

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

MINUTES OF EXTRAORDINARY GENERAL MEETING

DATE : Friday, 28 August 2020

PLACE : Held by way of electronic means

TIME : 3.00 p.m.

			2020 Attendance Record
PRESENT (Directors)	Mr Albert Saychuan Cheok	- Chairman, Independent Director	1 of 2
	Mr Yap Weng Yau	- Executive Director	1 of 2
	Mr Woon Ooi Jin	- Executive Director	2 of 2
	Mr Phan Chee Shong	- Executive Director	2 of 2
	Mr Chong Teik Siang	- Independent Director	2 of 2
	Mr Teh Leong Kok	- Independent Director	2 of 2
	Prof Ling Chung Yee	- Independent Director	2 of 2

1. QUORUM OF MEETING

Mr Albert Saychuan Cheok, Chairman (the “**Chairman**”) of the Company, called the extraordinary general meeting (“**EGM**” or the “**Meeting**”) to order at 3.00 p.m. after confirming the presence of a quorum.

The Chairman introduced the Board members on the panel before proceeding with the EGM.

2. NOTICE OF MEETING

The Chairman noted that the Notice of EGM and the Circular dated 11 August 2020 had been uploaded to SGXNet and the Company’s website for the requisite statutory period. As such, the Notice of EGM and the Circular were taken as read.

3. MEETING PROCEEDINGS

The Chairman informed Shareholders that the Meeting will be carried out by way of electronic means and elaborated upon the changes to the proceedings and the voting arrangements. The Chairman highlighted that Rising Management Services Pte. Ltd. and Boardroom Limited have been appointed as the Scrutineer and the polling agent for the Meeting respectively.

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

4. ORDINARY RESOLUTION 1: THE PROPOSED PROPERTY BUSINESS EXPANSION

The Chairman tabled the following ordinary resolution to be considered for approval:

“Approval be and is hereby given for the Company to expand its Property Development Business and Construction Business into Malaysia.”

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The ordinary resolution was put to the vote

The results of the poll on the ordinary resolution was as follows:

For		Against		Total No. of Valid Votes
No. of Shares	%	No. of Shares	%	
600,407,468	100.00	0	0.00	600,407,468

Based on the results of the poll, the Chairman declared the ordinary resolution carried.

5. ORDINARY RESOLUTION 2: THE PROPOSED ACQUISITION

The Chairman tabled the following ordinary resolution to be considered for approval:

“That subject to and conditional upon Resolution 1 being passed:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, the Proposed Acquisition; and

(b) the Directors and each of them be and are hereby severally authorized to complete and do all such acts and things (including, without limitation, executing such documents as may be required and to make such amendments thereto as the Directors may consider necessary, desirable and expedient) as they or he may consider necessary, desirable or expedient in the interests of the Company and/or the Group to give effect to the Proposed Acquisition and/or the transactions contemplated by the SPAs and the Side Letters.”

As set out in Section 13 titled “Abstention from Voting” of the Circular to Shareholders dated 11 August 2020, the Interested Person Group was required to abstain from voting in respect of their shares on Ordinary Resolution 2 in the Notice of EGM relating to the Proposed Acquisition and was not to accept nomination as proxies or otherwise for voting on the Proposed Acquisition resolution unless they are given specific instructions as to voting.

Details of the Interested Person Group that was required to abstain and did in fact abstain from voting on the Ordinary Resolution 2 are set out below:

Name of the shareholder	Number of shares held (Direct Interest)	As a percentage of total shares in issue (%)
Olander Ltd	543,723,385	60.54
Dato’ Sri Yap Teiong Choon	23,155,739	2.57

The ordinary resolution was put to the vote

The results of the poll on the ordinary resolution was as follows:

For		Against		Total No. of Valid Votes
No. of Shares	%	No. of Shares	%	
33,528,344	100.00	0	0.00	33,528,344

Based on the results of the poll, the Chairman declared the ordinary resolution carried.

6. ORDINARY RESOLUTION 3: THE PROPOSED MANUFACTURING BUSINESS DIVERSIFICATION

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The Chairman tabled the ordinary resolution to be considered for approval:

“Approval be and is hereby given for the Company to diversify its business activities from that of property development, construction and construction-related activities as well as holding of investments to that of the Manufacturing Business.”

The ordinary resolution was put to the vote

The results of the poll on the ordinary resolution was as follows:

For		Against		Total No. of Valid Votes
No. of Shares	%	No. of Shares	%	
600,407,468	100.00	0	0.00	600,407,468

Based on the results of the poll, the Chairman declared the ordinary resolution carried.

7. CONCLUSION OF MEETING

There being no other business, the Meeting concluded at 3.10 p.m.

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

**ALBERT SAYCHUAN CHEOK
CHAIRMAN OF THE MEETING**