

AMPLEFIELD LIMITED
(Company Registration No. 198900188N)
(Incorporated in the Republic of Singapore)
(the “Company”)

MINUTES OF ANNUAL GENERAL MEETING (THE “AGM” OR “MEETING”)

DATE : Friday, 22 January 2021

TIME : 2.00 p.m.

PRESENT (Directors) :

Mr Yap Weng Yau	-	Executive Director
Mr Phan Chee Shong	-	Executive Director
Mr Woon Ooi Jin	-	Executive Director
Mr Albert Saychuan Cheok	-	Chairman, Independent
Mr Chong Teik Siang	-	Independent Director
Mr Teh Leong Kok	-	Independent Director
Prof Ling Chung Yee	-	Independent Director

1. QUORUM OF MEETING

Mr Albert Saychuan Cheok, Chairman of the Board, called the annual general meeting (“**AGM**” or the “**Meeting**”) to order at 2.00 p.m. after confirming that a quorum was present.

The Chairman introduced the Board members on the panel as well as the attendees representing the Auditors and Company Secretary who attended the meeting through webcast before proceeding with the AGM.

2. NOTICE OF AGM

The Chairman noted that the Notice of AGM dated 6 January 2021 had been uploaded onto SGXNET and the Company’s website for the requisite statutory period. As such, the Notice of AGM was taken as read.

3. MEETING PROCEEDINGS

The Chairman informed Shareholders that the Meeting will be carried out by way of electronic means and elaborated upon the changes to the proceedings and the voting arrangements. The Chairman highlighted that Rising Management Services Pte. Ltd. and Boardroom Corporate & Advisory Services Pte. Ltd. have been appointed as the Scrutineer and the polling agent for the Meeting respectively.

The Chairman informed the Meeting that Shareholders had been given the opportunity to ask questions prior to the Meeting, however, the Company had not received any questions from Shareholders in respect of the resolutions tabled at the Meeting.

The Chairman further noted that there would be no voting conducted during the Meeting and instead, Shareholders had previously submitted their votes by completing proxy forms to appoint the Chairman as proxy to vote on their behalf in respect of the resolutions tabled at the Meeting.

4. ORDINARY BUSINESS

ORDINARY RESOLUTION 1: DIRECTORS' STATEMENT, AUDITED FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2020

- 4.1 The Chairman proposed and tabled Ordinary Resolution 1 to be considered for approval:

"That the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2020 together with the Independent Auditor's Report thereon be and are hereby adopted."

The Ordinary Resolution 1 was put to the vote and the results of the poll on Ordinary Resolution 1 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 1:</u>	600,407,468	100	0	0

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

5. ORDINARY BUSINESS

ORDINARY RESOLUTION 2: RE-ELECTION OF YAP WENG YAU AS A DIRECTOR OF THE COMPANY

- 5.1 The Chairman proposed and tabled Ordinary Resolution 2 to be considered for approval:

"That Mr Yap Weng Yau retires from office in accordance with Regulation 117 of the Constitution of the Company, and being eligible, has offered himself for re-election, be and is hereby re-elected as a Director of the Company."

The Ordinary Resolution 2 was put to the vote and the results of the poll on Ordinary Resolution 2 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 2:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 2 carried.

6. ORDINARY BUSINESS

ORDINARY RESOLUTION 3: RE-ELECTION OF WOON OOI JIN AS A DIRECTOR OF THE COMPANY

- 6.1 The Chairman proposed and tabled Ordinary Resolution 3 to be considered for approval:

"That Mr Woon Ooi Jin retires from office in accordance with Regulation 117 of the Constitution of the Company, and being eligible, has offered himself for re-election, be and is hereby re-elected as a Director of the Company."

The Ordinary Resolution 3 was put to the vote and the results of the poll on Ordinary Resolution 3 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 3:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 3 carried.

7. ORDINARY BUSINESS
ORDINARY RESOLUTION 4: RE-ELECTION OF ALBERT SAYCHUAN CHEOK AS A DIRECTOR OF THE COMPANY

- 7.1 The Chairman proposed and tabled Ordinary Resolution 4 to be considered for approval:

“That Mr Albert Saychuan Cheok retires from office in accordance with Regulation 117 of the Constitution of the Company, and being eligible, has offered himself for re-election, be and is hereby re-elected as a Director of the Company, subject to the passing of Ordinary Resolution 7A and Ordinary Resolution 7B.”

The Ordinary Resolution 4 was put to the vote and the results of the poll on Ordinary Resolution 4 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 4:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 4 carried.

8. ORDINARY BUSINESS
ORDINARY RESOLUTION 5: APPROVAL OF DIRECTORS' FEES AMOUNTING TO S\$83,600 FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2020

- 8.1 The Chairman proposed and tabled Ordinary Resolution 5 to be considered for approval:

“That the Directors’ fees of S\$83,600 for the financial year ended 30 September 2020 be and is hereby approved.”

To demonstrate good corporate governance practices, all the Directors, who were also shareholders, had voluntarily abstained from voting on this resolution.

The Ordinary Resolution 5 was put to the vote and the results of the poll on Ordinary Resolution 5 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 5:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 5 carried.

9. ORDINARY BUSINESS

ORDINARY RESOLUTION 6: RE-APPOINTMENT OF LO HOCK LING & CO. AS AUDITORS OF THE COMPANY AND TO AUTHORISE DIRECTORS TO FIX THEIR REMUNERATION

- 9.1 The Chairman proposed and tabled Ordinary Resolution 6 to be considered for approval:

“That Lo Hock Ling & Co., who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors of the Company until the conclusion of the next AGM of the Company and that the Directors of the Company be and are hereby authorised to fix their remuneration.”

The Ordinary Resolution 6 was put to the vote and the results of the poll on Ordinary Resolution 6 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
Ordinary Resolution 6:	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 6 carried.

10. SPECIAL BUSINESS

ORDINARY RESOLUTION 7A – TIER 1: CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – MR ALBERT SAYCHUAN CHEOK

- 10.1 Chairman proposed and tabled Ordinary Resolution 7A – Tier 1 to be considered for approval:

“That subject to the passing of Ordinary Resolution 7B below, approval be and is hereby given for Mr Albert Saychuan Cheok who has served as Independent Non-Executive Director of the Company for an aggregate period of more than nine years from the date of his first appointment as director, to continue to act as an Independent Non-Executive Director of the Company.”

To demonstrate good corporate governance practices, Chairman had voluntarily abstained from voting on this resolution.

The Ordinary Resolution 7A – Tier 1 was put to the vote and the results of the poll on Ordinary Resolution 7A – Tier 1 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
Ordinary Resolution 7A – Tier 1:	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 7A – Tier 1 carried.

11. SPECIAL BUSINESS**ORDINARY RESOLUTION 7B – TIER 2: CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – MR ALBERT SAYCHUAN CHEOK**

- 11.1 Chairman informed shareholders that Dato Sri Yap Teiong Choon (“**Dato Yap**”), (who holds a direct interest of 23,155,739 Shares in the Company and is deemed interested in 543,723,385 Shares held by Olander Ltd (“**Olander**”)), is an associate of the Company’s Executive Director, Yap Weng Yau, has abstained and has procured his associate, namely Olander (who holds a direct interest of 543,723,385 Shares in the Company) to abstain from voting on Ordinary Resolution 7B – Tier 2 which relates to approval for Albert Saychuan Cheok to continue in office as Independent Director.

In addition, the Chairman (who holds a direct interest of 500,000 Shares in the Company) has abstained from voting on Ordinary Resolution 7B – Tier 2 which relates to the approval of himself to continue in office as Independent Director.

Chairman proposed and tabled Ordinary Resolution 7B – Tier 2 to be considered for approval:

“That subject to the passing of Ordinary Resolution 7A – Tier 1 above, approval be and is hereby given for Mr Albert Saychuan Cheok who has served as Independent Non-Executive Director of the Company for an aggregate period of more than nine years from the date of his first appointment as director, to continue to act as an Independent Non-Executive Director of the Company.”

The Ordinary Resolution 7B – Tier 2 was put to the vote and the results of the poll on Ordinary Resolution 7B – Tier 2 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 7B – Tier 2:</u>	33,528,344	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 7B – Tier 2 carried.

12. SPECIAL BUSINESS**ORDINARY RESOLUTION 8: AUTHORITY TO ALLOT AND ISSUE SHARES**

- 12.1 The Chairman proposed and tabled Ordinary Resolution 8 to be considered for approval in relation to the authority to allot and issue shares, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 8 was put to the vote and the results of the poll on Ordinary Resolution 8 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 8:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 8 carried.

13. SPECIAL BUSINESS**ORDINARY RESOLUTION 9: PROPOSED RENEWAL OF SHARE BUYBACK MANDATE**

- 13.1 The Chairman proposed and tabled Ordinary Resolution 9 to be considered for approval in relation to the approval for the proposed Renewal of Share Buyback Mandate, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 9 was put to the vote and the results of the poll on Ordinary Resolution 9 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 9:</u>	600,407,468	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 9 carried.

14. SPECIAL BUSINESS**ORDINARY RESOLUTION 10: PROPOSED RENEWAL OF THE SHAREHOLDERS' MANDATE FOR INTERESTED PERSON TRANSACTIONS**

- 14.1 The Chairman proposed and tabled Ordinary Resolution 10 to be considered for approval in relation to the approval for the proposed renewal of the Shareholders' Mandate for Interested Person Transactions mandate, the full text of which was as set out in the Notice of AGM.

The Chairman informed Shareholders that Dato Yap (who holds 23,155,739 Shares directly in the Company as well as deemed interested in 543,723,385 Shares held by Olander) has abstained and has procured his Associate, namely Olander (which holds 543,723,385 Shares in the Company) to abstain from voting on Ordinary Resolution 10 relating to the renewal of the Shareholders' mandate for interested person transactions in respect of all their Shares in the Company.

The Ordinary Resolution 10 was put to the vote and the results of the poll on Ordinary Resolution 10 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 10:</u>	33,528,344	100	0	0

Based on the results of the poll, Chairman declared Ordinary Resolution 10 carried.

AMPLEFIELD LIMITED

Minutes of Annual General Meeting held on 22 January 2021

14. CONCLUSION OF MEETING

14.1 There being no other business, the Meeting concluded at 2.25 p.m.

**CONFIRMED AS TRUE AND CORRECT RECORD
OF THE MEETING PROCEEDINGS**

**ALBERT SAYCHUAN CHEOK
CHAIRMAN OF THE MEETING**

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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