

**PHARMESIS INTERNATIONAL LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration No.: 200309641E)  
(the “Company”)

Minutes of the 18th Annual General Meeting (“AGM”) of the Company held on Friday, 29 April 2022 at 11.00 a.m. by electronic means.

**PRESENT**

Director : Mr. Chew Heng Ching (Non-Executive and Independent Chairman)

In Attendance : Mr. Liang Chan Hoe (Financial Controller)

**BY LIVE WEBCAST**

Directors : Mr. Wu Xuedan (Chief Executive Officer and Executive Director)  
Mr. Chay Kwok Kee (Independent Non-Executive Director)  
Mr. Qi Jie (Chief Operating Officer and Executive Director)  
Ms. Chung Chia Jung (Non-Independent Non-Executive Director)

Representative of Company Secretary : Ms. Sheryn Tan

Share Registrar : Ms. Lim Hongli (InCorp Corporate Services Pte Ltd)

Scrutineer : Ms. Khoo Yi Ning, Agile 8 Advisory Pte Ltd

Shareholders : Attendance by live webcast

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**CHAIRMAN**

On behalf of the Board of Directors, Mr. Chew Heng Ching, the Chairman of Pharmesis International Ltd. welcomed all shareholders who had pre-registered for the live audio-visual webcast for observation of the AGM proceedings and attended the AGM by electronic means.

The Chairman informed that the AGM was conducted and held by way of electronic means through a live audio-visual webcast pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

The Chairman then introduced his fellow Directors and the Financial Controller, Audit Partner from Ernst & Young LLP, Representative of Company Secretary, InCorp Corporate Services Pte Ltd, the share registrar and Agile 8 Advisory Pte Ltd, the Scrutineer to the shareholders.

**QUORUM**

The representative of the Company Secretary confirmed that a quorum was present. The Chairman called the meeting to order.

## **NOTICE**

The Notice convening the AGM was taken as read.

## **POLL VOTING PROCEDURES**

The Chairman informed that all resolutions that were put to vote at the meeting will be decided by vote. All proxy forms which were received by the Share Registrar by the cut-off time had been verified to be in order by the Scrutineer.

The Chairman of the Meeting, having been appointed as proxy by shareholders, voted in accordance with the instructions of the shareholders.

## **ORDINARY BUSINESS**

### **RESOLUTION 1 - STATEMENT BY DIRECTORS AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 TOGETHER WITH THE AUDITORS' REPORT**

The Meeting proceeded to receive and adopt the Statement by Directors and Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors' Report thereon.

The Chairman announced the result of the votes as follows:

<b>Resolution 1:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 1 was carried.

### **RESOLUTION 2 - RE-ELECTION OF MS. CHUNG CHIA-JUNG AS A DIRECTOR**

Resolution 2 was to re-elect Ms. Chung Chia-Jung ("Ms. Chung") as a Director of the Company. In accordance with Article 91 of the Constitution of the Company, Ms. Chung was subject to retirement from office at the meeting and being eligible, had offered herself for re-election.

Ms. Chung would, upon re-election as a Director of the Company, remain as a member of the Audit Committee of the Company.

The Chairman announced the result of the votes as follows:

<b>Resolution 2:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 2 was carried.

**RESOLUTION 3 - RE-ELECTION OF MR. CHAY KWOK KEE AS A DIRECTOR**

Resolution 3 was to re-elect Mr. Chay Kwok Kee (“Mr. Chay”) as a Director of the Company. In accordance with Article 91 of the Constitution of the Company, Mr. Chay was subject to retirement from office at the meeting and being eligible, had offered himself for re-election.

Mr Chay would, upon re-election as a Director of the Company, remain as the member of Audit, Nominating and Remuneration Committees.

The Chairman announced the result of the votes as follows:

<b>Resolution 3:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 3 was carried.

**RESOLUTION 4 - DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022**

The Directors had recommended the payment of Directors’ Fees of S\$138,000.00 for the financial year ending 31 December 2022 to be paid quarterly in advance.

The Chairman announced the result of the votes as follows:

<b>Resolution 4:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 4 was carried.

**RESOLUTION 5 - RE-APPOINTMENT OF AUDITORS**

Messrs Ernst & Young LLP had expressed their willingness to accept re-appointment as Auditors of the Company.

The Chairman announced the result of the votes as follows:

<b>Resolution 5:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 5 was carried.

**SPECIAL BUSINESS**

**RESOLUTION 6 - AUTHORITY TO ISSUE SHARES**

Resolution 6 was to seek shareholders’ approval for granting authority to the Directors to allot and issue shares in the capital of the Company pursuant to the provisions of Section 161 of the Companies Act 1967 and Rule 806(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

The full text of the resolution was set out in the Notice of AGM dated 8 April 2022.

The Chairman announced the result of the votes as follows:

<b>Resolution 6:</b>	<b>FOR</b>	<b>AGAINST</b>	<b>TOTAL</b>
<b>Vote</b>	<b>12,285,000</b>	<b>0</b>	<b>12,285,000</b>
<b>Percentage</b>	<b>100.00%</b>	<b>0.00%</b>	<b>100.00%</b>

Based on the result, the Chairman declared that the ordinary resolution 6 was carried.

### **CONCLUSION**

There being no other business to be transacted, the Chairman declared the Meeting closed at 11.09 a.m. He thanked all who attended the Meeting via the live audio-visual webcast.

SIGNED AS TRUE RECORD OF PROCEEDINGS

MR CHEW HENG CHING  
CHAIRMAN