MYP LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 200509721C)

MINUTES OF ANNUAL GENERAL MEETING

MINUTES of the Annual General Meeting (the "**AGM**" or "**Meeting**") of MYP Ltd. (the "**Company**") held by way of electronic means on Monday, 7 September 2020 at 2:00 p.m. (Singapore time)

PRESENT

Board of Directors
Mr Jonathan Tahir (Executive Chairman and Chief Executive Officer)
Dr Clement Wang Kai (Non-Executive Director)
Mr Kishore Prabhakar Sardesai (Independent Non-Executive Director)
Professor Tan Chin Tiong (Independent Non-Executive Director)

Absent with Apologies
Mrs Elizabeth Ho Nee Wong Ching Wai (Independent Non-Executive Director)

Financial Controller
Ms Beatrice Goh

Legal Counsel
Mr Bernard Lui

Company Secretary
Ms Pan Mi Keay

IN ATTENDANCE

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

CHAIRMAN

Mr Jonathan Tahir, the Chairman of the Meeting and Board of Directors welcomed the shareholders for their attendance. He expressed his regret that, due to the current COVID-19 restriction orders in Singapore, shareholders were not able to attend the AGM in persons. The Chairman introduced the Non-Executive Director, Dr Clement Wang, Independent Non-Executive Directors, Mr Kishore Prabhakar Sardesai and Professor Tan Chin Tiong as well as the Financial Controller, Ms Beatrice Goh, Legal Counsel, Mr Bernard Lui, Company Secretary, Ms Pan Mi Keay, the Auditors and Independent Scrutineer who had joined the AGM via live webcast.

POLL VOTING

The Chairman highlighted to the shareholders that, there would be no live voting during the Meeting and he had been appointed as proxy by the shareholders to vote on their behalf in accordance with their specific instructions.

The Chairman further informed that all resolutions to be tabled at the AGM would be voted upon by way of poll. All the motions had been duly voted by the shareholders through the submissions of the Proxy Forms and the Independent Scrutineer had verified the counting of all votes casted through the Proxy Forms.

Entrust Advisory Pte. Ltd. was appointed as the Company's Independent Scrutineer for the poll. Tricor Evatthouse Corporate Services was appointed as the Polling Counting Agent.

QUORUM

With the requisite quorum being present, the Chairman declared the Meeting to order at 2:00 p.m.

NOTICE

The notice of the Meeting having been circulated to the members was taken as read.

RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS

The Chairman informed the Meeting that the Company had not received questions relating to the items on the agenda of the AGM other than the questions received from the Securities Investors Association (Singapore) (SIAS) which the Company had addressed and the responses were published on the SGXNet on 5 September 2020. The responses to the questions can also be found at the Company's corporate website.

ORDINARY BUSINESS:

ORDINARY RESOLUTION 1

- **ADOPTION OF THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020, THE DIRECTORS' STATEMENT AND THE REPORT OF THE AUDITORS THEREON**

The Chairman proposed that the Audited Financial Statements of the Company for the financial year ended 31 March 2020, the Directors' Statement and the Report of the Auditors thereon be received and adopted.

The results of the votes cast for Resolution 1 were as follows:

	Total Votes	**Percentage**
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, the Chairman declared the following motion carried:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31 March 2020, the Directors' Statement and the Report of the Auditors thereon, be and are hereby received and adopted."

ORDINARY RESOLUTION 2

- **APPROVAL OF THE PAYMENT OF DIRECTORS' FEES OF S$400,121 FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020**

The Chairman proposed the motion to approve the payment of Directors' fees of S$400,121 for the financial year ended 31 March 2020.

The results of the votes cast for Resolution 2 were as follows:

	Total Votes	**Percentage**
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, the Chairman declared the following motion carried:

"RESOLVED THAT the payment of Directors' fees of S$400,121 for the financial year ended 31 March 2020 be hereby approved."

ORDINARY RESOLUTION 3
- **RE-ELECTION OF MR JONATHAN TAHIR AS DIRECTOR OF THE COMPANY**

As the Resolution 3 involved the re-election of Chairman of this Meeting, Mr Jonathan Tahir as Director of the Company, the Chairman handed over the Chair to the Non-Executive Director, Dr Clement Wang Kai for the conduct this motion.

Mr Jonathan Tahir retired pursuant to Article 115 of the Company's Constitution. Being eligible, he had offered himself for re-election as Director of the Company.

The Meeting was informed that Mr Jonathan Tahir will, upon re-election as a Director of the Company, continue to serve as a member of the Nominating Committee. He is considered non-independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

Dr Clement Wang Kai proposed the motion as set out under item 3(a) of the Notice of the Meeting.

The results of the votes cast for Resolution 3 were as follows:

	Total Votes	**Percentage**
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, it was declared the following motion carried:

"RESOLVED THAT Mr Jonathan Tahir who retired as a Director pursuant to Article 115 of the Company's Constitution be hereby re-elected as a Director of the Company."

Thereafter, Dr Clement Wang Kai invited Mr Jonathan Tahir to resume the Chair.

ORDINARY RESOLUTION 4
- **RE-ELECTION OF PROFESSOR TAN CHIN TIONG AS DIRECTOR OF THE COMPANY**

Professor Tan Chin Tiong retired pursuant to Article 115 of the Company's Constitution. Being eligible, he had offered himself for re-election as Director of the Company.

The Meeting was informed that Professor Tan Chin Tiong will, upon re-election as a Director of the Company, continue to serve as a member of the Audit Committee and Nominating Committee. He is considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

The Chairman proposed the motion as set out under item 3(b) of the Notice of the Meeting.

The results of the votes cast for Resolution 4 were as follows:

	Total Votes	**Percentage**
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, the Chairman declared the following motion carried:

"RESOLVED THAT Professor Tan Chin Tiong who retired as a Director pursuant to Article 115 of the Company's Constitution be hereby re-elected as a Director of the Company."

ORDINARY RESOLUTION 5

- **RE-APPOINTMENT OF MESSRS KPMG LLP AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2021 AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

The Meeting was informed that Messrs KPMG LLP, who are the Auditors of the Company, had expressed their willingness to continue in office.

The Chairman proposed that Messrs KPMG LLP be re-appointed as Auditors of the Company and that the Directors be authorised to fix its remuneration.

The results of the votes cast for Resolution 5 were as follows:

	Total Votes	Percentage
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, the Chairman declared the following motion carried:

"RESOLVED THAT Messrs KPMG LLP be re-appointed as Auditors of the Company for the financial year ending 31 March 2021 and the Directors be authorised to fix their remuneration."

SPECIAL BUSINESS:

ORDINARY RESOLUTION 6

- **AUTHORITY TO ALLOT AND ISSUE SHARES**

The Chairman informed that Resolution 6 on the agenda is to seek from the shareholders a general mandate for the Directors to allot and issue shares pursuant to the Section 161 of the Companies Act, Chapter 50 and Rule 806 of the Listing Manual of the SGX-ST, with a limit of 50% of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings). For issue of shares other than on a pro-rata basis, the limit of 20% of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings). This authority to issue shares is valid until the next AGM of the Company or on the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

The Chairman proposed the motion as set out under item 6 of the Notice of the Meeting.

The results of the votes cast for Resolution 6 were as follows:

	Total Votes	Percentage
Votes FOR the Resolution	1,489,676,944	100%
Votes AGAINST the Resolution	-	-

Based on the results of the poll, the Chairman declared the following motion carried:

"RESOLVED THAT pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to issue and allot new shares ("Shares") in the capital of the Company (whether by way of rights, bonus or otherwise), and/or make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit provided that:

(a) the aggregate number of Shares (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 total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, of which the aggregate number of Shares and convertible securities to be issued other than on a pro-rata basis to all shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the share capital of the Company;

(b) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the passing of this Resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of any convertible securities;

(ii) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and

(iii) any subsequent consolidation or subdivision of the Shares;

adjustments in accordance with sub-paragraphs (i) and (ii) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution and, in relation to an Instrument, the number of Shares shall be taken to be that number as would have been issued had the rights therein been fully exercised or effected on the date of the making or granting of the Instrument;

(b) and that such authority shall, unless revoked or varied by the Company in general meeting, continue in force until:-

(i) the conclusion of the Company's 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 the earlier; or

(ii) in the case of Shares to be issued in accordance with the terms of convertible securities issued, made or granted pursuant to this Resolution, until the issuance of such Shares in accordance with the terms of such convertible securities.

CONCLUSION

There being no other business, the Chairman declared the Meeting of the Company closed at 2:10 p.m. and thanked everyone for their participation and support.

Confirmed as True Record of Proceedings held

Jonathan Tahir
Chairman of the Meeting
Date: 6 October 2020