

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, 28 OCTOBER 2022 AT 2.00 P.M.**

PRESENT

Directors:

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

In Attendance: - As per Attendance List

Shareholders/ Proxies/ Invitees/ Observers: - As per Attendance List

INTRODUCTION

Mr. Liu Yu welcomed the shareholders to the AGM and introduced the Board of Directors and Management of the Company to the meeting. Mr. Liu Yu then passed the meeting to Mr. Tham Mun Chee (“**Mr. Tham**”) to continue the proceedings of the AGM. Mr. Tham then informed that the AGM would be held via electronic means to transact the businesses as set out in the Notice of AGM. As such, there would 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 2.00 p.m.

B NOTICE

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

C PRE-SUBMITTED QUESTIONS FROM SHAREHOLDERS

Mr. Tham informed that the Company did not receive any questions from the shareholders prior to the AGM.

D VOTING BY POLL

Mr. Tham informed that all the resolutions as set out in the Notice of AGM would be voted by way of poll.

For the conduct of the voting by poll, Boardroom Corporate & Advisory Services Pte Ltd had been appointed as the polling agent and DrewCorp Services Pte. Ltd. had been appointed as the Independent Scrutineers for the AGM.

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

E Q&A SESSION

Mr. Tham informed the meeting that the chatbox function for the “live” Q&A was open. Shareholders who wished to ask questions relevant to the AGM today may type their queries into the chatbox.

As this was the first time that the Company was conducting the “live” voting and given that this was new to all the shareholders, shareholders may cast their votes anytime during the course of the AGM. The voting would be remained open until all of the proposed resolutions to be tabled for approval at this AGM were properly moved.

As the Company had not received any questions during the AGM via the chatbox, Mr. Tham proceeded with the following proposed resolutions at the AGM.

F ORDINARY BUSINESS

ORDINARY RESOLUTION 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 AND THE DIRECTORS’ STATEMENT AND THE AUDITORS’ REPORT THEREON.

Ordinary Resolution 1 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 2

APPROVAL FOR PAYMENT OF PROPOSED DIRECTORS’ FEES OF S\$45,624/- FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022.

Ordinary Resolution 2 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 3

RE-ELECTION OF MR XIAOYAO AS DIRECTOR OF THE COMPANY.

Ordinary Resolution 3 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 4

RE-ELECTION OF MR LIU YU AS DIRECTOR OF THE COMPANY.

Ordinary Resolution 4 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 5

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

Ordinary Resolution 5 was duly proposed and put to vote by poll.

G SPECIAL BUSINESS

ORDINARY RESOLUTION 6

APPROVAL FOR THE CONTINUED APPOINTMENT OF MS LIU XIUWEN AS AN INDEPENDENT DIRECTOR, FOR THE PURPOSES OF RULE 406(3)(D)(III)(A) OF THE LISTING MANUAL SECTION B: RULES OF CATALIST.

Ordinary Resolution 6 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 7

APPROVAL FOR THE CONTINUED APPOINTMENT OF MS LIU XIUWEN AS AN INDEPENDENT DIRECTOR, FOR THE PURPOSES OF RULE 406(3)(D)(III)(B) OF THE LISTING MANUAL SECTION B: RULES OF CATALIST.

Ordinary Resolution 7 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 8
AUTHORITY TO ALLOT AND ISSUE SHARES.

Ordinary Resolution 8 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 9
APPROVAL FOR THE PROPOSED RENEWAL OF THE GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS.

Ordinary Resolution 9 was duly proposed and put to vote by poll.

All the resolutions had been duly voted and verified by the scrutineer, and the results of the votes for all the resolutions were announced and shown on the screen as follows:

H RESULTS OF THE POLL

Resolution number and details	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 (%)
Ordinary Business					
<u>Resolution 1:</u> Adoption of Audited Financial Statements of the Company for the financial year ended 30 June 2022 and the Directors' Statement and the Auditors' Report thereon.	561,379,853	561,379,853	100.00%	0	0.00%
<u>Resolution 2:</u> Approval for payment of proposed Directors' fees of S\$45,624/- for the financial year ended 30 June 2022.	561,379,853	561,379,853	100.00%	0	0.00%
<u>Resolution 3:</u> Re-election of Mr Xiao Yao as Director of the Company.	561,379,853	561,379,853	100.00%	0	0.00%
<u>Resolution 4:</u> Re-election of Mr Liu Yu as Director of the Company.	561,379,853	561,379,853	100.00%	0	0.00%

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Resolution number and details	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 (%)
Resolution 5: Re-appointment of Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.	561,379,853	561,379,853	100.00%	0	0.00%
Special Business					
Resolution 6: Approval for the continued appointment of Ms Liu Xiuwen as an Independent Director, for the purposes of Rule 406(3)(d)(iii)(A) of the Listing Manual Section B: Rules of Catalist.	561,379,853	561,379,853	100.00%	0	0.00%
Resolution 7: Approval for the continued appointment of Ms Liu Xiuwen as an Independent Director, for the purposes of Rule 406(3)(d)(iii)(B) of the Listing Manual Section B: Rules of Catalist.	561,379,853	561,379,853	100.00%	0	0.00%
Resolution 8: Authority to allot and issue shares.	561,379,853	561,379,853	100.00%	0	0.00%
Resolution 9: Approval for the proposed renewal of the general mandate for interested person transactions.	781,428	781,428	100.00%	0	0.00%

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Based on the results of the poll, all resolutions were carried.

I CONCLUSION

There being no other business, Mr. Tham thanked all present for their attendance and declared the AGM closed at 2.20 p.m.

Confirmed as correct record of meeting,

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Liu Yu
Chairman of the Meeting