

MEDINEX LIMITED
(the “Company”)
(Company Registration No.: 200900689W)
(Incorporated in the Republic of Singapore)

Minutes of the Annual General Meeting (“AGM” or “Meeting”) of the Company held by way of electronics means on Tuesday, 25 August 2020 at 2.00 p.m.

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. Wee Yiap Fook San	- Independent Non-executive Director
Mr. Suresh Kumar	- Independent Non-executive Director

IN ATTENDANCE

As per Attendance Sheet

WELCOME AND INTRODUCTION

The Chairman, Mr. Tan Lee Meng welcomed the members to the AGM. The Chairman informed that due to the COVID-19 situation, the AGM was held via electronic means 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 which was gazetted on 13 April 2020.

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 following fellow Directors of the Company and those who were in attendance for the AGM via live webcast:-

- 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. Wee Yiap Fook San, the Independent Non-executive Director, chairman of the RC and member of the AC and NC

- Mr. Suresh Kumar, the Independent Non-executive Director and chairman of the NC and member of the AC and RC
- Ms. Low Siam Kiang, the Financial Controller of the Group
- Ms. Valerie Low, the Business Development Director
- Mr. Lee Kim Hung, the Chief Operating Officer
- Mr. Chai Yee Hoi, the Managing Director
- Ms. Lin Moi Heyang, the Company Secretary
- Mr. Peter Leong, the Auditors from BDO LLP

(Post meeting notes: The Company would like to record that representatives from the Company's sponsor, Novus Corporate Finance Pte. Ltd., had also attended the AGM via live webcast.)

RETIREMENT OF MR. SURESH KUMAR

The Chairman informed the members present that Mr. Suresh Kumar would retire, without seeking for election, as a Director of the Company at the conclusion of the meeting.

Concurrent with his cessation as a Director of the Company, Mr. Suresh Kumar would relinquish his role as the chairman of the NC and a member of the AC and RC of the Company.

The Board placed on record its appreciation to Mr. Suresh Kumar for his valuable contribution to the Group during his tenure of office as a Director of the Company.

QUESTIONS AND ANSWERS

The Chairman informed the members that all substantive questions have been answered by the Company and published on SGXNet and the Company's website on 24 August 2020.

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 some 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.

AUDITED FINANCIAL STATEMENTS

The Chairman tabled the directors' statement, audited financial statements of the Group for the financial period from 1 January 2019 to 31 March 2020 to the members.

ORDINARY BUSINESSES

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

RESOLUTION 1 – DIRECTORS' FEES

“That the payment of Directors' Fees of S\$97,918.00 for the financial period from 1 January 2019 to 31 March 2020 be approved.”

The verified results of the vote were:

No. of votes for	:	60,697,800 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	60,697,800

The Chairman declared Ordinary Resolution 1 carried.

RESOLUTION 2 – RE-ELECTION OF MS. JESSIE LOW MUI CHOO

“That Ms. Jessie Low Mui Choo, who retires pursuant to Regulation 98 of the Company's Constitution, be re-elected as a Director of the Company.”

The verified results of the vote were:

No. of votes for	:	71,967,240 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	71,967,240

The Chairman declared Ordinary Resolution 2 carried.

RESOLUTION 3 - RE-APPOINTMENT OF AUDITORS

“That Messrs. BDO LLP, be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

The verified results of the vote were:

No. of votes for	:	99,656,580 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	99,656,580

The Chairman declared Ordinary Resolution 3 carried.

SPECIAL BUSINESSES

RESOLUTION 4 – AUTHORITY TO ALLOT AND ISSUE SHARES

- (a) “That, pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore (the “Act”), and Rule 806 of the Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalist (“Catalist Rules”), authority be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors of the Company may in their absolute discretion deem fit, to:
 - (i) allot and issue shares in the capital of the Company whether by way of rights, bonus or otherwise;
 - (ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, “Instruments”) including but not limited to the creation and issue of options, warrants, debentures or other instruments convertible into shares;
 - (iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and
- (b) (notwithstanding the authority conferred by the Shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always that:
 - (1) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed one hundred percent (100%) of the total number of issued shares excluding treasury shares and subsidiary

holdings of the Company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) to be issued other than on a pro rata basis to Shareholders of the Company does not exceed fifty percent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, and (subject to such manner of calculation as may be prescribed by the SGX-ST for the purpose of determining the aggregate number of shares that may be issued under this paragraph) for the purpose of this resolution, the issued share capital shall be the Company's total number of issued shares excluding treasury shares and subsidiary holdings at the time this resolution is passed, after adjusting for:

- (i) new shares arising from the conversion or exercise of convertible securities, or
 - (ii) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules, and
 - (iii) any subsequent bonus issue, consolidation or subdivision of the Company's shares;
- (2) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Act and the Constitution for the time being of the Company; and
- (3) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier."

The verified results of the vote were:

No. of votes for	:	99,656,580 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	99,656,580

The Chairman declared Ordinary Resolution 4 carried.

RESOLUTION 5 – AUTHORITY TO OFFER AND GRANT SHARE AWARDS AND TO ALLOT AND ISSUE SHARES PURSUANT TO THE MEDINEX LIMITED PERFORMANCE SHARE PLAN (THE “MEDINEX PERFORMANCE SHARE PLAN”)

“That:

- (a) authority be and is hereby given to the Directors of the Company to offer and grant share awards in accordance with the Medinex Performance Share Plan; and
- (b) approval be and is hereby given to the Directors of the Company to exercise full powers of the Company to allot and issue from time to time such number of shares as may be required to be allotted and issued pursuant to the award of shares under the Medinex Performance Share Plan,

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time.”

The verified results of the vote were:

No. of votes for	:	99,656,580 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	99,656,580

The Chairman declared Ordinary Resolution 5 carried.

RESOLUTION 6 - AUTHORITY TO OFFER AND GRANT OPTIONS AND TO ALLOT AND ISSUE SHARES PURSUANT TO THE MEDINEX LIMITED EMPLOYEE SHARE OPTION SCHEME (THE “MEDINEX EMPLOYEE SHARE OPTION SCHEME”)

“That:

- (a) authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the provisions of the Medinex Employee Share Option Scheme; and
- (b) approval be and is hereby given to the Directors of the Company to exercise full powers of the Company to allot and issue from time to time such number of shares in the Company as may be required to be issued pursuant to the exercise of the options under the Medinex Employee Share Option Scheme,

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time.”

The verified results of the vote were:

No. of votes for	:	99,656,580 shares representing 100%
No. of votes against	:	0 shares representing 0%
Total votes cast	:	99,656,580

The Chairman declared Ordinary Resolution 6 carried.

There being no other business, the meeting concluded at 2.10 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