WILTON RESOURCES CORPORATION LIMITED
(Company Registration No. 200300950D)
(Incorporated in Singapore)
(the "Company")

MINUTES OF ANNUAL GENERAL MEETING

PLACE	:	By way of electronic means
DATE	:	Friday, 28 April 2023
TIME	:	10.00 a.m.
PRESENT	:	As set out in the attendance records maintained by the Company
CHAIRMAN	:	Mr. Wijaya Lawrence (Executive Chairman and President)

INTRODUCTION

At 10.00 a.m., the Chairman welcomed all shareholders present at the Annual General Meeting ("**AGM"** or "**Meeting**") of the Company via "live" audio-visual webcast or "live" audio-only stream.

The Chairman informed that he had requested the Company Secretary, Ms Siau Kuei Lian to assist him with the proceedings of the AGM. The Company Secretary introduced the members of the Board to those present at the meeting.

QUORUM

As a quorum was present, on behalf of the Chairman, the Company Secretary called the Meeting to order at 10.03 a.m.

NOTICE

The Company Secretary informed the Meeting that the Notice of AGM had been sent to members by electronic means via publication on the Company's website and SGXNet, on 13 April 2023. Pertinent information relating to the proposed resolutions tabled for the AGM were set out in the Notice of AGM issued on 13 April 2023. As such, the notice convening the Meeting was taken as read.

Proxy forms appointed Chairman to vote on their behalf were submitted by shareholders before the Meeting. All resolutions at the Meeting were voted by way of poll and were deemed to have been duly proposed and seconded.

The Company Secretary informed the Meeting that there were no questions received via the pre-registration website.

The Company Secretary informed the Meeting that the shareholders and proxyholders who had pre-registered and were verified to attend the Meeting could ask questions relating to the agenda of the Meeting via the Convene "Ask a Question" and the Management would respond to their questions after the end of the last Resolution.

It was noted that In.Corp Corporate Services Pte. Ltd. had been appointed as polling agent and Corporate BackOffice Pte. Ltd. had been appointed as scrutineers for the voting and had tabulated the voting results.

The Company Secretary further informed that the shareholders and proxyholders would be able to vote "live" by casting the votes in real time for the resolutions by using the voting feature available during the course of the Meeting. The results of the votes would be announced after all resolutions have been voted on.

ORDINARY BUSINESSES:

1. RESOLUTION 1 – ADOPTION OF THE DIRECTORS' STATEMENT AND THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022, TOGETHER WITH THE AUDITORS' REPORT THEREON

The Meeting proceeded to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2022 ("**FY2022**") and the Auditors' Report. In this regard, as the Directors' Statement and Audited Financial Statements for FY2022 and the Auditors' Report had been in the hands of the shareholders for the prescribed period of not less than 14 days, on behalf of the Chairman, the Company Secretary proposed, with the Shareholders' permission, that the documents be taken as read.

On behalf of the Chairman, the Company Secretary put Resolution 1 to vote by way of a poll.

2. RESOLUTION 2 – APPROVAL OF DIRECTORS' FEES OF S$143,500 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023, TO BE PAID QUARTERLY IN ARREARS

The Company Secretary informed the Meeting that the Board of Directors ("**Directors**") had recommended the payment of Directors' fees of S$143,500 for the financial year ending 31 December 2023, to be paid quarterly in arrears.

On behalf of the Chairman, the Company Secretary put Resolution 2 to vote by way of a poll.

3. RESOLUTION 3 – RE-ELECTION OF MR NGIAM MIA JE PATRICK AS A DIRECTOR OF THE COMPANY

The Company Secretary informed the Meeting that Resolution 3 was to re-elect Mr Ngiam Mia Je Patrick, who was retiring as a Director of the Company pursuant to Regulation 91 of the Company's Constitution. Mr Ngiam Mia Je Patrick had signified his consent to continue in office. Mr Ngiam Mia Je Patrick, upon re-election as a Director of the Company, will remain as a Non-Executive Director of the Company, and a member of the Nominating Committee.

On behalf of the Chairman, the Company Secretary put Resolution 3 to vote by way of a poll.

4. RESOLUTION 4 – RE-ELECTION OF MR TAN CHER LIANG AS A DIRECTOR OF THE COMPANY

The Company Secretary informed the Meeting that Resolution 4 was to re-elect Mr Tan Cher Liang, who was retiring as a Director of the Company pursuant to Regulation 91 of the Company's Constitution. Mr Tan Cher Liang had signified his consent to continue in office. Mr Tan Cher Liang, upon re-election as a Director of the Company, will remain as the Lead Independent Non-Executive Director, Chairman of the Audit

Committee and a member of the Nominating Committee and the Remuneration Committee. Mr Tan Cher Liang will be considered independent pursuant to Rule 704(7) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") until the conclusion of the next AGM to be held in April 2024, in view of the removal of the two-tier voting mechanism for Company to retain long-serving Independent Director who have served for more than nine years as announced by the Singapore Exchange Regulation on 11 January 2023.

On behalf of the Chairman, the Company Secretary put Resolution 4 to vote by way of a poll.

5. RESOLUTION 5 – RE-APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION

The Company Secretary informed the Meeting that Resolution 5 was to consider the re-appointment of Ernst & Young LLP as the auditors of the Company for the ensuing year and to authorise the Directors of the Company to fix their remuneration. The retiring auditors, Ernst & Young LLP, had expressed their willingness to continue in office.

On behalf of the Chairman, the Company Secretary put Resolution 5 to vote by way of a poll.

6. ANY OTHER ORDINARY BUSINESS

As there was no other ordinary business, the Meeting proceeded to deal with the special businesses outlined in the Notice convening the AGM.

7. RESOLUTION 6 – AUTHORITY TO ISSUE AND ALLOT SHARES IN THE CAPITAL OF THE COMPANY

On behalf of the Chairman, the Company Secretary informed the Meeting that Resolution 6 was to authorise the Directors to issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Catalist Rules. The details of which had been set out in the text of the resolution in item 7 of the Notice of Meeting.

Resolution 6 if passed, would empower Directors of the Company from the date of this AGM until the date of the next AGM to issue shares and convertible securities not exceeding the quantum set out in this resolution.

On behalf of the Chairman, the Company Secretary put Resolution 6 to vote by way of a poll.

QUESTIONS AND ANSWERS SESSION

There being no questions from shareholders, on behalf of the Chairman, the Company Secretary invited shareholders to cast their votes on all resolutions tabled at the Meeting.

CONDUCT OF POLL

The poll on the motion for the resolutions was duly conducted. On behalf of the Chairman, the Company Secretary closed the "live" voting session and informed shareholders that there would be a short break while the Scrutineers verified the votes.

RESULTS OF POLL

After a short break, on behalf of the Chairman, the Company Secretary announced that all the proposed resolutions have been duly voted on by shareholders through submission of proxy forms and "live" voting, and verified by the Scrutineers, the following results of the polls were presented to shareholders:

Resolution 1

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,360,072,133	1,340,115,400	98.53	19,956,733	1.47

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 1 carried.

IT WAS RESOLVED THAT the Directors' Statement and Audited Financial Statements for FY2022 and the Auditors' Report be and are hereby received and adopted.

Resolution 2

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,360,072,133	1,340,115,400	98.53	19,956,733	1.47

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 2 carried.

IT WAS RESOLVED THAT the Directors' fees of S$143,500 for the financial year ending 31 December 2023, to be paid quarterly in arrears, be and is hereby approved.

Resolution 3

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,177,997,133	1,158,040,400	98.31	19,956,733	1.69

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 3 carried.

IT WAS RESOLVED THAT Mr Ngiam Mia Je Patrick be and is hereby re-elected as a Director of the Company.

Resolution 4

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,360,072,133	1,340,115,400	98.53	19,956,733	1.47

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 4 carried.

IT WAS RESOLVED THAT Mr Tan Cher Liang be and is hereby re-elected as a Director of the Company.

Resolution 5

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,360,072,133	1,340,115,400	98.53	19,956,733	1.47

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 5 carried.

IT WAS RESOLVED THAT Ernst & Young LLP be and are hereby re-appointed as Auditors of the Company until the next AGM to be held and the Directors be authorised to fix their remuneration.

Resolution 6

Total no. of Ordinary Shares Cast	No. of Ordinary Shares FOR	% of Total Votes	No. of Ordinary Shares AGAINST	% of Total Votes
1,360,072,133	1,340,115,400	98.53	19,956,733	1.47

Based on the above result, on behalf of the Chairman, the Company Secretary declared Resolution 6 carried.

IT WAS RESOLVED THAT pursuant to Section 161 of the Companies Act 1967 ("**Companies Act**") and Rule 806 of the Catalist Rules, the Directors be and are hereby authorised and empowered to:

(a) (i) allot and issue shares in the capital of 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 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 Instrument made or granted by the Directors while this Resolution is in force, provided that:

(1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares and Instruments to be issued other than on a *pro rata* basis to existing shareholders of the Company (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments) that may be issued under sub-paragraph (1) above, the percentage of issued Shares and Instruments shall be based on the number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time of the passing of this Resolution, after adjusting for:

(a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;

(b) (where applicable) new Shares arising from the exercise of share options or vesting of share awards, provided the share options or awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(c) any subsequent bonus issue, consolidation or subdivision of Shares;

adjustments in accordance with (2)(a) and (2)(b) 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 the passing of this Resolution.

(3) 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 Companies Act and the Company's Constitution for the time being in force; and

(4) unless revoked or varied by the Company in a general meeting, the authority conferred by this Resolution 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 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, on behalf of the Chairman, the Company Secretary declared the AGM of the Company closed at 10.17 a.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

WIJAYA LAWRENCE
EXECUTIVE CHAIRMAN AND PRESIDENT