

**MEDINEX LIMITED**  
(the “Company”)  
(Company Registration No.: 200900689W)  
(Incorporated in the Republic of Singapore)  
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Minutes of the Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of the Company held by way of electronic means pursuant to the Covid-19 (Temporary Measures) (Alternative Arrangements for Meetings) Order 2020 on Friday, 30 September 2022 at 2.00 p.m.

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**PRESENT**

**MEMBERS**

As per Attendance Sheet

**DIRECTORS**

|   |   |  |
|---|---|--|
| Mr. Tan Lee Meng                        | - | Non-executive Chairman                         |
| Ms. Jessie Low Mui Choo                 | - | Executive Director and Chief Executive Officer |
| Mr. Lim Tai Toon                        | - | Lead Independent Non-executive Director        |
| Mr. Venkata Subramanian s/o Sreenivasan | - | Independent Non-executive Director             |
| Mr. Ye Binlin                           | - | Independent Non-executive Director             |

**IN ATTENDANCE**

As per Attendance Sheet

**WELCOME AND INTRODUCTION**

The Chairman, Mr. Tan Lee Meng welcomed the members to the EGM.

The Chairman acknowledged that members who were participating via live audio-visual webcast or live audio-only feed and whose identities have been verified by the share registrar of the Company would be taken as electronically present and counted for quorum of the Meeting purpose.

The Chairman introduced the Directors of the Company and those who were in attendance for the EGM via live webcast as follows:

- Ms. Jessie Low Mui Choo, the Executive Director and Chief Executive Officer
- Mr. Lim Tai Toon, the Lead Independent Non-executive Director, chairman of the Audit Committee (“**AC**”) and member of the Nominating Committee (“**NC**”) and Remuneration Committee (“**RC**”)
- Mr. Venkata Subramanian s/o Sreenivasan, the Independent Non-executive Director, chairman of the NC and member of the AC and RC

- Mr. Ye Binlin, the Independent Non-executive Director and chairman of the RC and member of the AC and NC
- Mr. Liew Wei Chun, the Chief Financial Officer
- Ms. Lin Moi Heyang, the Company Secretary
- Ms. Amanda Low, the Sponsor from Novus Corporate Finance Pte. Ltd.

## **QUESTIONS AND ANSWERS**

The Chairman informed the members that there were no questions received from any shareholders of the Company which the Company would need to answer before or at this meeting.

## **QUORUM**

There being a quorum present, the Chairman of the Board declared the meeting open.

## **NOTICE OF MEETING**

The notice convening the meeting, having been published on SGXNET and the Company's website within the requisite period, was taken as read.

## **VOTING BY WAY OF POLL**

The Chairman informed that in accordance with the Guidance on Conduct of Meeting issued by SGX, he had been appointed as proxy by certain shareholders and he had voted according to their specific instructions by way of poll.

The Chairman further informed that Entrust Advisory Pte. Ltd. has been appointed as the independent scrutineer for the polling process and all proxy forms received had been verified by Entrust Advisory Pte. Ltd.. The results of the polls would be announced once the proposed resolutions have been formally tabled.

## **ORDINARY BUSINESSSES**

The Chairman proceeded to put the proposed resolution at the meeting and announced the results of the polls as follows:-

## **RESOLUTION – THE PROPOSED ADOPTION OF THE SHARE BUY-BACK MANDATE**

“That:

(a) for the purposes of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) and the Companies Act 1967 (the “**Companies Act**”), the Directors of the Company be and are hereby authorised to exercise all the powers of the Company to purchase or acquire its issued and fully paid-up shares not exceeding in aggregate the Maximum Limit (as defined below), at such price(s) as may be determined by the Directors or a committee of Directors that may be constituted for the purposes of effecting purchases or acquisitions of shares by the Company from time to time up to the Maximum Price (as defined below), whether by way of:

- (i) a market purchase (“**Market Purchase**”), transacted on the SGX-ST through the SGX-ST’s trading system or, as the case may be, on another stock exchange on which the Shares may be listed and quoted, through one or more duly licensed stock brokers appointed by the Company for the purpose; and/or
- (ii) an off-market purchase (“**Off-Market Purchase**”) in accordance with an equal access scheme as defined in Section 76C of the Companies Act and which will satisfy all the conditions prescribed by the Companies Act and the Catalist Rules,

(the “**Share Buy-Back Mandate**”);

(b) unless varied or revoked by the Shareholders in a general meeting, purchases or acquisitions of shares pursuant to the Share Buy-Back Mandate may be made, at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earlier of:

- (i) the date on which the next annual general meeting (“**AGM**”) of the Company is held or required by law to be held;
- (ii) the date on which the purchases or acquisitions of shares by the Company pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or
- (iii) the date on which the authority conferred by the Share Buy-Back Mandate is revoked or varied by the Shareholders in a general meeting,

(the “**Relevant Period**”);

(c) in this Resolution:

“**Maximum Limit**” means that number of shares of the Company representing not more than ten per cent (10%) of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company with the applicable provisions of the Companies Act at any time during the

Relevant Period, in which event the total number of issued Shares shall be taken to be the total number of issued shares of the Company as altered (excluding any treasury shares that may be held by the Company from time to time and subsidiary holdings);

“**Maximum Price**”, in relation to a share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed:

- (i) in the case of a Market Purchase, five per cent (5%) above the average of the closing market prices of the Shares over the last five (5) Market Days on which transactions in the Shares were recorded before the day of the Market Purchase by the Company, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-day period and the day on which the purchases are made; and
- (ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, 20% above the average of the closing market prices of the Shares over the last five (5) Market Days on which transactions in the Shares were recorded before the day on which the Company announces its intention to make an offer by way of an Off-Market Purchase, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-day period and the day on which the purchases are made;

“**Market Day**” means a day on which the SGX-ST is open for trading in securities; and

- (d) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.”

The verified results of the vote were:

|                      |   |                                     |
|----------------------|---|-------------------------------------|
| No. of votes for     | : | 84,848,960 shares representing 100% |
| No. of votes against | : | 0 shares representing 0%            |
| Total votes cast     | : | 84,848,960                          |

The Chairman declared Ordinary Resolution carried.

There being no other business, the meeting concluded at 2.05 p.m. with a vote of thanks to the Chairman.

Signed as a correct record of the proceedings,

Tan Lee Meng  
Chairman of the Board