

**YINDA INFOCOMM LIMITED**  
(Company Registration No. 201506891C)  
(Incorporated in the Republic of Singapore)  
(the “**Company**”)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF YINDA INFOCOMM LIMITED HELD BY ELECTRONIC MEANS ON WEDNESDAY, 31 MARCH 2021 AT 10.30 A.M. (THE “EGM” or “MEETING”)**

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*(Unless otherwise specified, all capitalised terms shall have the same meaning ascribed to them in the Company’s Circular dated 16 March 2021)*

1. **CHAIRMAN**

Mr. Tan Chee Bun Gordon, the Executive Director of the Company, took the chair of the EGM (the “**Chairman**”). On behalf of the Board of Directors of the Company (the “**Board**”), the Chairman welcomed and thanked the shareholders of the Company (the “**Shareholders**”) for taking their time to watch the EGM proceedings.

In line with the Ministry of Health’s regulation on safe distancing measures to minimize the risk of community spread of COVID-19, the EGM was conducted through a “live” webcast comprising both video (audio-visual) and audio feeds, 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.

The Chairman introduced the other members of the Board who had joined the EGM via webcast, as follows:

Name of Directors

- Ms Shao Lifang (Executive Director)
- Mr Cheam Heng Haw, Howard (Lead Independent Director)
- Mr Aw Eng Hai (Independent Director)
- Mr Chua Hoe Sing (Independent Director)

Madam Song Xingyi, the Non-Executive and Non-Independent Chairman of the Board and Ms Tang Qun, the Independent Director of the Company, were absent with apologies.

2. **QUORUM**

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 10.30 a.m.

3. **NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Notice of EGM dated 16 March 2021 (the “**EGM Notice**”), having been made available previously to Shareholders by electronic means via publication on the Company’s Website and SGXNet, was taken as read.

4. **POLL VOTING**

The Chairman informed Shareholders that in line with the Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (**SGX-ST**) (the “**Catalist Rules**”), all motions tabled at the EGM will be voted on by way of poll. All the proposed motions would require a simple majority of votes for them to be carried.

The Company had appointed B.A.C.S. Private Limited as Polling Agent and Finova BPO Pte. Ltd. as Scrutineer for the EGM.

The Chairman informed that he had been appointed as proxy by certain Shareholders to vote on their behalf and he had voted in accordance with their instructions. The valid proxy forms received by the Company had been counted by the Polling Agent and verified by the Scrutineer.

Further to this, the Chairman informed that:

- (a) **Ordinary Resolutions 2 and 3 are inter-conditional and conditional on Ordinary Resolution 1.** This means that if:
  - (i) Ordinary Resolution 1 is not approved, Ordinary Resolutions 2 and 3 will not be deemed to be duly passed; and
  - (ii) if any of Ordinary Resolutions 2 and 3 are not approved, the other resolution will not be deemed to be duly passed.
- (b) **Ordinary Resolution 4 is conditional on Ordinary Resolution 1.** This means that if Ordinary Resolution 1 is not approved, Ordinary Resolution 4 will not be deemed to be duly passed.
- (c) The passing of Ordinary Resolutions 5, 6 and 7 are not conditional on any of the other ordinary resolutions.

5. **QUESTIONS RELATING TO THE ITEMS ON THE AGENDA OF THE EGM**

The Chairman informed that the Company had not received any questions from the Shareholders relating to the items on the agenda of the EGM, and continued with the formal proceedings of the EGM.

6. **ORDINARY RESOLUTION 1: THE PROPOSED DIVERSIFICATION INTO THE NEW BUSINESS OF DEVELOPMENT AND PROVISION OF IDENTITY MANAGEMENT BIOMETRIC TECHNOLOGY SOLUTIONS**

The Chairman presented the first item on the agenda which was to seek Shareholders' approval for the proposed diversification into the new business of development and provision of identity management biometric technology solutions (the "**Proposed Diversification**").

With the permission of the Shareholders, the proposed Ordinary Resolution 1 relating to the Proposed Diversification as set out in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

"That:

- (a) approval be and is hereby granted for the diversification of the business activities of the Company and its subsidiaries into the new business of development and provision of identity management biometric technology solutions; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 1 and implement any of the foregoing as they think fit and in the interests of the Company."

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

<b>RESULTS</b>	<b>NO. OF SHARES FOR</b>	<b>NO. OF SHARES AGAINST</b>	<b>TOTAL</b>
<b>VOTE</b>	176,393,200	0	176,393,200
<b>PERCENTAGE</b>	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 1 carried.

7. **ORDINARY RESOLUTION 2: THE PROPOSED ACQUISITION OF 51.0% SHAREHOLDING IN THE TOTAL ORDINARY SHARE CAPITAL OF INTERNATIONAL BIOMETRICS PTE. LTD.**

The next item on the agenda was to seek Shareholders' approval for the proposed acquisition of 51.0% shareholding in the total ordinary share capital of International Biometrics Pte. Ltd. (the "**Proposed Acquisition**").

With the permission of the Shareholders, the proposed Ordinary Resolution 2 relating to the Proposed Acquisition as set out in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

"That subject to and contingent upon the passing of Ordinary Resolution 1 and Ordinary Resolution 3:

- (a) the Proposed Acquisition be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Acquisition on the terms and subject to the conditions set out in the InterBio SPA; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 2 and implement any of the foregoing as they think fit and in the interests of the Company."

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	176,393,200	0	176,393,200
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 2 carried.

8. **ORDINARY RESOLUTION 3: THE PROPOSED ISSUE AND ALLOTMENT OF 143,333,000 NEW ORDINARY SHARES AT AN ISSUE PRICE OF S\$0.15 PER NEW ORDINARY SHARE TO THE SELLER SHAREHOLDERS (AS DEFINED IN THE COMPANY'S CIRCULAR DATED 16 MARCH 2021) AND/OR THEIR NOMINEES AS PARTIAL SATISFACTION OF THE CONSIDERATION FOR THE PROPOSED ACQUISITION**

The next item on the agenda was to seek Shareholders' approval for the proposed issue and allotment of 143,333,000 new ordinary shares at an issue price of S\$0.15 per new ordinary share to the Seller Shareholders and/or their nominees as partial satisfaction of the Consideration for the Proposed Acquisition (the "**Proposed Consideration Shares Issue**").

With the permission of the Shareholders, the proposed Ordinary Resolution 3 relating to the Proposed Consideration Shares Issue as stated in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

"That subject to and contingent upon the passing of Ordinary Resolution 1 and Ordinary Resolution 2:

- (a) authority be and is hereby given to the Directors to allot and issue to the Seller Shareholders and/or their nominees an aggregate of 143,333,000 Consideration Shares, credited as fully paid-up, at an issue price of S\$0.15 per Consideration Share, on the terms and subject to the conditions set out in the InterBio SPA; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 3 and implement any of the foregoing as they think fit and in the interests of the Company.”

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	176,393,200	0	176,393,200
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 3 carried.

9. **ORDINARY RESOLUTION 4: THE PROPOSED INVESTMENT IN TECH5 SA THROUGH A LOAN CONVERTIBLE INTO SHARES OF TECH5 SA AND ENTRY INTO A PREFERENTIAL LICENSING AGREEMENT WITH TECH5 SA**

The next item on the agenda was to seek Shareholders’ approval for the proposed investment in TECH5 SA through a loan convertible into shares of TECH5 SA and entry into a preferential licensing agreement with TECH5 SA (the “**Proposed Investment**”).

With the permission of the Shareholders, the proposed Ordinary Resolution 4 relating to the Proposed Investment as set out in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

“That subject to and contingent upon the passing of Ordinary Resolution 1:

- (a) the Proposed Investment be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Investment on the terms and subject to the conditions set out in the TECH5 Loan Agreement, TECH5 Investment Agreement and the TECH5 Preferential Licensing Agreement; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 4 and implement any of the foregoing as they think fit and in the interests of the Company.”

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	176,393,200	0	176,393,200
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 4 carried.

10. **ORDINARY RESOLUTION 5: THE PROPOSED ISSUE AND ALLOTMENT OF 16,000,000 NEW ORDINARY SHARES AT AN ISSUE PRICE OF S\$0.125 PER NEW ORDINARY SHARE TO MR. HING CHOW YUEN**

The next item on the agenda was to seek Shareholders' approval for the proposed issue and allotment of 16,000,000 new ordinary shares at an issue price of S\$0.125 per new ordinary share to Mr. Hing Chow Yuen (the "**Proposed Issue of Shares to Mr. Hing Chow Yuen**").

With the permission of the Shareholders, the proposed Ordinary Resolution 5 relating to the Proposed Issue of Shares to Mr. Hing Chow Yuen as set out in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

"That:

- (a) authority be and is hereby given to the Directors to allot and issue to Mr. Hing Chow Yuen, an aggregate of 16,000,000 Subscription Shares, credited as fully paid-up, at an issue price of S\$0.125 per Subscription Share, on the terms and subject to the conditions set out in the relevant Subscription Agreement; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 5 and implement any of the foregoing as they think fit and in the interests of the Company."

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	134,588,400	0	134,588,400
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 5 carried.

11. **ORDINARY RESOLUTION 6: THE PROPOSED ISSUE AND ALLOTMENT OF 5,600,000 NEW ORDINARY SHARES AT AN ISSUE PRICE OF S\$0.125 PER NEW ORDINARY SHARE TO MR. CHEE TUCK HONG**

The next item on the agenda was to seek Shareholders' approval for the proposed issue and allotment of 5,600,000 new ordinary shares at an issue price of S\$0.125 per new ordinary share to Mr. Chee Tuck Hong (the "**Proposed Issue of Shares to Mr. Chee Tuck Hong**").

With the permission of the Shareholders, the proposed Ordinary Resolution 6 relating to the Proposed Issue of Shares to Mr. Chee Tuck Hong as stated in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

"That:

- (a) authority be and is hereby given to the Directors to allot and issue to Mr. Chee Tuck Hong, an aggregate of 5,600,000 Subscription Shares, credited as fully paid-up, at an issue price of S\$0.125 per Subscription Share, on the terms and subject to the conditions set out in the relevant Subscription Agreement; and

- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 6 and implement any of the foregoing as they think fit and in the interests of the Company.”

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	149,033,200	0	149,033,200
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 6 carried.

12. **ORDINARY RESOLUTION 7: THE PROPOSED ISSUE AND ALLOTMENT OF 12,000,000 NEW ORDINARY SHARES AT AN ISSUE PRICE OF S\$0.125 PER NEW ORDINARY SHARE TO MR. CHEE TAI CHIEW**

The last item on the agenda was to seek Shareholders’ approval for the proposed issue and allotment of 12,000,000 new ordinary shares at an issue price of S\$0.125 per new ordinary share to Mr. Chee Tai Chiew (the “**Proposed Issue of Shares to Mr. Chee Tai Chiew**”).

With the permission of the Shareholders, the proposed Ordinary Resolution 7 relating to the Proposed Issue of Shares to Mr. Chee Tai Chiew as stated in the EGM Notice was taken as read.

The Chairman put the following resolution to the Meeting:

“That:

- (a) authority be and is hereby given to the Directors to allot and issue to Mr. Chee Tai Chiew, an aggregate of 12,000,000 Subscription Shares, credited as fully paid-up, at an issue price of S\$0.125 per Subscription Share, on the terms and subject to the conditions set out in the relevant Subscription Agreement; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution 7 and implement any of the foregoing as they think fit and in the interests of the Company.”

The motion was duly seconded by a Shareholder. The Chairman announced the results of the poll as follows:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	152,893,200	0	152,893,200
PERCENTAGE	100%	0%	100%

Based on the polling results, the Chairman declared the Ordinary Resolution 7 carried.

**YINDA INFOCOMM LIMITED**

(Company Registration No. 201506891C)

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13. **ANY OTHER BUSINESS**

It was noted that no notice was received in respect of any other business that may properly be transacted at the Meeting.

14. **END OF MEETING**

There being no other business, the Chairman declared the Meeting closed at 10.45 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

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**TAN CHEE BUN GORDON**

Chairman of the Meeting

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr. Ong Hwee Li (Tel +65 6232 3210), at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.*