

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

**MINUTES OF THE ANNUAL GENERAL MEETING ("AGM") HELD BY ELECTRONIC MEANS ON FRIDAY, 30 OCTOBER 2020 AT 10.00 A.M.**

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**PRESENT**

Directors:

Ms. Quan Yuhong – Chairman of the Meeting  
Mr. Tham Mun Chee  
Ms. Liu Xiuwen  
Mr. Xiaoyao

In Attendance:

- As per Attendance List

Shareholders/ Proxies/ Invitees/ Observers:

- As per Attendance List

**INTRODUCTION**

Ms. Quan Yuhong, the Chairman of the Meeting (the "Chairman"), welcomed the shareholders to the AGM. The Lead Independent Director, Mr Tham Mun Chee ("TMC") was invited to assist Chairman for proceeding of the AGM. TMC 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, and subsequently updated on 29 September 2020 which provide, among others, legal certainty to enable issuers to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (such as a company's constitution).

In light of the above developments, there will be no attendance in-person.

The Company acknowledged that shareholders who were participating via electronic means and whose identities are verified by the share registrar of the Company would be taken as present at the AGM.

**A. QUORUM**

As a quorum was present, TMC called the AGM to order at 10.00 a.m.

**B. NOTICE**

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

**C. VOTING BY POLL**

TMC informed that all the resolutions would be voted by way of poll. The Chairman of the Meeting, Ms Quan Yuhong had been appointed as proxy by shareholders to vote on their behalf and she had voted in accordance with their instructions.

The polling agent, Boardroom Corporate & Advisory Services Pte. Ltd. had counted the proxy votes received as at the cut-off date on 28 October 2020 at 10.00 a.m. and the independent scrutineers, Drewcorp Services Pte Ltd had verified the results of the polls.

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

**D. PRE-SUBMITTED QUESTIONS FROM SHAREHOLDERS**

The Chairman informed that Company has not received any questions from the shareholders.

The Chairman proceeded to put the following proposed resolutions at the AGM and announce the results of the polls.

**E. ORDINARY BUSINESS**

**ORDINARY RESOLUTION 1**

**ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2020 TOGETHER WITH THE DIRECTORS' STATEMENT AND THE INDEPENDENT AUDITOR'S REPORT**

The verified results of the vote were as follows:

<b><u>Resolution 1</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 1 carried.

**ORDINARY RESOLUTION 2**

**APPROVAL ON THE PAYMENT OF PROPOSED DIRECTORS' FEES OF S\$47,808/- FOR THE FINANCIAL YEAR ENDED 30 JUNE 2020**

The verified results of the vote were as follows:

<b><u>Resolution 2</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 2 carried.

**ORDINARY RESOLUTION 3**  
**RE-ELECTION OF MS. LIU XIUWEN AS A DIRECTOR OF THE COMPANY**

The verified results of the vote were as follows:

<b><u>Resolution 3</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 3 carried.

**ORDINARY RESOLUTION 4**  
**RE-ELECTION OF MR. XIAOYAO AS A DIRECTOR OF THE COMPANY**

The verified results of the vote were as follows:

<b><u>Resolution 4</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 4 carried.

**ORDINARY RESOLUTION 5**  
**RE-APPOINTMENT OF MESSRS RT LLP AS THE AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

The verified results of the vote were as follows:

<b><u>Resolution 5</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 5 carried.

**F. SPECIAL BUSINESS**

**ORDINARY RESOLUTION 6**  
**AUTHORITY TO ALLOT AND ISSUE SHARES**

The verified results of the vote were as follows:

<b><u>Resolution 6</u></b>	<b><u>Number of shares</u></b>	<b><u>Percentage</u></b>
FOR	565,339,853	100%
AGAINST	0	0%
Total No. of Valid Votes	565,339,853	100%

The Chairman declared Ordinary Resolution 6 carried.

**Zhongxin Fruit and Juice Limited**

*Minutes of Annual General Meeting held on 30 October 2020*

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**G. CONCLUSION**

There being no other business, the Chairman thanked all present for their attendance and declared the AGM closed at 10.07 a.m.

Confirmed as correct record of meeting,



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Quan Yuhong  
Chairman of the Meeting