

# EINDECKYODO

英德集团

**EINDEC CORPORATION LIMITED**  
(Company Registration No. 201508913H)  
(Incorporated in Singapore)  
(the “Company”)

## MINUTES OF ANNUAL GENERAL MEETING

**PLACE** : Held by electronic means

**DATE** : Wednesday, 26 April 2023

**TIME** : 10:00 a.m.

**PRESENT** : As set out in the attendance records maintained by the Company.

**IN ATTENDANCE** : As set out in the attendance records maintained by the Company.

**CHAIRMAN** : Mr. Zhang Wei (Executive Chairman and Chief Executive Officer)

## WELCOMING ADDRESS

The Chairman of the Meeting, Mr. Zhang Wei (“**Chairman**”) had requested the Company Secretary to read the proceedings of the Annual General Meeting (“**AGM**”) on his behalf and the Company Secretary welcomed all attendees to the AGM by live-audio-and-video-webcast.

## INTRODUCTION

The Company Secretary, on behalf of the Chairman, introduced the Directors present at the AGM.

## QUORUM

The Company Secretary acknowledged the attendance of shareholders who had registered for the “live” webcast and there being a quorum, the Company Secretary called the AGM to order.

## NOTICE OF MEETING

With the consent of the meeting, the Notice convening the meeting was taken as read.

## POLL VOTING PROCEDURES

The Company Secretary briefed the meeting:

- (a) 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, shareholders were not able to attend the AGM in person to cast their votes. Instead, the Company had arranged for a “live” audio-video webcast for shareholders to vote and ask questions.
- (b) All resolutions to be tabled at the AGM would be voted upon by way of poll as required under the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual – Section B: Rules of Catalist (“**Catalist Rules**”).
- (c) Shareholders and/or their proxies who had pre-registered themselves at the pre-registration website would be able to cast their votes “live” using the voting feature available. A video presentation on the voting feature was shown to the shareholders and/or proxies. Proxy forms lodged had been checked and found to be in order.
- (d) In.Corp Corporate Services Pte. Ltd. had been appointed as the Polling Agent and BDO Corporate Services Pte Ltd as the Scrutineer.

### **QUESTIONS FOR THE AGM**

In the Notice of AGM dated 11 April 2023, the Company had invited shareholders to submit questions relating to the resolutions to be tabled at the AGM in advance, or “live” at the AGM. The Company Secretary reported that no question from shareholders was received by the Company prior to the AGM. All relevant “live” questions would be addressed during the Q&A session.

The Company Secretary then proceeded with the Agenda of the AGM.

### **ORDINARY BUSINESSES:**

**1. AUDITED FINANCIAL STATEMENTS AND DIRECTORS’ STATEMENT OF THE COMPANY AND THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 – RESOLUTION 1**

The meeting proceeded to receive and adopt the Audited Financial Statements and Directors’ Statement of the Company and the Group for the financial year ended 31 December 2022, together with the Independent Auditor’s Report thereon.

**2. DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023, TO BE PAID QUARTERLY IN ARREARS – RESOLUTION 2**

The Board had recommended the payment of Directors’ fees of S\$165,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears.

**3. RE-ELECTION OF MR. ZHANG WEI AS A DIRECTOR – RESOLUTION 3**

Mr. Zhang Wei, who was retiring as a Director of the Company under Regulation 99 of the Company’s Constitution, had indicated his consent to act in office.

**4. RE-ELECTION OF MR. JEFFREY ONG SHEN CHIEH AS A DIRECTOR – RESOLUTION 4**

Mr. Jeffrey Ong Shen Chieh, who was retiring as a Director of the Company under Regulation 99 of the Company's Constitution, had indicated his consent to act in office.

Mr. Jeffrey Ong Shen Chieh would, upon re-election as a Director of the Company, remain as the Chairman of the Nominating Committee and a member of the Audit Committee and the Remuneration Committee, and would be considered independent for the purposes of Rule 704(7) of the Catalist Rules.

**5. RE-ELECTION OF MR. ONG KIAN GUAN AS A DIRECTOR – RESOLUTION 5**

Mr. Ong Kian Guan, who was retiring as a Director of the Company under Regulation 103 of the Company's Constitution, had indicated his consent to act in office.

Mr. Ong Kian Guan would, upon re-election as a Director of the Company, remain as the Lead Independent Director, Chairman of the Audit Committee and a member of the Nominating Committee and Remuneration Committee, and would be considered independent for the purpose of Rule 704(7) of the Catalist Rules.

**6. RE-APPOINTMENT OF AUDITORS – RESOLUTION 6**

The retiring auditors, Messrs. Moore Stephens LLP, had expressed their willingness to continue in office and to authorise the Board of Directors of the Company to fix their remuneration.

**ANY OTHER BUSINESS**

As there was no notice of any other ordinary business to be transacted at the meeting received by the Company Secretary, the meeting proceeded to deal with the special business outlined in the Notice convening the meeting.

**SPECIAL BUSINESS:**

**7. AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO SECTION 161 OF THE COMPANIES ACT 1967 OF SINGAPORE (“COMPANIES ACT”) AND RULE 806 OF THE CATALIST RULES – RESOLUTION 7**

The Meeting was informed that Resolution 7 on the agenda was to authorise the Directors of the Company to issue and allot shares pursuant to Section 161 of the Companies Act.

**8. AUTHORITY TO GRANT AWARDS AND ALLOT AND ISSUE SHARES UNDER THE EINDEC PERFORMANCE SHARE PLAN 2015 – RESOLUTION 8**

The Meeting was informed that Resolution 8 on the agenda was to authorise and empower the Directors to grant awards and issue shares under the Eindec Performance Share Plan 2015 (“**Share Plan**”).

**9. RENEWAL OF INTERESTED PERSON TRANSACTIONS MANDATE – RESOLUTION 9**

The Meeting was informed that Resolution 9 on the agenda was to approve the general mandate for the interested person transactions (“**IPT Mandate**”).

**LIVE QUESTIONS AND ANSWERS**

There being no questions received, the Meeting proceeded with the live voting.

**LIVE VOTING**

The Company Secretary reiterated the live voting procedures and shareholders were given time to cast their votes.

After the poll voting was closed, the results of the poll duly certified by the Scrutineer were flashed on screen, as follows:-

Resolution 1

The voting results of the poll for Resolution 1 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 1 was **CARRIED**.

Resolution 2

The voting results of the poll for Resolution 2 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 2 was **CARRIED**.

Resolution 3

The voting results of the poll for Resolution 3 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 3 was **CARRIED**.

Resolution 4

The voting results of the poll for Resolution 4 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 4 was **CARRIED**.

Resolution 5

The voting results of the poll for Resolution 5 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 5 was **CARRIED**.

Resolution 6

The voting results of the poll for Resolution 6 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%
Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 6 was **CARRIED**.

Resolution 7

The voting results of the poll for Resolution 7 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,901,100	99.88%
Against the Resolution	83,400	0.12%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 7 was **CARRIED**.

Resolution 8

The voting results of the poll for Resolution 8 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	71,917,500	99.91%

Against the Resolution	67,000	0.09%
Abstained from the Resolution	0	0%

Based on the above result, the Company Secretary declared that Resolution 8 was **CARRIED**.

Resolution 9

The voting results of the poll for Resolution 9 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	17,500	20.71%
Against the Resolution	67,000	79.29%
Abstained from the Resolution	71,900,000	Not Applicable

Based on the above result, the Company Secretary declared that Resolution 9 was **NOT CARRIED**.

**CONCLUSION**

There being no other business to transact, the Company Secretary declared the AGM of the Company closed at 10:20 a.m. and thanked everyone for their attendance.

**CONFIRMED AS A TRUE RECORD  
OF PROCEEDINGS HELD**

**ZHANG WEI  
CHAIRMAN**