ZHONGXIN FRUIT AND JUICE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 200208395H)
(the "Company")

MINUTES OF THE ANNUAL GENERAL MEETING (THE "MEETING" OR "AGM") HELD AT RNN CONFERENCE CENTRE, 137 CECIL STREET, #04-01 CECIL BUILDING, SINGAPORE 069537 ON TUESDAY, 29 OCTOBER 2024 AT 11.00 A.M.

PRESENT

Directors:
Mr. Liu Yu – Chairman of the Meeting
Mr. Liu Xiaoyan
Mr. Cai Huixin
Mr. Wang Ming

In Attendance:	-	As per Attendance List
Shareholders/ Proxies/ Invitees/ Observers:	-	As per Attendance List

INTRODUCTION

Mr. Liu Yu welcomed the shareholders to the AGM and introduce the Board of Directors and Management of the Company to the meeting and continued with the proceedings of the AGM.

A QUORUM

As a quorum was present, the Chairman called the AGM to order at 11.00 a.m.

B NOTICE

The Annual Report together with the notice of this AGM, having been made available to the shareholders within the requisite period was taken as read.

C PRE-SUBMITTED QUESTIONS FROM SHAREHOLDERS

Mr. Liu Yu informed that the Company had not received any questions from the shareholders prior to the AGM within the prescribed timeline.

D VOTING BY POLL

Mr. Liu Yu informed that all the resolutions as set out in the Notice of AGM would be voted by way of poll.

For the conduct of the voting by poll, Boardroom Corporate & Advisory Services Pte Ltd had been appointed as the polling agent and Reliance 3P Advisory Pte. Ltd. had been appointed as the Independent Scrutineers for the AGM.

The results of the polls would be announced once all proposed resolutions had been formally tabled.

E **Q&A SESSION**

Mr. Liu Yu informed that the Q&A session was open. Shareholders who wished to ask questions relevant to the AGM today may raise their questions on the spot.

As the Company had not received any questions during the AGM, Mr. Liu Yu proceeded with the following proposed resolutions at the AGM.

F **ORDINARY BUSINESS**

ORDINARY RESOLUTION 1
ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 AND THE DIRECTORS' STATEMENT AND THE INDEPENDENT AUDITORS' REPORT THEREON

Ordinary Resolution 1 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 2
APPROVAL FOR PAYMENT OF PROPOSED DIRECTORS' FEES OF S$44,407/- FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

Ordinary Resolution 2 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 3
APPROVAL FOR PAYMENT OF PROPOSED DIRECTORS' FEES OF S$43,969/- FOR THE FINANCIAL YEAR ENDING 30 JUNE 2025, TO BE PAID QUARTERLY IN ARREARS

Ordinary Resolution 3 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 4
RE-ELECTION OF MR. LIU XIAOYAN AS DIRECTOR OF THE COMPANY

Ordinary Resolution 4 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 5
RE-ELECTION OF MR. WANG MING AS DIRECTOR OF THE COMPANY

Ordinary Resolution 5 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 6
RE-ELECTION OF MR. CAI HUIXIN AS DIRECTOR OF THE COMPANY

Ordinary Resolution 6 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 7
RE-APPOINTMENT OF MESSRS MOORE STEPHENS LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Ordinary Resolution 7 was duly proposed and put to vote by poll.

G **SPECIAL BUSINESS**

ORDINARY RESOLUTION 8
APPROVAL FOR AUTHORITY TO ALLOT AND ISSUE SHARES

Ordinary Resolution 8 was duly proposed and put to vote by poll.

ORDINARY RESOLUTION 9
APPROVAL FOR THE PROPOSED RENEWAL OF THE SHAREHOLDERS' MANDATE FOR INTERESTED PERSON TRANSACTIONS

Ordinary Resolution 9 was duly proposed and put to vote by poll.

H RESULTS OF THE POLL

The meeting was informed that the votes have been counted and verified by the Scrutineer. The results of the poll on each of the resolutions put to vote at the AGM were set out below:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution	Number of Shares	As a percentage of total number of votes for and against the resolution
Ordinary Business					
Resolution 1: Adoption of Audited Financial Statements of the Company for the financial year ended 30 June 2024 and the Directors' Statement and the Independent Auditors' Report thereon.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 2: Approval for payment of proposed Directors' fees of S$44,407/- for the financial year ended 30 June 2024.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 3: Approval for payment of proposed Directors' fees of S$43,969/- for the financial year ending 30 June 2025, to be paid quarterly in arrears.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 4: Re-election of Mr. Liu Xiaoyan as Director of the Company.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 5: Re-election of Mr. Wang Ming as Director of the Company.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 6: Re-election of Mr. Cai Huixin as Director of the Company.	710,927,638	710,927,638	100.00%	0	0.00%

Resolution number and details	**Total number of shares represented by votes for and against the relevant resolution**	**For**		**Against**	
		Number of Shares	**As a percentage of total number of votes for and against the resolution**	**Number of Shares**	**As a percentage of total number of votes for and against the resolution**
Special Business					
Resolution 7: Re-appointment of Messrs Moore Stephens LLP as Auditors of the Company and to authorize the Directors to fix their remuneration.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 8: Authority to allot and issue shares.	710,927,638	710,927,638	100.00%	0	0.00%
Resolution 9: Approval for the proposed renewal of the shareholders' mandate for interested person transactions.	150,329,213	150,329,213	100.00%	0	0.00%

Based on the results of the poll, all resolutions were carried.

I CONCLUSION

There being no other business, Mr. Liu Yu thanked all present for their attendance and declared the AGM closed at 11.30 a.m.

Confirmed as correct record of meeting,

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Liu Yu
Chairman of the Meeting