

COLEX HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
Registration No. 197101485G

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD BY
ELECTRONIC MEANS ON MONDAY, 25 APRIL 2022 AT 2.00 P.M.

PRESENT

Directors: Mr Henry Ngo
Mr Ding Chek Leh
Mr Lim Chee San
Mr Tan Soon Liang

Corporate Representative: Mr Andy Xie Guoyuan
(Representing Bonvests Holdings Limited)

In Attendance: Ms Foo Soon Soo (Company Secretary)
Ms Magdelene Chua (Audit Partner, PricewaterhouseCoopers LLP)

Shareholders/Invitees: As per attendance list

1. WELCOME NOTE

On behalf of the Board of Directors, the Chairman of the Board, Mr Henry Ngo welcomed the shareholders to the Annual General Meeting (“AGM”) of the Company. He requested Mr Andy Xie Guoyuan to preside over the meeting on his behalf. Mr Andy Xie then carried on the proceedings as Chairman of the Meeting (“Chairman”).

The Chairman informed the shareholders that with him was Mr Henry Ngo. The other Directors, Mr Ding Chek Leh, Mr Lim Chee San and Mr Tan Soon Liang joined the meeting remotely via audio visual live streaming. The Chairman informed the meeting that the Secretary, Ms Foo Soon Soo and Audit Partner of the Company’s auditor, PricewaterhouseCoopers LLP, Ms Magdelene Chua also joined the meeting remotely.

2. QUORUM

Having confirmed with the Secretary that a quorum was present, the Chairman called the meeting to order at 2:00 p.m.

3. BRIEFING ON THE PROCEEDINGS FOR THE MEETING

Before the Chairman proceeded with the business of the meeting, he informed the shareholders that the agenda for the AGM was set out in the notice of the AGM issued on 8 April 2022. Due to the current COVID-19 situation, shareholders will not be able to vote through the live webcast and can only vote by submitting proxy forms to appoint the Chairman as their proxy to vote on their behalf.

The Chairman informed the meeting that the Company had appointed Complete Corporate Services Pte Ltd as the polling agent and Moore Stephens LLP as the scrutineer.

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The Company had received proxy forms from shareholders appointing Chairman and indicating how the shareholders wish to vote on specific resolutions. The proxy forms and the number of votes that had been cast on each resolution had been verified by the scrutineer. Voting will be conducted by poll and the Chairman would announce the voting results for each resolution.

4. AUDITED FINANCIAL STATEMENTS, DIRECTORS' STATEMENT AND AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 (ORDINARY RESOLUTION 1)

The Chairman addressed the first item on the agenda, which was to receive and adopt the Audited Financial Statements, Directors' Statement and Auditors' Report for the financial year ended 31 December 2021.

The Chairman proposed:

“That the Audited Financial Statements for the financial year ended 31 December 2021 together with the Directors' Statement and Auditors' Report thereon be and are hereby received and adopted.”

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

5. FINAL AND SPECIAL TAX EXEMPT ONE-TIER DIVIDEND (ORDINARY RESOLUTION 2)

Resolution 2 was to seek shareholders' approval to declare a final tax exempt one-tier dividend of 0.45 Singapore cents per share and a special tax exempt one-tier dividend of 7.55 Singapore cents per share for the financial year ended 31 December 2021.

The Chairman proposed:

“That a final tax exempt one-tier dividend of 0.45 Singapore cents per share and a special tax exempt one-tier dividend of 7.55 Singapore cents per share for the financial year ended 31 December 2021 be approved.”

The Chairman informed the meeting that the proposed dividends, if approved by the shareholders, will be paid on 19 May 2022 to shareholders who are registered in the Register of Members on 9 May 2022 as at 5.00 p.m.

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

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**6. RE-ELECTION OF DIRECTOR - MR DING CHEK LEH
(ORDINARY RESOLUTION 3)**

Resolution 3 concerned the re-election of Mr Ding Chek Leh, a Director retiring under Regulation 104 of the Company's Constitution.

The Chairman proposed:

“That Mr Ding Chek Leh be and is hereby re-elected as a Director of the Company.”

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

7. DIRECTORS' FEE (ORDINARY RESOLUTION 4)

The Chairman proposed:

“That Directors' Fee of S\$56,932 for the financial year ended 31 December 2021 be and is hereby approved.”

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

8. RE-APPOINTMENT OF AUDITOR (ORDINARY RESOLUTION 5)

The Chairman informed the meeting that the Audit Committee had recommended the re-appointment of PricewaterhouseCoopers LLP as the Auditors of the Company. PricewaterhouseCoopers LLP had expressed their willingness to accept the appointment as Auditors.

The Chairman proposed:

“That PricewaterhouseCoopers LLP, Chartered Accountants, be and are hereby re-appointed Auditors of the Company until the conclusion of the next Annual General Meeting at a fee to be agreed between the Directors and the Auditors.”

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

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9. SPECIAL BUSINESS – AUTHORITY TO ALLOT AND ISSUE SHARES (ORDINARY RESOLUTION 6)

The Chairman informed the meeting that Resolution 6 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967. The text of the resolution was set out under item 6 of the Notice of AGM.

The Chairman proposed the resolution as set out under item 6 of the Notice of AGM.

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|-------------|------------------|---------|------------------|
| 107,332,660 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

10. PROPOSED RENEWAL OF THE SHAREHOLDERS’ GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS (ORDINARY RESOLUTION 7)

The Chairman informed the meeting that Mr Henry Ngo and Bonvests Holdings Limited and their associates being interested persons, who collectively holds 107,317,660 shares of the Company, would abstain from voting on the proposed resolution to renew the Shareholders’ General Mandate for Interested Person Transactions. The text of Resolution 7 was set out under item 7 of the Notice of AGM.

The Chairman proposed the resolution as set out under item 7 of the Notice of AGM.

The result of the poll was as follows:

| For | % of total votes | Against | % of total votes |
|--------|------------------|---------|------------------|
| 15,000 | 100.00% | 0 | 0.00% |

The Chairman declared the resolution carried.

11. ANY OTHER BUSINESS

The Secretary confirmed that there was no notice received for any other business.

12. CONCLUSION OF MEETING

The Chairman concluded the business for the meeting and declared the meeting concluded at 2.10 p.m.

CONFIRMED BY

ANDY XIE GUOYUAN
CHAIRMAN OF THE MEETING

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