Asia) Limited (in its capacity as trustee of First Real Estate Investment Trust) and the Company;
- (b) the Directors of the Company and each of them be and are hereby authorised to do and complete all such acts and things, including without limitation, executing all such documents and to approve any amendments, alterations or modifications to any documents as any of them may consider necessary, desirable or expedient to give effect to the Proposed Transaction as they or he may think fit; and
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by a Director in connection with the Proposed Transaction and the Ordinary Resolution be and are hereby approved, confirmed and ratified.

8. CLOSING ADDRESS

There being no further business, the Chairman thanked the shareholders for their attendance and declared the Meeting closed at 9:10 a.m.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

LEE YI SHYAN
CHAIRMAN OF THE MEETING