



**H2G GREEN LIMITED**  
(Formerly known as “P5 Capital Holdings Ltd.”)  
(Company Registration No. 199806046G)  
(Incorporated in the Republic of Singapore)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF P5 CAPITAL HOLDINGS LTD. (NOW KNOWN AS H2G GREEN LIMITED), HELD BY ELECTRONIC MEANS ON THURSDAY, 28 JULY 2022 AT 10.15 A.M. (THE “EGM” OR “MEETING”)**

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*All capitalised terms used and not defined herein shall have the same meanings given to them in the circular to shareholders of the Company dated 6 July 2022 unless otherwise expressly stated or the context otherwise requires.*

**PRESENT**

Mr Lau Ping Sum Pearce	(Non-Executive Chairman and Independent Director)
Mr Lim Shao-Lin	(Chief Executive Officer and Executive Director)
Mr Koh Beng Leong	(Executive Director - Finance)
Ms Leow Sau Wan	(Executive Director)
Mr Chia Soon Hin William	(Independent Director)
Mr Tay Shui Wen	(Independent Director)
Ms Chew Kim Kuan	(Chief Financial Officer)

**IN ATTENDANCE**

As set out in the attendance list maintained by the Company.

**1. CHAIRMAN**

Mr Lau Ping Sum Pearce, the Non-Executive Chairman of the Board and Independent Director of the Company (the “**Chairman**”), took the chair of the EGM and welcomed and thanked the shareholders of the Company (“**Shareholders**”) for their participation at the EGM proceedings.

To minimise physical interactions and COVID-19 transmission risks, the EGM was conducted via “live” audio-visual webcast and “live” audio-only stream.

**2. QUORUM**

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 10.15 a.m.

**3. NOTICE OF MEETING**

The Notice of EGM dated 6 July 2022, having been made available previously to Shareholders by electronic means on the SGX website and the Company’s website, was taken as read

**4. POLL VOTING**

The Chairman informed Shareholders that in accordance with Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (the “**Catalist Rules**”), all motions tabled at the EGM were voted on by way of a poll pursuant to Regulation 74 of the Company’s Constitution. The proposed Special Resolution would require at least 75% majority of the votes for it to be carried, while the proposed Ordinary Resolution would require a simple majority of votes to be carried.

The Company had appointed M & C Services Private Limited and Agile 8 Solutions Pte. Ltd. as Polling Agent and Scrutineer respectively for the EGM.

As announced by the Company on 6 July 2022 relating to alternative arrangements for the EGM as set out in the Notice of EGM and proxy form, Shareholders who wish to exercise their votes must submit a proxy form to appoint the Chairman to cast votes on their behalf prior to the EGM.

The Chairman further informed that he had been appointed as proxy by certain Shareholders to vote on their behalf in his capacity as Chairman of the Meeting and had voted in accordance with their instructions. The valid proxy forms received by the Company had been counted by the Polling Agent and verified by the Scrutineer, and the results of each resolution would be announced after it has been read, proposed and seconded.

## **5. QUESTIONS FROM SHAREHOLDERS**

The Chairman informed that the Company did not receive any questions from Shareholders relating to the items on the Notice of EGM prior to the Meeting and continued with the formal proceedings of the EGM.

## **6. SPECIAL RESOLUTION: THE PROPOSED CHANGE OF NAME OF THE COMPANY TO "H2G GREEN LIMITED"**

The Chairman presented the first item on the Notice which was to seek Shareholders' approval for the Proposed Change of Name of the Company to "**H2G Green Limited**". The proposed Special Resolution as set out in the Notice was taken as read.

The Chairman put the following motion to the Meeting:

"THAT:

- (a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**"), the name of the Company be changed from "**P5 Capital Holdings Ltd.**" to "**H2G Green Limited**" and that the name "**H2G Green Limited**" be substituted for "**P5 Capital Holdings Ltd.**" wherever the latter name appears in the Constitution of the Company; and
- (b) each of the Directors of the Company be and is hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient to give effect to this resolution as he may deem fit."

The motion was duly proposed and seconded by a Shareholder respectively.

The Chairman announced the poll results as follows:

<b>RESULTS</b>	<b>NO. OF SHARES FOR</b>	<b>NO. OF SHARES AGAINST</b>	<b>TOTAL</b>
<b>VOTES</b>	640,351,439	0	640,351,439
<b>PERCENTAGE</b>	100%	0%	100%

Based on the poll results, the Chairman declared the Special Resolution carried.

**7. ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS OF THE COMPANY FROM MESSRS KPMG LLP TO MESSRS FOO KON TAN LLP**

The Chairman presented the second item on the Notice which was to seek Shareholders' approval for the Proposed Change of Auditors of the Company from Messrs KPMG LLP to Messrs Foo Kon Tan LLP. The proposed Ordinary Resolution as set out in the Notice was taken as read.

The Chairman put the following motion to the Meeting:

"THAT:

- (a) Messrs Foo Kon Tan LLP ("**FKT**"), having consented to act, be appointed as Auditors of the Company in place of the retiring auditors Messrs KPMG LLP ("**KPMG**"), to hold office until the conclusion of the next annual general meeting of the Company at a fee and on such terms as may be agreed by the Directors of the Company with FKT ("**Proposed Change of Auditors**"); and
- (b) the Directors of the Company and any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Resolution."

The motion was duly proposed and seconded by a Shareholder respectively.

The Chairman announced the poll results as follows:

<b>RESULTS</b>	<b>NO. OF SHARES FOR</b>	<b>NO. OF SHARES AGAINST</b>	<b>TOTAL</b>
<b>VOTES</b>	640,351,439	0	640,351,439
<b>PERCENTAGE</b>	100%	0%	100%

Based on the poll results, the Chairman declared the Ordinary Resolution carried.

**8. END OF MEETING**

The Chairman declared the Meeting closed at 10:20 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

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Lau Ping Sum Pearce  
Chairman of the Meeting