# **E**NVIRO-HUB HOLDINGS LTD.

(the "Company") (Incorporated in the Republic of Singapore) (Co. Reg. No. 199802709E)

#### MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : 3 Gul Crescent, Singapore 629519 via Webcast

DATE : Tuesday, 26 October 2021

**TIME** : 10.30 a.m.

**PRESENT**: Please refer to Webcast Attendee Report.

**IN ATTENDANCE**: Please refer to Webcast Attendee Report.

**CHAIRMAN**: Mr Tan Kok Hiang (Independent Director)

#### **CHAIRMAN**

The Board has appointed Mr. Tan Kok Hiang, the Independent Director of the Company as Chairman of the Extraordinary General Meeting ("EGM").

#### **QUORUM**

As a quorum of two members was electronically present, the Chairman declared the meeting open at 10.31 a.m.

In accordance with the COVID-19 Alternative Arrangements for Meetings Order, a member is electronically present at this Meeting if the member attends this Meeting via a "live" webcast or a "live" audio feed; is verified by the Share Registrar as attending this Meeting via a "live" webcast or a "live" audio feed; and is acknowledged by electronic means by the Chairman of this Meeting as present at this Meeting.

### **OPENING ADDRESS**

The Chairman welcomed Shareholders to the Live Webcast EGM. The Chairman introduced the Chairman of the Board, the Company's Directors, the Chief Financial Officer ("CFO") and the Chief Investment Officer ("CIO") who participated electronically in the Meeting via a "live" webcast or a "live" audio feed and had reported their attendance electronically.

#### **NOTICE**

The Notice convening the meeting was taken as read.

#### **QUESTIONS AND ANSWERS**

No questions were received from shareholders as of cut-off date on 22 October 2021.

#### **POLL VOTING**

All resolutions at the Live Webcast EGM were voted by poll pursuant to the Company's Constitution and Listing Rule 730A(2) of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Company has appointed Trusted Services Pte Ltd as polling agent and Corporate Republic Advisory Pte Ltd as Scrutineer for purposes of the poll voting.

#### **CHAIRMAN APPOINTED AS PROXY**

The Chairman of the meeting had been appointed as proxy by all shareholders in accordance with the COVID-19 Alternative Arrangements for Meetings Order.

#### **BUSINESS OF EGM**

The Chairman proceeded with the formal business of the Live Webcast EGM. All the resolutions and poll voting results were presented during the Live Webcast EGM.

# ORDINARY RESOLUTION 1: THE PROPOSED ACQUISITION OF 75.0% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF PASTEL GLOVE SDN. BHD. AS A MAJOR TRANSACTION.

Ordinary Resolution 1 on the approval for the proposed acquisition of 75.0% of the issued and paid-up share capital of Pastel Glove Sdn. Bhd. as a major transaction as follows was taken as read:-

THAT, contingent upon the passing of Ordinary Resolutions 2 and 3:

- (a) for the purposes of Chapter 10 of the Listing Manual, approval be and is hereby given to the Company to effect and complete the Proposed Acquisition and all transactions in relation thereto, on the terms and subject to the conditions set out in the Sale and Purchase Agreement, details of which have been set out in the Circular to Shareholders dated 11 October 2021; and
- (b) the Directors and any one of them be and is/are hereby authorised and empowered to approve, complete and do all such acts and things (including without limitation, to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as he or they may in their absolute discretion consider expedient, desirable or necessary or in the interests of the Company to give effect to the Proposed Acquisition and this resolution, and the transactions contemplated by the Proposed Acquisition and/or authorised by this resolution, or for all the foregoing purposes.

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 1 on the approval for the proposed acquisition of 75.0% of the issued and paid-up share capital of Pastel Glove Sdn. Bhd. as a major transaction was carried by majority:-

	Total number	For		Against	
Ordinary Resolution	of shares represented by votes for and against the relevant resolution	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 (%)
To approve the proposed acquisition of 75.0% of the issued and paid-up share capital of Pastel Glove Sdn. Bhd. as a major transaction.	707,280,453	707,280,453	100%	0	0.00%

# ORDINARY RESOLUTION 2: THE PROPOSED ALLOTMENT AND ISSUANCE OF NEW CONSIDERATION SHARES BY THE COMPANY FOR THE PROPOSED ACQUISITION, PURSUANT TO THE SALE AND PURCHASE AGREEMENT.

Ordinary Resolution 2 on the approval for the proposed allotment and issuance of new Consideration Shares by the Company for the Proposed Acquisition, pursuant to the Sale and Purchase Agreement as follows was taken as read:-

THAT, contingent upon the passing of Ordinary Resolutions 1 and 3:

- (a) authority be and is hereby given to the Directors, in accordance with section 161 of the Companies Act and Chapter 8 of the Listing Manual, to allot and issue from time to time such number of Consideration Shares to the Vendors or their nominees, as may be required to be issued pursuant to the Sale and Purchase Agreement. Such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the Company has satisfied its payment obligations in respect of any and all of its payment obligations under the Sale and Purchase Agreement, and the taking of any and all actions whatsoever by any Director on behalf of the Company in connection with the matters referred to in this paragraph (a) of this Ordinary Resolution 2 prior to the date of the EGM be and are hereby ratified and confirmed; and
- (b) all the Directors of the Company and each of them be and are hereby authorised to do any and all such acts and things as such Director may, in their absolute discretion deem fit, advisable, necessary or expedient to give effect to the matters referred to in paragraph (a) of this Ordinary Resolution 2 and to give effect to this Ordinary Resolution 2 (including but not limited to issuing and sealing any new share certificates, amending and executing any agreements or documents as may be required, and procuring third party consents) as he shall think fit and in the interests of the Company, and the taking of any and all actions whatsoever by any Director on behalf of the Company in connection with the matters referred to in paragraph (a) of this Ordinary Resolution 2 prior to the date of the EGM be and are hereby ratified and confirmed.

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 2 on the approval for the proposed allotment and issuance of new Consideration Shares by the Company for the Proposed Acquisition, pursuant to the Sale and Purchase Agreement was carried by majority:-

	Total number	For		Against	
Ordinary Resolution	of shares represented by votes for and against the relevant resolution	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 (%)
To approve the proposed allotment and issuance of new Consideration Shares by the Company for the Proposed Acquisition, pursuant to the Sale and Purchase Agreement.	707,280,453	707,280,453	100%	0	0.00%

## ORDINARY RESOLUTION 3: PROPOSED TRANSFER OF CONTROLLING INTEREST TO LAW SIAU WOEI.

Ordinary Resolution 3 on the approval for the proposed transfer of controlling interest to Law Siau Woei as follows was taken as read:-

THAT, contingent upon the passing of Ordinary Resolutions 1 and 2:

- approval be given under Listing Rule 803 for the proposed transfer of controlling interest to Law Siau Woei; and
- the Directors or any of them be authorised to exercise such discretion and to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds as may be required, and to approve any amendment, alteration or modification to any document as they or he may be required, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the proposed transfer of controlling interest and matters contemplated by this Ordinary Resolution 3.

The Shareholders have cast their votes and with the voting results as shown below, the Chairman announced that Ordinary Resolution 3 on the approval for the proposed transfer of controlling interest to Law Siau Woei was carried by majority:-

	Total number of shares represented by votes for and against the relevant resolution	For		Against	
Ordinary Resolution		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 (%)
To approve the proposed transfer of controlling interest to Law Siau Woei.	707,280,453	707,280,453	100%	0	0.00%

Shareholders were informed that the approval of Ordinary Resolution 1 relating to the Proposed Acquisition, Ordinary Resolution 2 relating to the Proposed Issuance of Consideration Shares and Ordinary Resolution 3 relating to the Proposed Transfer of Controlling Interest are all interconditional upon one another. As each Ordinary Resolutions 1, 2 and 3 is carried by majority, all of Ordinary Resolutions 1, 2 and 3 are carried.

#### **CONCLUSION**

There being no other business to transact, the meeting ended at 10.40 a.m. and the Chairman of the meeting thanked the shareholders for watching the Live Webcast EGM. He advised shareholders to stay safe and keep well.

Confirmed as True Record of Proceedings held

(Signed)

Mr Tan Kok Hiang Chairman