



P5 CAPITAL HOLDINGS LTD.
(Incorporated in the Republic of Singapore)
Company Registration No. 199806046G
(the “Company”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING HELD ON 29 SEPTEMBER 2020

DATE : 29 September 2020

PLACE : The Extraordinary General Meeting (“**EGM**” or the “**Meeting**”) of P5 Capital Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) was held by way of electronic means

TIME : 9:45 AM or soon thereafter following the conclusion of the Twenty-First Annual General Meeting.

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

CHAIRMAN AND WELCOME ADDRESS

Mr Lau Ping Sum Pearce (the “**Chairman**”) took the chair of the Meeting.

The Meeting was convened by way of “live” webcast and “live” audio-only means (via telephone), in accordance with the alternative meeting arrangements prescribed under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (“**Order**”). Shareholders who had pre-registered online, together with the Board of Directors of the Company, had attended the Meeting via webcast.

The Chairman welcomed the members to the EGM of the Company and introduced the Directors, namely Mr Lim Shao-Lin, Mr Roger Daeson Khoo Kim Peng, Mr Koh Beng Leong and Mr Lim Kok Chai (Lin Guocai).

QUORUM

As there was a quorum present, the Chairman called the Meeting to order.

NOTICE OF MEETING

Following the address, the Chairman informed shareholders that all pertinent information relating to the proposed resolutions in the Notice of this EGM dated 4 September 2020 (“**Notice**”), together with the circular dated on 4 September 2020 to shareholders in relation to the proposed diversification of the core business of the Group and the proposed adoption of the new constitution of the Company (“**Circular**”) had been circulated to all shareholders via SGXNET. The Notice convening the EGM was taken as read.

QUESTIONS FROM SHAREHOLDERS

The Chairman informed that shareholders have been given opportunity to ask questions relating to the resolutions to be tabled for approval at the EGM prior to the Meeting. The Company did not receive any questions from any shareholders.

P5 CAPITAL HOLDINGS LTD.

Minutes of Extraordinary General Meeting held on 29 September 2020

Page 2 of 3

POLL VOTING

The Chairman informed the Meeting that according to Rule 730A(2) of the Listing Manual Section B: Rules of the Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”)(the “**Catalist Rules**”), Regulation 70(i) of the Company’s Constitution and as stated in the Notice, the voting of all resolutions at the Meeting was by way of a poll in accordance with the Order, the SGX Catalist Rules and relevant regulatory guidelines. Shareholders could not attend the Meeting physically to vote. All votes were counted on the basis of the proxy forms submitted to the Company’s Share Registrar as at 9.45 a.m. on 27 September 2020.

The Chairman informed the Meeting that all the shareholders voting by proxy had appointed him as their proxy and accordingly, he would be voting in accordance with their instructions as stated in the proxy forms received by the Company.

Ardent Business Advisory Pte. Ltd. was appointed as scrutineer for the purposes of the poll. The scrutineer had checked and verified the validity of the proxy forms and votes received before the Meeting. The results of the poll for each resolution would be announced by the Chairman in this webcast.

ORDINARY RESOLUTION 1: TO APPROVE THE PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF THE GROUP TO INCLUDE THE ENERGY BUSINESS

The Chairman proposed the ordinary resolution to seek shareholders’ approval as set out in the Circular:

“That

- (a) approval be and is hereby given for the Group to diversify its existing business in the sale and distribution of lightings, high-end furniture, kitchen, decorative lighting and wardrobe systems and the supply of mid-range furniture and bespoke carpentry works to include the Energy Business which comprises renewable and sustainable energy and its related business and any other transactions and activities necessary or desirable in connection therewith;
- (b) the Company be and is hereby authorised to invest in, purchase, enter into joint ventures or otherwise, acquire or dispose of, from time to time, any such assets, investments and interest that is in line with the Energy Business, on such terms and conditions as the Directors of the Company deem fit, and such acts or things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and
- (c) the Directors and each of them be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), and to exercise such discretion in relation to the Proposed Diversification as they or each of them may deem fit, with such modifications thereto (if any) as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution.

The Chairman announced the results of the votes, which had been verified by the scrutineers as follows:

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 (%)
243,045,274	243,045,274	100.00	-	0.00

Based on the results, the Chairman declared Ordinary Resolution 1 carried.

SPECIAL RESOLUTION 2: THE PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

The Chairman proposed the special resolution to seek shareholders' approval as set out in the Circular:
"That

- (a) the regulations contained in the New Constitution submitted to this meeting, as set out in the Circular, be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) the Directors and each of them be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), and to exercise such discretion in relation to the Proposed Adoption of the New Constitution as they or each of them may deem fit, with such modifications thereto (if any) as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution.

The Chairman announced the results of the votes, which had been verified by the scrutineers as follows:

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 (%)
243,045,274	243,045,274	100.00	-	0.00

Based on the results, the Chairman declared Special Resolution 2 carried.

CONCLUSION

The Chairman informed that no notice was received in respect of any other business to transact and declared the Meeting closed at 10.00 a.m. and thanked everyone for attending the EGM via the live audio-visual webcast and live audio-only stream.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

LAU PING SUM PEARCE
CHAIRMAN OF THE MEETING