

ZHONGXIN FRUIT AND JUICE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 200208395H)
(the “Company”)

MINUTES OF THE ANNUAL GENERAL MEETING (“AGM”) HELD BY ELECTRONIC MEANS ON FRIDAY, 29 OCTOBER 2021 AT 10.00 A.M.

PRESENT

Directors:

Mr Tham Mun Chee – Chairman of the Meeting
Mr Xiaoyao
Ms Liu Xiuwen

In Attendance:

- As per Attendance List

Shareholders/ Proxies/ Invitees/ Observers:

- As per Attendance List

INTRODUCTION

Mr Tham Mun Chee, the Chairman of the Meeting (the “Chairman”), welcomed the shareholders to the AGM. TMC informed that due to the COVID-19 situation, the AGM was held via electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 which was gazetted on 13 April 2020, and subsequently updated on 29 September 2020 which provide, among others, legal certainty to enable issuers to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (such as a company’s constitution).

In light of the above developments, there will be no attendance in-person.

The Company acknowledged that shareholders who were participating via electronic means and whose identities are verified by the share registrar of the Company would be taken as present at the AGM.

A. QUORUM

As a quorum was present, the Chairman called the AGM to order at 10.00 a.m.

B. NOTICE

The Annual Report together with the notice of this AGM, having been circulated to the shareholders within the requisite period was taken as read.

C. VOTING BY POLL

The Chairman informed that all the resolutions would be voted by way of poll. The Chairman of the Meeting, Mr Tham Mun Chee had been appointed as proxy by shareholders to vote on their behalf and he had voted in accordance with their instructions.

The polling agent, Boardroom Corporate & Advisory Services Pte. Ltd. had counted the proxy votes received as at the cut-off date on 27 October 2021 at 10.00 a.m. and the independent scrutineers, RL Law LLC had verified the results of the polls.

The results of the polls would be announced once the proposed resolutions had been formally tabled.

D. PRE-SUBMITTED QUESTIONS FROM SHAREHOLDERS

The Chairman informed that the Company had not received any questions from the shareholders.

The Chairman proceeded to put the following proposed resolutions at the AGM and announced the results of the poll.

E. ORDINARY BUSINESS

ORDINARY RESOLUTION 1

ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021 TOGETHER WITH THE DIRECTORS' STATEMENT AND THE INDEPENDENT AUDITOR'S REPORT

The verified results of the vote were as follows:

<u>Resolution 1</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	561,414,853	100%
AGAINST	0	0%
Total No. of Votes	561,414,853	100%

The Chairman declared Ordinary Resolution 1 carried.

ORDINARY RESOLUTION 2

APPROVAL ON THE PAYMENT OF PROPOSED DIRECTORS' FEES OF S\$45,180/- FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

The verified results of the vote were as follows:

<u>Resolution 2</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	561,414,853	100%
AGAINST	0	0%
Total No. of Valid Votes	561,414,853	100%

The Chairman declared Ordinary Resolution 2 carried.

ORDINARY RESOLUTION 3

RE-ELECTION OF MS. THAM MUN CHEE AS A DIRECTOR OF THE COMPANY

The verified results of the vote were as follows:

<u>Resolution 3</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	561,414,853	100%
AGAINST	0	0%
Total No. of Valid Votes	561,414,853	100%

The Chairman declared Ordinary Resolution 3 carried.

ORDINARY RESOLUTION 4

APPOINTMENT OF MESSRS MOORE STEPHENS LLP AS THE AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The verified results of the vote were as follows:

<u>Resolution 4</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	561,414,853	100%
AGAINST	0	0%
Total No. of Valid Votes	561,414,853	100%

The Chairman declared Ordinary Resolution 4 carried.

F. SPECIAL BUSINESS

ORDINARY RESOLUTION 5

AUTHORITY TO ALLOT AND ISSUE SHARES

The verified results of the vote were as follows:

<u>Resolution 5</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	561,414,853	100%
AGAINST	0	0%
Total No. of Valid Votes	561,414,853	100%

The Chairman declared Ordinary Resolution 5 carried.

ORDINARY RESOLUTION 6

APPROVAL FOR THE PROPOSED RENEWAL OF GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS

The verified results of the vote were as follows:

<u>Resolution 6</u>	<u>Number of shares</u>	<u>Percentage</u>
FOR	816,428	100%
AGAINST	0	0%
Total No. of Valid Votes	816,428	100%

The Chairman declared Ordinary Resolution 6 carried.

G. CONCLUSION

There being no other business, the Chairman thanked all present for their attendance and declared the AGM closed at 10.10 a.m.

Confirmed as correct record of meeting,

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Tham Mun Chee
Chairman of the Meeting