



KOYO INTERNATIONAL LIMITED
(Company Registration No. 200100075E)
(Incorporated in Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : "Live" webcast via electronic means

DATE : Tuesday, 27 April 2021

TIME : 2.11 p.m.

PRESENT : As set out in the attendance records maintained by the Company.

IN ATTENDANCE : As set out in the attendance records maintained by the Company.

CHAIRMAN : Mr. Wong Loke Tan

QUORUM

The Chairman declared that the Extraordinary General Meeting ("**EGM**") open at 2.11 p.m. upon confirmation by the Company Secretary that the quorum necessary for a general meeting was present.

INTRODUCTION

The Chairman introduced the Directors present at the EGM as follows:

Independent Non-Executive Chairman, Mr. Wong Loke Tan

Executive Director, Mr. Foo Suay Wei.

Executive Director, Mr. Foo Suay Lun.

Independent Non-Executive Director, Ms. Serena Lee Chooi Li.

Independent Non-Executive Director, Mr. Yeo Guat Kwang

NOTICE OF EGM

With the consent of the shareholders present, the notice of the EGM dated 12 April 2021 ("**Notice**") convening the meeting was taken as read.

VOTING BY POLL

The Chairman briefed that in view of the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 issued by the Minister of Law on 13 April 2020, shareholders will not be able to vote online at the live EGM Webcast. Instead, shareholders that wish to exercise their votes must submit a proxy form to appoint the

Chairman of the EGM to vote on their behalf. Proxy forms lodged have been checked and found to be in order.

The Chairman informed that all resolutions to be tabled at the EGM would be voted upon by way of poll as required under the Listing Manual – Section B: Rules of Catalist (“**Catalist Rules**”) of Singapore Exchange Securities Trading Limited (“**SGX-ST**”). All the motions had been duly voted by the shareholders through the submissions of the proxy forms to the share registrar and the scrutineer had verified the counting of all votes casted through the proxy forms.

Poh Management Pte Ltd was appointed as scrutineers for the poll. In.Corp Corporate Services Pte. Ltd. was appointed as the polling agent.

SUBMISSION OF QUESTIONS FOR THE EGM

The Chairman informed that based on the information provided in the Notice of the EGM dated 12 April 2021, the shareholders will not be able to ask questions at the live webcast EGM. However, the Company had published its responses to substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM, the Company’s businesses and operations via SGXNet on 23 April 2021. A copy of the response to substantial and relevant questions from Shareholders is annexed hereto as **Appendix 1**.

ORDINARY RESOLUTION:

1. THE PROPOSED GEOGRAPHICAL EXPANSION OF THE GROUP – ORDINARY RESOLUTION 1

The Chairman informed the Shareholders that Ordinary Resolution 1 was to approve the proposed geographical expansion of the Group.

The voting results for Ordinary Resolution 1 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	138,982,750	99.998
Against the Resolution	3,200	0.002

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

“That:-

- (a) approval be and is hereby given for the expansion of the Group’s businesses internationally, as described in Section 2 of the Company’s circular to the shareholders dated 12 April 2021 (“**Circular**”) (the “**Proposed Geographical Expansion of the Group**”), and all other businesses and activities related to the Proposed Geographical Expansion of the Group;
- (b) subject to compliance with the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) requiring approval from shareholders in certain circumstances, the Company (directly and/or through

its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, any such assets, businesses, investments and shares/interests in any entity that is related to the Proposed Geographical Expansion, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and

- (c) the Directors or any of them be and are hereby authorised to complete and do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.”

2. THE PROPOSED BUSINESS OF INVESTMENTS – ORDINARY RESOLUTION 2

The Chairman informed the Shareholders that Ordinary Resolution 2 was to approve the proposed business of investments.

The voting results of Ordinary Resolution 2 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	138,982,750	99.998
Against the Resolution	3,200	0.002

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

“That:-

- (a) approval be and is hereby given for the proposed diversification of the Group’s existing core businesses to include the Proposed Business of Investments as described in Section 2 of the Company’s Circular to the shareholders dated 12 April 2021 (the “**Proposed Business of Investments**”), and all other businesses and activities related to the Proposed Business of Investments;
- (b) subject to compliance with the Catalist Rules requiring approval from shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, any such assets, businesses, investments and shares/interests in any entity that is related to the Proposed Business of Investments, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and

- (c) the Directors or any of them be and are hereby authorised to complete and do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.”

CONCLUSION

There being no other business, the Chairman declared the EGM of the Company closed at 2.14 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

WONG LOKE TAN
CHAIRMAN



KOYO INTERNATIONAL LIMITED

Registration No. 200100075E

(Incorporated in Singapore)

**RESPONSE TO QUESTIONS FROM SHAREHOLDERS IN RELATION TO THE
ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING TO BE
HELD ON 27 APRIL 2021**

The Board of Directors of Koyo International Limited (“**Company**”) and together with its subsidiaries, collectively known as the “**Group**” refers to the publishing of its annual general meeting and extraordinary general meeting related documents on the SGXNET on 12 April 2021. The Company has received the following questions from shareholders which are relevant to the resolutions to be tabled at the annual general meeting and set out the Company’s responses as follows:

Q1. What is the capital expenditure for this financial year ending 2021 (“FY2021”)?

A. The Group intends to carry out addition and alteration works to the leasehold property at 4 Kwong Min Road Singapore 628707 (the “**Property**”) in the event that Jurong Town Corporation’s approval for the extension of the lease on the Property is obtained. In such an event, this may potentially increase the capital expenditure on the Property in FY2021. In addition, the Company expects to incur their maintenance capital expenditures in FY2021.

Q2. What is the progress of the Kim Chuan Depot Extension for Circle Line 6 project?

A. Due to circuit breaker measures, the Land Transport Authority (“**LTA**”) has granted Koyo Engineering (S.E. Asia) Pte Ltd an extension for the completion dates of this project to 31 August 2025 (for Phase 1) and 31 October 2026 (for other phases). The project is currently on-going.

By Order of the Board

Koyo International Limited

Foo Suay Wei
Executive Director
23 April 2021

This announcement has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (“**Sponsor**”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (“**Exchange**”) and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Lim Hui Ling, 16 Collyer Quay, #10-00, Income at Raffles Singapore 049318, sponsorship@ppcf.com.sg.