

**ABR HOLDINGS LIMITED**  
(Registration No. 197803023H)  
(Incorporated in Singapore)  
(the “Company”)

**MINUTES OF THE 40<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS ON FRIDAY, 12 JUNE 2020 AT 10.00 A.M.**

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**PRESENT:** As per Attendance Sheet attached

**1. INTRODUCTION**

Mr Chua Tiang Choon, Keith, (the “Chairman”) took the chair and welcomed all the shareholders present at the Meeting (“AGM” or the “Meeting”).

The Chairman informed the shareholders that pursuant to the Safe Distancing Regulations, and the SGX RegCo Guidance pertaining to the COVID-19, the AGM was conducted wholly-electronically, with the option of a ‘live’ webcast and an audio-only option on the given webcast website.

The Chairman proceeded to introduce the Board of Directors, Group Chief Financial Officer, Auditors and Company Secretary Representative who attended either in person or by electronic means.

**2. QUORUM**

There being a quorum present, the Chairman called the Meeting to order at 10.02 am.

**3. NOTICE OF MEETING**

The Notice convening the Meeting, having been previously circulated to shareholders of the Company, and with the permission of all shareholders present at the Meeting, the Notice was taken as read.

**4. VOTING BY WAY OF POLL**

The Chairman informed the Meeting that shareholders who wish to vote at this Meeting have appointed him to act as their proxy and they have directed their vote accordingly prior to this Meeting. All the proxy forms received by the Share Registrar by the cut-off time have been verified by the scrutineer, Entrust Advisory Pte Ltd. The voting results, which have been verified by the Scrutineer to be in order, will be displayed on the screen when go through the respective agenda items.

**5. QUESTIONS FROM SHAREHOLDERS**

The Chairman informed the Meeting that shareholders are not allowed to raise any questions during the Meeting. The Company has instead invited Shareholders to submit their questions in advance of the Meeting, but did not receive any questions from Shareholders.

**ORDINARY BUSINESS**

**6. Resolution 1:  
DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**

The Chairman presented the first item which was to receive the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Independent Auditor's Report thereon. With the consent of the shareholders, the Independent Auditor's Report was taken as read.

The motion to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2019 together with the Independent Auditor's Report was proposed by the Chairman and was put to vote by poll. The results of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above result, the Chairman declared Resolution 1 duly carried as an Ordinary Resolution.

**7. Resolution 2:  
TAX EXEMPT (1-TIER) FINAL DIVIDEND OF 1.00 CENTS PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**

The Directors had recommended the payment of a tax exempt (1-tier) final dividend of 1.00 cents per ordinary share for the financial year ended 31 December 2019. If approved, the dividend would be paid on 3 July 2020.

The motion was proposed by the Chairman and was put to vote by poll. The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above result, the Chairman declared Resolution 2 duly carried as an Ordinary Resolution.

**8. RESOLUTION 3:  
TO APPROVE THE PAYMENT OF DIRECTORS' FEE OF \$205,000 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**

The motion to approve the Directors' fees of \$205,000 for the financial year ended 31 December 2019 was proposed by the Chairman of the Meeting and was put to vote. The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above results, the Chairman declared Resolution 3 duly carried as an Ordinary Resolution.

**9. RESOLUTION 4:  
RE-ELECTION OF MR CHUA TIANG CHOON, KEITH AS A DIRECTOR OF THE COMPANY**

The Chairman informed the meeting that Mr Ang Yee Lim, would chair the next part of the meeting as the next resolution to be tabled concerned his re-election as a Director.

Mr Ang took the chair and informed the Meeting that Mr Chua Tiang Choon, Keith who was retiring pursuant to Article 98 of the Company's Constitution, had consented to be re-elected as a Director of the Company.

If re-elected, Mr Chua Tiang Choon, Keith would remain as Executive Chairman and a member of the Nominating Committee.

On a proposal by the Chairman of the Meeting, the motion was put to the vote. The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above result, the Chairman declared Resolution 4 duly carried as an Ordinary Resolution.

Mr Chua thanked Mr Ang and resumed the chair.

**10. RESOLUTION 5:  
RE-ELECTION OF MR LECK KIM SENG AS A DIRECTOR OF THE COMPANY**

The Chairman informed the Meeting that Mr Leck Kim Seng who was retiring pursuant to Article 98 of the Company's Constitution had consented to be re-elected as a Director of the Company.

Mr Leck Kim Seng, upon re-election as a Director of the Company shall remain an Executive Director of the Company.

On a proposal by the Chairman of the Meeting, the motion was put to the vote. The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above result, the Chairman declared Resolution 5 duly carried as an Ordinary Resolution.

**11. RESOLUTION 6:  
RE-APPOINTMENT OF MESSRS BAKER TILLY TFW LLP**

The Chairman informed the Meeting that the retiring auditor, Messrs Baker Tilly TFW LLP, had expressed their willingness to continue in office as Auditors of the Company.

On a proposal by the Chairman of the Meeting, the motion was put to the vote. The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above result, the Chairman declared Resolution 6 duly carried as an Ordinary Resolution.

## **12. OTHER ROUTINE BUSINESS**

As there were no further routine business, the Chairman proceeded with the special business.

### **SPECIAL BUSINESS**

## **13 RESOLUTION 7: AUTHORITY TO ALLOT AND ISSUE SHARES**

On a proposal by the Chairman of the Meeting, the motion was put to the vote.

“That pursuant to Section 161 of the Companies Act, Chapter 50, and the Listing Rules of the Singapore Exchange Securities Trading Limited (“SGX-ST”), authority be and is hereby given for the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

- (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;
- (ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, “Instruments”) including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;
- (iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues;

and (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares pursuant to any Instrument made or granted by the Directors while the authority was in force, provided always that:

- (a) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per centum (50%) of the Company’s total number of issued shares (excluding treasury shares and subsidiary holdings, if any), of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro-rata basis to shareholders of the Company does not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any), and for the purpose of this Resolution, the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be the Company’s total number of issued shares (excluding treasury shares and subsidiary holdings, if any) at the time this Resolution is passed, after adjusting for:

- i. new shares arising from the conversion or exercise of convertible securities, or
  - ii. new shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VII of Chapter 8 of the Listing Rules of SGX-ST; and
  - iii. any subsequent bonus issue, consolidation or subdivision of the Company's shares;
- (b) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier."

The result of the poll was as follows:-

For	161,979,259	being 100%
Against	0	being 0%

Based on the above results, the Chairman declared Resolution 7 duly carried as an Ordinary Resolution.

#### **14. CONCLUSION**

There being no further business, the Chairman thanked all present at the Meeting and declared the AGM of the Company closed at 10.17 a.m.

Confirmed as a correct record of  
the proceeding of the Meeting

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Chua Tiang Choon, Keith  
CHAIRMAN