

**WINAS LIMITED**  
(Company Registration No. 200206542H)  
(Incorporated in Singapore)  
(the “**Company**”)

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

**PLACE** : By way of electronic means (Live Webcast)

**DATE** : Monday, 15 June 2020

**TIME** : 10.40 a.m.

**CHAIRMAN** : Mr Sim Yong Teng

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**QUORUM**

As a quorum was present, Mr Sim Yong Teng, the Chairman of the meeting (the “**Chairman**”) called the Extraordinary General Meeting (the “**EGM**”) to order at 10.40 a.m. immediately after the conclusion of the Annual General Meeting (“**AGM**”).

**INTRODUCTION**

The Chairman welcomed all Shareholders to the EGM and proceeded to introduce the members of the Board, all of whom were present. The attendance by the Company Secretary and Auditors at the EGM was also noted.

**RESOLUTIONS BY POLL**

The Chairman informed the shareholders that all resolutions put forth in this EGM were voted by way of poll and all the resolutions were deemed to have been duly proposed and seconded. The Chairman further informed the shareholders that RHT Governance Risk and Compliance (Singapore) Pte. Ltd. had been appointed as scrutineers and Azeus Systems Limited has been appointed as the live webcast provider for the EGM. All the proxy forms lodged have been checked, counted and verified by the polling agent and scrutineers and found to be in order.

**NOTICE**

The Chairman informed the meeting that all pertinent information relating to the proposed resolution in the EGM was set out in the Notice of this EGM dated 22 May 2020 together with the Annual Report for the financial year ended 31 December 2019 (“**FY2019**”) were circulated to the shareholders. The notice convening the EGM was taken as read.

**QUESTIONS FROM SHAREHOLDERS**

The Chairman informed that the Company had responded to the questions received from the shareholders through an announcement published on the SGXNet on 14 June 2020. The Chairman further confirmed that there were no further questions received from the shareholders after the deadline for submission of questions.

**SPECIAL RESOLUTION 1:**

**APPROVAL OF THE PROPOSED MEMBERS’ VOLUNTARY LIQUIDATION AND THE APPOINTMENT OF THE LIQUIDATORS**

The EGM proceeded to approve the proposed members' voluntary liquidation and appointment of liquidators.

The Chairman announced the voting result of the poll was as follows:

	Total Votes	Percentage of Total Votes (%)
For the Resolution	202,311,834	100.00
Against the Resolution	-	-

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

**THAT** approval be and is hereby given to the Company for the following actions:

- (a) the Company be wound up by way of a members' voluntary liquidation (the "**Members' Voluntary Liquidation**") pursuant to Section 290(1)(b) of the Companies Act (Chapter 50 of Singapore) (the "**Companies Act**");
- (b) Mr Thio Khiaw Ping Kelvin and Ms Chan Li Shan be and are hereby appointed as the liquidators of the Company (the "**Liquidators**"), jointly and severally, for the purposes of the Members' Voluntary Liquidation, such appointment to be effective forthwith following the passing of this Resolution;
- (c) the Liquidators be and are hereby authorised under Section 305(1)(a) of the Companies Act, to, jointly and severally, exercise any of the powers provided by Sections 272(1)(b), (c), (d) and (e) of the Companies Act;
- (d) the Liquidators be and are hereby authorised to, jointly and severally, distribute and divide amongst the members of the Company in cash or in specie the surplus assets of the Company as the Liquidators may determine; and
- (e) any of the Liquidators and the Directors be authorised to take such steps, make such arrangements, do all such acts and things and exercise such discretion in connection with, relating to or arising from the matters contemplated herein, as they may from time to time consider fit, necessary, desirable or expedient to give effect to such matters and this Resolution.

## ORDINARY RESOLUTION 1:

### APPROVAL OF LIQUIDATORS' REMUNERATION

The Chairman proceed to the next item on the Agenda and to seek shareholders' approval for the Liquidators' remuneration which is subject to and contingent upon the passing of the Resolution 1 above.

The Chairman announced the voting result of the poll was as follows:

	Total Votes	Percentage of Total Votes (%)
For the Resolution	202,311,834	100.00
Against the Resolution	-	-

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

**THAT** subject to and contingent upon the passing of Special Resolution 1 above:

- (a) approval be and is hereby given for the remuneration of the Liquidators (estimated to be approximately S\$12,000 (exclusive of GST and disbursements)), subject to the terms and conditions as stated in the letter of engagement, dated 18 March 2020, and that the said remuneration and disbursements incurred be and are hereby paid out of the assets of the Company; and
- (b) the Liquidators be and are hereby authorised to destroy the books, accounts and documents of the Company and of the Liquidators after expiration of five years from the date of dissolution of the Company pursuant to Section 320(3)(b) of the Companies Act.

**CONCLUSION**

There being no other business, the Chairman closed the EGM of the Company at 10.50 a.m. and thanked everyone for their attendance.

Certified as a true record of minutes:

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Sim Yong Teng  
Chairman