

OUHUA ENERGY HOLDINGS LIMITED
(Company Registration No. 37791)
(Incorporated in Bermuda)
(the "Company")

MINUTES OF SPECIAL GENERAL MEETING

PLACE : Tulip Room, Peninsula Tower, Level 5, Peninsula Excelsior Hotel, 5 Coleman Street, Singapore 179805

DATE : 20 April 2023

TIME : 10:30 a.m., or immediately after the Annual General Meeting scheduled on the same day at 10:00 a.m.

PRESENT : As per attendance list maintained by the Company

CHAIRMAN OF THE MEETING : Mr Liang Guo Zhan / Mr Gerald Yeo @ Yeo Ah Khe

QUORUM

As a quorum was present, Mr Liang Guo Zhan ("Mr Liang"), the Executive Chairman and Chief Executive Officer of the Company declared the Special General Meeting open at 11:45 a.m., and Mr Liang invited Mr Gerald Yeo @ Yeo Ah Khe ("Mr Yeo"), the Lead Independent Director of the Company, to conduct the proceedings of the Special General Meeting in English on his behalf.

NOTICE

The notice dated 29 March 2023 convening the Special General Meeting had been circulated to all shareholders via publication on the SGXNet and the Company's corporate website and was, with the permission of the meeting, taken as read.

VOTING BY WAY OF A POLL

Mr Yeo informed the shareholders that all resolutions tabled at general meetings would be voted by way of a poll in line with the listing rules of Singapore Exchange Securities Trading Limited ("SGX-ST") and accordingly, Mr Yeo had demanded a poll on all resolutions to be tabled at this general meeting in accordance with Bye-Law 73 of the Company's Bye-Laws and Rule 730A of the SGX-ST Listing Manual.

To facilitate the voting process, Mr Yeo informed the shareholders that Tricor Evatthouse Corporate Services and Entrust Advisory Pte Ltd have been appointed as the Polling Agent and Scrutineer respectively.

QUESTIONS FROM SHAREHOLDERS

A shareholder queried about the purpose of the proposed amendments to the Company's existing Bye-Laws and existing Memorandum of Association, Mr Yeo informed the shareholders that the Company is proposing to amend the existing Bye-Laws and existing Memorandum of Association to, *inter alia*, allow any shares purchased or acquired by the Company to be held as treasury shares.

A shareholder queried if the treasury shares are introduced for purposes of the Company's employee share option scheme ("ESOS"). In response, Mr Limjoco Ross Yu ("Mr Limjoco") clarified that treasury shares are different from ESOS, and in any event, the Company does not currently have an ESOS in place.

A shareholder queried whether the Company will be introducing a share buyback scheme. In response, Mr Yeo clarified that the proposed amendments to the Company's existing Bye-Laws and existing Memorandum of Association does not include a share buyback scheme.

Mr Limjoco further informed the shareholders that in addition to introducing treasury shares, the Company is also proposing to amend the existing Bye-Laws and existing Memorandum of Association to, *inter alia*, allow for the electronic transmission of documents (including notices, circulars and annual reports) to shareholders, and/or electronic meetings, subject to the applicable laws and regulations, as well as to ensure that the existing Bye-Laws and existing Memorandum of Association are up to date with the prevailing requirements of the SGX-ST Listing Manual.

There being no other questions from the shareholders, Mr Yeo continued with the formalities of the Special General Meeting.

SPECIAL BUSINESS

1(A). AMENDMENTS TO THE COMPANY'S EXISTING BYE-LAWS AND EXISTING MEMORANDUM OF ASSOCIATION

Resolution 1A was to approve the proposed amendments to the Company's existing Bye-Laws and Memorandum of Association.

As there were no questions from shareholders on Resolution 1A, on the proposal of Mr Leow Shak Chung, as seconded by Mr Koh Hang Meng @ Low Hang Meng, and by majority vote (by way of poll), it was RESOLVED:

"That the proposed amendments to the Company's existing Bye-Laws and existing Memorandum of Association, as set out in Appendices A and B of the Circular, be and are hereby approved for adoption as the amendments to the Company's existing Bye-Laws and Memorandum of Association."

1(B). ADOPTION OF THE COMPANY'S NEW BYE-LAWS AND NEW MEMORANDUM

Resolution 1B was to approve the adoption of the new Bye-Laws and Memorandum of Association, in substitution for, and to the exclusion of, all the Company's existing Bye-Laws and Memorandum of Association.

As there were no questions from shareholders on Resolution 1B, on the proposal of Mr Leow Shak Chung, as seconded by Mr Koh Hang Meng @ Low Hang Meng, and by majority vote (by way of poll), it was RESOLVED:

"That the Company's new Bye-Laws and Memorandum of Association, as set out in Appendices C and D of the Circular, be and are hereby adopted as the Company's new Bye-Laws and Memorandum of Association, in substitution for, and to the exclusion of, all the Company's existing Bye-Laws and Memorandum of Association."

POLL RESULTS

The poll results in respect of each of the Resolutions proposed at the Special General Meeting are as follows:

No.	Resolution number and details	Total number of shares represented by votes for and against	For		Against	
			Number of shares	As a percentage of total number of votes for and against the relevant resolution (%)	Number of shares	As a percentage of total number of votes for and against the relevant resolution (%)

		the relevant resolution				
Special Resolution						
1A.	Amendments to the Company's existing Bye-Laws and existing Memorandum and Articles of Association	267,350,400	266,229,400	99.58%	1,121,000	0.42%
1B.	Adoption of the Company's new Bye-Laws and new Memorandum and Articles of Association	267,350,400	267,282,400	99.97%	68,000	0.03%

CONCLUSION

There being no other business to transact, the Chairman declared the Special General Meeting of the Company closed at 12:22 p.m. and thanked everyone for their attendance.

Confirmed as True Record



Liang Guo Zhan
Chairman of the Meeting
28 April 2023