

RICH CAPITAL HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 199801660M)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING HELD ON 10 JULY 2020

PLACE	: Held by way of electronic means
DATE	: 10 July 2020
TIME	: 11.00 a.m.
IN ATTENDANCE	: Mr Chang Chi Hsung – Independent Non-Executive Director Mr Giang Sovann – Interim Chairman and Independent Non-Executive Director* Mr James Kho Chung Wah – Independent Non-Executive Director*
PRESENT	: Company Secretary from Tricor Barbinder Share Registration Services* Share Registrar from Tricor Barbinder Share Registration Services* Scrutineer from TMF Singapore H Pte. Ltd.* Solicitors for the Company from Solitaire LLP* Solicitors for the Requisitioning Shareholders from Rajah & Tann Singapore LLP*
CHAIRMAN OF THE MEETING	: Mr Chang Chi Hsung

* Remote attendance

CHAIRMAN OF THE MEETING

Mr Chang Chi Hsung, an Independent Non-Executive Director, welcomed the shareholders and all those present at the Company's Extraordinary General Meeting, which has been called pursuant to an exercise of rights by certain members of the Company, under Section 177 of the Companies Act ("EGM" or "Meeting").

QUORUM

There being a quorum, the Chairman of the Meeting declared the Meeting opened at 11.00 a.m.

NOTICE

The Chairman of the Meeting took the Notice of Extraordinary General Meeting ("**Notice of EGM**") dated 25 June 2020 as read.

SPECIAL NOTE ON CONDUCT OF MEETING

Pursuant to the COVID-19 (Temporary Measures) Act 2020 and the related order on the conduct of alternative arrangements for general meetings, all shareholders were not permitted to attend the Meeting physically, and all votes on the resolution tabled at this EGM were by proxy and only the Chairman of the Meeting was appointed as a proxy. The Chairman informed that, in his capacity as Chairman of the Meeting, he was appointed as a proxy by shareholders and would be voting in accordance with their instructions.

In adhering to the various advisories and guidance issued by the authorities amid the COVID-19 outbreak, the Meeting was conducted via live webcast. Shareholders who pre-registered successfully for the meeting watched or listened to the proceedings via the “live” audio-visual webcast or the “live” audio-only stream.

The Chairman exercised his right as Chairman of the Meeting in the Company's Constitution and demanded for all resolutions tabled at the Meeting to be voted by way of poll as required by the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalyst.

VOTING BY WAY OF A POLL

It was noted that TMF Singapore H Pte. Ltd. was appointed as Scrutineer. The Scrutineer had checked the validity of the proxy forms submitted by the shareholders by 11.00 a.m. on 8 July 2020 and the votes of all such valid proxies were counted and verified.

QUESTIONS AND ANSWERS

There were two questions received from one of the shareholders by the stipulated deadline provided in the Notice of EGM dated 25 June 2020, as follows:

1. What is the status of the independent review requested by the SGX.
2. What is the reason for the continued suspension of trading in the company's shares and is there a plan for the resumption of trading.

The shareholders were informed that the Company will be addressing the two questions by way of a response announcement on SGXNET in due course, and the Company will do so as and when there are material developments on these issues.

ORDINARY RESOLUTION 1 - THAT OH SIYANG BE APPOINTED AS DIRECTOR OF THE COMPANY WITH EFFECT FROM THE DATE OF THE EGM.

Based on the proxies received, the voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For Resolution	4,546,725,300	100
Against the Resolution	-	-
Total number of valid votes cast	4,546,725,300	100

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

ORDINARY RESOLUTION 2 - THAT THE COMPANY AND/OR ITS SUBSIDIARIES, RICH BATAM PTE LTD AND OXLEY BATAM PTE LTD, SHALL NOT DO ANYTHING THAT WILL RESULT IN PT OXLEY KARYA INDO BATAM ENTERING INTO ANY TERMS OF SETTLEMENT OR REFUNDING ANY SALES PROCEEDS WHATSOEVER TO ANY PERSONS (INCLUDING THE BUYERS OF THE UNITS IN THE PROJECT AT THE OXLEY CONVENTION CITY, BATAM) WITHOUT THE PRIOR APPROVAL OF SHAREHOLDERS AT AN EXTRAORDINARY GENERAL MEETING TO BE CONVENED.

Based on the proxies received, the voting results of the poll were as follows:

	Number of Shares	Percentage (%)
For Resolution	4,546,725,300	100
Against the Resolution	-	-
Total number of valid votes cast	4,546,725,300	100

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

CONCLUSION

The Chairman of the Meeting declared the EGM of the Company closed at 11.03 a.m.

Confirmed as a correct record of the proceedings of Meeting

Mr Chang Chi Hsung
Chairman of the Meeting