

ENVIRO-HUB HOLDINGS LTD

(the "Company")
(Incorporated in the Republic of Singapore)
(Co. Reg. No. 199802709E)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE	:	Via Live Webcast
DATE	:	Thursday, 28 April 2022
TIME	:	10.48 a.m. immediately following the conclusion of the Annual General Meeting of the Company by way of electronic means via live Webcast
PRESENT	:	Please refer to Webcast Attendee Report.
IN ATTENDANCE	:	Please refer to Webcast Attendee Report.
CHAIRMAN	:	Mr Tan Kok Hiang (Independent Director)

CHAIRMAN

The Board has appointed Mr Tan Kok Hiang, the Independent Director of the Company as Chairman of the Extraordinary General Meeting ("EGM").

QUORUM

As the Company Secretary has advised that a quorum was present in accordance with the Covid-19 Alternative Arrangements for Meetings Order, the Chairman declared the meeting open at 10.48 a.m.

OPENING ADDRESS

The Chairman welcomed Shareholders to the Live Webcast EGM. The introduction of directors and key management personnel was made at the AGM held earlier on the same day.

QUESTIONS AND ANSWERS

No questions were received from shareholders as at the deadline to submit questions on 16 April 2022. Additionally, no questions were received from shareholders after 16 April 2022 till to-date.

NOTICE

The Notice convening the meeting was taken as read.

POLL VOTING

All resolutions at the Live Webcast EGM were voted by poll pursuant to the Company's Constitution and Listing Rule 730A(2) of the Singapore Exchange Securities Trading Limited ("SGX-ST").

The Company has appointed Trusted Services Pte Ltd as polling agent and Corporate Republic Advisory Pte Ltd as Scrutineer for purposes of the poll voting.

CHAIRMAN APPOINTED AS PROXY

The Chairman of the meeting had been appointed as proxy by all shareholders in accordance with the COVID-19 Alternative Arrangements for Meetings Order.

BUSINESS OF EGM

The Chairman proceeded with the formal business of the Live Webcast EGM. All the resolutions and poll voting results were presented during the Live Webcast EGM.

ORDINARY RESOLUTION 1: THE PROPOSED TERMINATION OF THE ENVIRO-HUB SHARE AWARD SCHEME 2012

Ordinary Resolution 1 on the approval for the proposed termination of the Enviro-Hub Share Award Scheme 2012 as follows was taken as read:-

"THAT, the Enviro-Hub Share Award Scheme 2012 be and is hereby terminated."

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 1 was carried by majority:-

Ordinary Resolution	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 (%)
1	325,887,682	260,887,382	80.05%	65,000,300	19.95%

ORDINARY RESOLUTION 2: THE PROPOSED ADOPTION OF THE ENVIRO-HUB SHARE AWARD SCHEME 2022

Ordinary Resolution 2 on the approval for the proposed adoption of the Enviro-Hub Share Award Scheme 2022 as follows was taken as read:-

THAT,

- (a) a new share scheme to be known as the "Enviro-Hub Share Award Scheme 2022" (the "2022 Scheme"), the details and a summary of which are set out in the Circular, under

which share awards (the “Share Awards”) of fully-paid ordinary shares in the capital of the Company (the “Shares”) will be delivered free of charge, to selected employees of the Company, including directors of the Company (the “Directors”), and other selected participants, be and is hereby approved;

(b) the Directors of the Company be and are hereby authorised:

- (i) to establish and administer the 2022 Scheme;
- (ii) to modify and/or amend the 2022 Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the 2022 Scheme and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2022 Scheme;
- (ii) in accordance with section 161 of the Companies Act 1967 of Singapore (the “Act”), to offer and grant Share Awards in accordance with the provisions of the 2022 Scheme and (notwithstanding the authority conferred by this resolution may have ceased to be in force) to allot and issue from time to time such number of fully-paid new Shares as may be required to be issued pursuant to the vesting of the Share Awards under the 2022 Scheme provided always that the aggregate number of Shares (comprising new Shares and/or treasury Shares) to be delivered pursuant to the 2022 Scheme, when added to the number of new Shares issued and issuable and the number of treasury Shares delivered in respect of all other share schemes of the Company (if any), shall not exceed fifteen per cent. (15%) of the total issued share capital of the Company (excluding treasury Shares) from time to time, and provided also that, subject to such adjustments as may be made to the 2022 Scheme as a result of any variation in the capital structure of the Company, and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual meeting of the Company is required by law to be held, whichever is the earlier;
- (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Share Awards granted under the 2022 Scheme; and
- (v) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this resolution.”

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 2 was carried by majority:-

Ordinary Resolution	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 (%)
2	325,887,682	260,553,282	79.95%	65,334,400	20.05%

ORDINARY RESOLUTION 3: PROPOSED PARTICIPATION OF CONTROLLING SHAREHOLDER

Ordinary Resolution 3 on the approval for the proposed participation of controlling shareholder as follows was taken as read:-

“THAT subject to and contingent upon the passing of Ordinary Resolution 1 above, approval be and is hereby given for the participation in the 2022 Scheme by Mr. Raymond Ng Ah Hua, a Controlling Shareholder (as defined below) on the following terms:

- (a) Proposed Date of Grant: Any time no later than three (3) months from the adoption of the 2022 Scheme
- (b) Number of Shares granted pursuant to the Share Awards: 22,994,930 Shares to Mr. Raymond Ng Ah Hua
- (c) Vesting Period: Pursuant to the rules of the 2022 Scheme, the vesting period for the Share Awards will be decided by the Scheme Committee on a case-by-case basis, in its absolute discretion,

and approval and authority is hereby granted to the Scheme Committee to determine and prescribe the performance target(s), the performance period during which the prescribed performance target(s) are to be attained or fulfilled and the vesting period in relation to the grant of Share Award to Mr. Raymond Ng Ah Hua.

In this notice, “Controlling Shareholder” means a person who (a) holds directly or indirectly 15% or more of the total number of issued Shares excluding treasury Shares in the Company. The Singapore Exchange Securities Trading Limited may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or (b) in fact exercises control over the Company.”

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 2 was carried by majority:-

Ordinary Resolution	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 (%)
3	325,887,382	260,552,982	79.95%	65,334,400	20.05%

Shareholders were informed that the approval of Ordinary Resolutions 1 and 3 is conditional upon the approval of Ordinary Resolution 2. As such, if Ordinary Resolution 2 is not carried, Ordinary Resolutions 1 and 3 will not be carried.

SPECIAL RESOLUTION 1: PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY

Special Resolution 1 on the approval for the proposed amendments to the constitution of the Company as follows was taken as read:-

“THAT:

- (a) the regulations contained in the New Constitution of the Company as set out in Appendix B to the Circular be and are hereby approved and adopted as the constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) the Directors and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this resolution.”

Special Resolution	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 (%)
1	1,054,913,553	989,913,553	93.84%	65,000,000	6.16%

CONCLUSION

There being no other business to transact, the meeting ended at 10.58 a.m. and the Chairman of the meeting thanked the shareholders for watching the Live Webcast EGM

Confirmed as True Record of Proceedings held

(Signed)

Mr Tan Kok Hiang
Chairman