

**MATEX INTERNATIONAL LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No.: 198904222M)  
(the “**Company**”)

**MINUTES OF ANNUAL GENERAL MEETING**

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<b>Mode of Meeting</b>	:	By way of electronic means (Live Webcast)
<b>Date</b>	:	Friday, 29 April 2022
<b>Time</b>	:	11.00 a.m.
<b>Present</b>	:	As set out in the attendance records maintained by the Company.
<b>In Attendance</b>	:	As set out in the attendance records maintained by the Company.
<b>Polling Agent</b>	:	In.Corp Corporate Services Pte. Ltd.
<b>Scrutineer</b>	:	Corporate BackOffice Pte. Ltd.
<b>Chairman</b>	:	Dr John Chen Seow Phun (“ <b>Dr John Chen</b> ”)

#### **CHAIRMAN**

On behalf of the Board of Directors (the “**Board**”), Dr John Chen, the Non-Executive and Independent Chairman of Matex International Limited welcomed shareholders for participating the Annual General Meeting (the “**Meeting**”) or (“**AGM**”) of the Company via live audio-visual webcast or “live” audio-only stream.

The Chairman informed the Shareholders that he was appointed as Chairman of the Meeting; and in view of the COVID-19 restriction orders in Singapore, the Company was unable to hold a physical AGM for the financial year ended 31 December 2021 (“**FY2021**”). Hence, the AGM was held by way of electronic means to enable the shareholders to participate in the proceedings via “live” audio-visual webcast or “live” audio-only stream.

#### **QUORUM**

The Chairman called the Meeting to order, after ascertaining that a quorum was present.

The Chairman then introduced his fellow Directors, Chief Financial Officer, Joint Company Secretary and Auditors, who joined the AGM via webcast to the shareholders.

#### **NOTICE**

The Chairman informed shareholders that all pertinent information relating to the proposed resolutions in the AGM was set out in the Notice of this AGM dated 14 April 2022 which, together with the Annual Report for the financial year ended FY2021, were circulated to shareholders via SGXNET. The Notice convening the AGM was taken as read.

#### **POLL VOTING PROCEDURES**

The Chairman informed shareholders that as stated in the Notice of AGM, shareholders had been advised to submit their votes by completing the proxy form to appoint the Chairman of the Meeting as proxy. All resolutions put forth in this AGM were voted by way of poll and all the resolutions were deemed to have been duly proposed and seconded.

## MATEX INTERNATIONAL LIMITED

Minutes of the 32nd Annual General Meeting held via Live Webcast on 29 April 2022

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The Chairman further informed that the Company had appointed Corporate BackOffice Pte. Ltd. as Scrutineer and In.Corp Corporate Services Pte. Ltd. as polling agent. The Scrutineer had checked that the validity of the proxy forms received are in order and verified the voting results.

### QUESTIONS FROM SHAREHOLDERS

The Chairman highlighted that as mentioned in the Notice of this AGM dated 14 April 2022, shareholders will not be able to ask questions at the live webcast AGM but they may submit questions prior to the AGM before the submission deadline on 22 April 2022. However, the Company did not receive any questions before the submission deadline.

### ORDINARY BUSINESS

#### **RESOLUTION 1 - STATEMENTS 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 consider the Statement by Directors and Audited Financial Statements of the Company for FY2021 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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That the Directors' Statement and the Audited Financial Statements of the Company and the Group for the FY2021 together with the Auditors' Report be and are hereby received and adopted."

#### **RESOLUTION 2 - RE-ELECTION OF DR ALEX TAN PANG KEE AS A DIRECTOR**

Resolution 2 was to re-elect Dr Alex Tan Pang Kee ("**Dr. Tan**") as a Director of the Company. In accordance with Rule 720(4) of the Catalist Rules of SGX-ST, Dr. Tan would retire from office at the Meeting and being eligible, had offered himself for re-election.

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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That Dr. Alex Tan Pang Kee be and is hereby re-elected as a Director of the Company."

Dr. Tan, who was re-elected as a Director of the Company, would remain as the Chief Executive Officer and Managing Director.

**RESOLUTION 3 - RE-ELECTION OF MR. WANG DAOFU AS A DIRECTOR**

Resolution 3 was to re-elect Mr. Wang Daofu (“**Mr. Wang**”) as a Director of the Company. In accordance with Article 89 of the Company’s Constitution, Mr. Wang would retire from office at the Meeting and being eligible, had offered himself for re-election.

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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

“That Mr. Wang Daofu be and is hereby re-elected as a Director of the Company.”

Mr. Wang, who was re-elected as a Director of the Company, would remain as the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nominating Committee and would be considered independent pursuant to Rule 704(6) of the Catalist Rules

**RESOLUTION 4 – APPROVAL OF DIRECTORS’ FEES OF UP TO S\$117,600 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022**

The Board had recommended the payment of Directors’ Fees of up to S\$117,600.00 to Non-Executive and Independent Directors, for the financial year ending 31 December 2022 to be paid quarterly in arrears.

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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

“That the payment of the Directors’ fees of up to S\$117,600.00 to Non-Executive and Independent Directors for the financial year ending 31 December 2022 to be paid quarterly in arrears be approved.”

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

The Chairman had informed the Meeting that the retiring auditors, Messrs Moore Stephens LLP, had expressed their willingness to continue in office.

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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

“That Messrs Moore Stephens LLP, who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors until the conclusion of the next AGM at a fee to be agreed between the Directors and Messrs Moore Stephens LLP be approved.”

**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 the Listing Manual of SGX-ST.

The full text of the resolution was set out in the Notice of AGM dated 14 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>89,911,030</b>	<b>15,000</b>	<b>89,926,030</b>
<b>Percentage</b>	<b>99.98%</b>	<b>0.02%</b>	<b>100.00%</b>

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorised and empowered to:

- (a) (i) allot and issue shares in the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares,
- at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and
- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares pursuant to any Instruments made or granted by the Directors of the Company while this Resolution was in force,

(the "**Share Issue Mandate**")

provided that:

- (1) the aggregate number of Shares (including Shares to be issued pursuant to the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below),
- (2) of which the aggregate number of Shares to be issued (including Shares to be issued pursuant to the Instruments) other than on a pro-rata basis to existing shareholders of the Company shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below); (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares and that may be issued under sub-paragraph (1) above, the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
- (a) new shares arising from the conversion or exercise of any convertible securities;

**MATEX INTERNATIONAL LIMITED**

*Minutes of the 32nd Annual General Meeting held via Live Webcast on 29 April 2022*

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- (b) new shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution provided the options or awards were granted in compliance with the Catalist Rules; and
- (c) any subsequent bonus issue, consolidation or subdivision of Shares.

Adjustments in accordance with 6(2)(a) or 6(2)(b) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of the Share Issue Mandate;

- (3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, the Share Issue Mandate shall continue in force (i) until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law and the Catalist Rules to be held, whichever is earlier or (ii) in the case of Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such Shares in accordance with the terms of the Instruments.”

**CONCLUSION**

There being no other business to transact in the AGM, the Chairman declared the AGM closed at 11.15 a.m. and thanked everyone for their attendance.

**SIGNED AS TRUE RECORD OF PROCEEDINGS**

**DR JOHN CHEN SEOW PHUN**

**CHAIRMAN**