



ANAN INTERNATIONAL LIMITED
(Company Registration No. 35733)
(Incorporated in Bermuda)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

- PLACE** : “Live” webcast via
https://conveneagm.sg/AAI_Combined_2018_2019_and_2020_AGM
- DATE** : Tuesday, 22 November 2022
- TIME** : 2.30 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. Zang Jian Jun

INTRODUCTION

The Chairman introduced the Directors present at the Annual General Meeting (“**AGM**”).

QUORUM

The Chairman of the AGM (“**Chairman**”) sought the confirmation of the Company Secretary that a quorum was present and the Company Secretary confirmed that the quorum necessary for the AGM was present. Therefore, the Chairman declared the AGM open at 2.30 p.m.

NOTICE OF AGM

The Chairman informed the meeting that the Notice of AGM dated 4 November 2022 together with the Annual Report for the financial year ended 31 December 2018, 31 December 2019 and 31 December 2020 (“**Combined AGM for Year 2019, 2020 and 2021**”) have been circulated for the required statutory period to the shareholders. With the consent of the shareholders present, the Notice of the AGM (“**Notice**”) convening the meeting was taken as read.

VOTING BY POLL

The Chairman informed the meeting that all resolutions tabled at the AGM shall be voted by poll, as required under the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The Chairman further informed the meeting that based on the information provided in the Notice dated 4 November 2022, the shareholders who wish to exercise their voting rights at the AGM may through submission of instrument of appointing a proxy(ies) to vote, or vote “live” at the AGM. Proxy forms lodged have been checked and found to be in order.

The “live” voting is opened for all resolutions after Resolution 1 is tabled and closed two minutes after Resolution 12 is tabled.

The Chairman informed the meeting that B.A.C.S. Private Limited was appointed as polling agent and Agile 8 Advisory Pte. Ltd. as the scrutineers for the poll of the AGM.

SUBMISSION OF QUESTIONS FOR THE AGM

The Chairman informed that based on the information provided in the Notice, the shareholders and investors may submit substantial and relevant textual questions related to the resolutions to be tabled for approval for the AGM in advance of, or “live” at the AGM. As at the cut-off date for submission of questions, i.e. 12 November 2022 at 2.30 p.m., the Company did not receive any questions relating to the resolutions to be tabled for approval at the AGM.

ORDINARY BUSINESS:

1. AUDITED FINANCIAL STATEMENTS AND DIRECTORS’ STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018 – RESOLUTION 1

The meeting proceeded to receive and consider the Directors’ Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2018 (“**FY2018**”) together with the Auditors’ Report thereon. The Chairman invited shareholders to raise any questions on the Audited Financial Statements or Directors’ Statement for FY2018.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 1 to be put to vote.

The voting results of the poll for Resolution 1 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That the Directors’ Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2018 together with the Auditors’ Report be and hereby received and adopted.”

2. AUDITED FINANCIAL STATEMENTS AND DIRECTORS' STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019 – RESOLUTION 2

Resolution 2 was to receive and consider the Directors' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2019 (“**FY2019**”) together with the Auditors' Report thereon. The Chairman invited shareholders to raise any questions on the Audited Financial Statements or Directors' Statement for FY2019.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 2 to be put to vote.

The voting results of the poll for Resolution 2 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That the Directors' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2019 together with the Auditors' Report be and hereby received and adopted.”

3. AUDITED FINANCIAL STATEMENTS AND DIRECTORS' STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 – RESOLUTION 3

The third item of the agenda was to receive and consider the Directors' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2020 (“**FY2020**”) together with the Auditors' Report thereon. The Chairman invited shareholders to raise any questions on the Audited Financial Statements or Directors' Statement for FY2020.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 3 to be put to vote.

The voting results of the poll for Resolution 3 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That the Directors' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2020 together with the Auditors' Report be and hereby received and adopted.”

4. DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023, TO BE PAID QUARTERLY IN ARREARS – RESOLUTION 4

The Board had recommended the payment of Directors' fees of S\$50,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 4 to be put to vote.

The voting results of the poll for Resolution 4 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

"That the payment of the Directors' fees of S\$50,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears be and is hereby approved."

5. RE-ELECTION OF MR. SIOW HUNG JUI AS A DIRECTOR – RESOLUTION 5

Mr. Siow Hung Jui ("**Mr. Siow**") who was retiring as a Director of the Company pursuant to Bye-Law 85(6) of the Company's Bye-Laws, had signified his consent to continue in office.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 5 to be put to vote.

The voting results of the poll for Resolution 5 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

"That Mr. Siow, who retired from office in accordance with Bye-Law 85(6) of the Company's Bye-Laws and being eligible, offered himself for re-election, be and is hereby re-elected as a Director of the Company.

Mr. Siow will, upon re-election as a Director of the Company, remain as the Chairman of the Audit Committee and a member of the Remuneration Committee and Nominating Committee will be considered independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST."

6. RE-ELECTION OF MS. LI XIAO MING AS A DIRECTOR – RESOLUTION 6

Ms. Li Xiao Ming (“**Ms. Li**”) who was retiring as a Director of the Company pursuant to Bye-Law 85(6) of the Company’s Bye-Laws, had signified her consent to continue in office.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 6 to be put to vote.

The voting results of the poll for Resolution 6 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That Ms. Li, who retired from office in accordance with Bye-Law 85(6) of the Company’s Bye-Laws and being eligible, offered herself for re-election, be and is hereby re-elected as a Director of the Company.

Ms. Li will, upon re-election as a Director of the Company, remain as the Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee will be considered independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.

7. RE-ELECTION OF MR. ZANG JIANJUN AS A DIRECTOR – RESOLUTION 7

Mr. Zang Jianjun (“**Mr. Zang**”) who was retiring as a Director of the Company pursuant to Bye-Law 86(1) of the Company’s Bye-Laws, had signified his consent to continue in office.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 7 to be put to vote.

The voting results of the poll for Resolution 7 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That Mr. Zang, who retired from office in accordance with Bye-law 86(1) of the Company’s Bye-Laws and being eligible, offered himself for re-election, be and is hereby re-elected as a Director of the Company.”

8. RE-ELECTION OF MR. TOH HOCK GHIM AS A DIRECTOR – RESOLUTION 8

Mr. Toh Hock Ghim (“**Mr. Toh**”) who was retiring as a Director of the Company pursuant to Bye-Law 86(1) of the Company’s Bye-Laws, had signified his consent to continue in office.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 8 to be put to vote.

The voting results of the poll for Resolution 8 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That Mr. Toh, who retired from office in accordance with Bye-law 86(1) of the Company’s Bye-Laws and being eligible, offered himself for re-election, be and is hereby re-elected as a Director of the Company.

Mr. Toh will, upon re-election as a Director of the Company, remain as the Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

9. MR. TOH’S CONTINUED APPOINTMENT AS AN INDEPENDENT DIRECTOR – RESOLUTION 9

Mr. Toh’s continued appointment as an Independent Director pursuant to Rule 210(5)(d)(iii) of the Listing Manual of SGX-ST, and such Resolution shall remain in force until the earliest of the following (i) retirement or resignation of Mr. Toh as a Director; or (ii) the conclusion of the third AGM of the Company following the passing of the Resolution.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 9 to be put to vote.

The voting results of the poll for Resolution 9 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That Mr. Toh’s continued appointment as an Independent Director be and is hereby approved.”

10. APPROVAL OF SHAREHOLDERS (EXCLUDING THE DIRECTORS AND THE CHIEF EXECUTIVE OFFICER (“CEO”) OF THE COMPANY, AND THEIR RESPECTIVE ASSOCIATES) FOR MR. TOH’S CONTINUED APPOINTMENT AS AN INDEPENDENT DIRECTOR – RESOLUTION 10

Shareholders, excluding the Directors and the Chief Executive Officer (“CEO”) of the Company, and their respective associates, to approve Mr. Toh’s continued appointment as an Independent Director in accordance with Rule 210(5)(d)(iii) of the Listing Manual of SGX-ST, and such Resolution shall remain in force until the earliest of the following (i) retirement or resignation of Mr. Toh; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 10 to be put to vote.

The voting results of the poll for Resolution 10 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	30,758,500	100%
Against the Resolution	0	0%

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

“That Mr. Toh’s continued appointment as an Independent Director be and is hereby approved with the approval of the shareholders, excluding the Directors and the CEO of the Company, and their respective associates.”

11. RE-APPOINTMENT OF RT LLP AS THE AUDITORS OF THE COMPANY – RESOLUTION 11

The meeting was informed that Resolution 11 on the agenda was to re-appoint RT LLP as Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 11 to be put to vote.

The voting results of the poll for Resolution 11 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That RT LLP, who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors until the conclusion of the next Annual General Meeting at a fee to be agreed between the Directors and RT LLP be approved.”

ANY OTHER ORDINARY BUSINESS

As there was no notice of any other ordinary business to be transacted at the meeting received by the Secretary, the meeting proceeded to deal with the special business outlined in the Notice convening the meeting.

SPECIAL BUSINESS:

12. AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO RULE 806 OF THE LISTING MANUAL OF THE SGX-ST – RESOLUTION 12

The Meeting was informed that Resolution 12 on the agenda was to authorise the Directors to allot and issue shares pursuant to Rule 806 of the Listing Manual of the SGX-ST.

There being no questions from the shareholders, the Chairman proposed the motion for Resolution 12 to be put to vote.

The voting results of the poll for Resolution 12 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	2,732,373,195	100%
Against the Resolution	0	0%

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

“That, pursuant to Rule 806 of the Listing Manual of SGX-ST, the Directors of the Company be and are hereby authorised and empowered to:

- (a) (i) issue shares in the capital of the Company (“**Shares**”) (whether by way of rights, bonus or otherwise); and/or
- (ii) make or grant offers, agreements or options that may 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 (collectively “**Instruments**”)
- (b) (notwithstanding that the authority conferred by paragraph (a) of this Resolution may have ceased to be in force) the Directors be authorised to issue Shares in

pursuance of any Instrument made or granted by the Directors while this Resolution was in force, at any time and from time to time upon such terms and conditions, whether for cash or otherwise, and for such purposes and to such persons as the Directors may think fit for the benefit of the Company, provided that:

- (i) the aggregate number of Shares to be issued pursuant to this Resolution (including shares to be issued pursuant to the Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued Shares excluding treasury shares and subsidiary holdings of the Company (as calculated in accordance with sub-paragraph (ii) below), of which aggregate number of Shares to be offered other than on a *pro rata* basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued Shares excluding treasury shares and subsidiary holdings of the Company (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such 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 (i) above, the percentage of the total number of issued Shares excluding treasury shares and subsidiary holdings shall be calculated based on the total number of issued Shares excluding treasury shares and subsidiary holdings of the Company at the time of the passing of this Resolution, after adjusting for:
 - (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from the exercise of 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
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) 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 the resolution approving the mandate.

- (iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Memorandum of Association and the Bye-Laws for the time being of the Company; and
- (iv) unless revoked or varied by the Company in general meeting, such authority shall continue to be in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.”

CONCLUSION

There being no other business, the Chairman declared the Annual General Meeting of the Company closed at 2.53 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

ZANG JIAN JUN
EXECUTIVE DIRECTOR AND EXECUTIVE CHAIRMAN