

**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 MONDAY, 21 JUNE 2021 AT 10.00 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 4 June 2021)*

1. **CHAIRMAN**

Mr. Pierre Prunier, the Chief Executive Officer and 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 attend the EGM.

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.

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

Name of Directors

- Mr. Tan Chee Bun Gordon (Executive Director)
- Mr. Ngo Yit Sung (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 Shao Lifang, the Executive 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 10.00 a.m.

3. **NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Notice of EGM dated 4 June 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:

**Ordinary Resolutions 2 and 3 are conditional on Ordinary Resolution 1**, whereby:

- (a) if Ordinary Resolution 1 is not approved, Ordinary Resolutions 2 and 3 will not be deemed to be duly passed.
- (b) the passing of Ordinary Resolution 1 is not conditional on any of the other Ordinary Resolutions; and
- (c) the passing of Ordinary Resolutions 2 and 3 are not inter-conditional.

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

The Chairman informed that the Company had received questions relating to the Proposed Placement (as defined below) from a Shareholder prior to the EGM. The Chairman proceeded to address the questions at the EGM, as follows:

Shareholder's Questions:

In respect of the placement price of \$0.135, why is it much lower than the current share price. How can Shareholders participate in the placement? And why has the Company conducted multiple placements over the last 6 months?

Response:

As stated in the Company's Circular to Shareholders dated 4 June 2021 (the "**Circular**"), on Page 8, the Placement Price of S\$0.135 was arrived at pursuant to discussions with the Company's Placement Agent, SAC Capital Private Limited, taking into account, among others, the prevailing market price of the Shares and represents a discount of approximately 9.40% to the volume weighted average price of S\$0.149 for trades done on the SGX-ST on 6 May 2021, being the last full market day prior to the trading halt called by our Company and the execution of the Placement Agreement.

In respect of the rationale for the Proposed Placement as well as the use of proceeds, Shareholders may refer to the Circular, on Pages 11 to 13.

The Proposed Placement is undertaken by way of an exempt offering in Singapore in accordance with Section 274 (institutional investors) and Section 275 (accredited investors and certain other persons) of the Securities and Futures Act. Should Shareholders wish to participate in the Proposed Placement, they may contact the Company and/or the Placement Agent for more information.

6. **ORDINARY RESOLUTION 1: THE PROPOSED PLACEMENT OF UP TO 195,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT THE PLACEMENT PRICE OF S\$0.135 PER PLACEMENT SHARE**

The Chairman presented the first item on the agenda which was to seek Shareholders' approval for the Proposed Placement of up to 195,000,000 new ordinary shares in the capital of the Company at the Placement Price of S\$0.135 per Placement Share (the "**Proposed Placement**").

With the permission of the Shareholders, the proposed Ordinary Resolution 1 relating to the Proposed Placement 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 issue and allotment by the Company of up to 195,000,000 Placement Shares at the Placement Price of S\$0.135 per Placement Share, subject to the terms and conditions of the Placement Agreement;

- (b) the issue and allotment of up to 195,000,000 Placement Shares, whereby such Placement Shares shall be delivered to the end-placers freely transferable, free and clear of any pledge, lien, charge security interest, encumbrance, claim, equitable interest or other third party right whatsoever and shall rank *pari passu* with the existing Shares and carry all rights similar to the existing Shares at the time of the delivery; and
- (c) 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:

RESULTS	NO. OF SHARES FOR	NO. OF SHARES AGAINST	TOTAL
VOTE	437,286,300	30,000	437,316,300
PERCENTAGE	99.99%	0.01%	100%

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

7. **ORDINARY RESOLUTION 2: THE PROPOSED ISSUE AND ALLOTMENT OF UP TO 22,300,000 PLACEMENT SHARES AT THE PLACEMENT PRICE OF S\$0.135 PER PLACEMENT SHARE TO MR. HING CHOW YUEN**

The next item on the agenda was to seek Shareholders' approval for the Proposed Issue and Allotment of up to 22,300,000 Placement Shares at the Placement Price of S\$0.135 per Placement Share to Mr. Hing Chow Yuen (the “**Proposed Issue of Placement Shares to Mr. Hing Chow Yuen**”).

With the permission of the Shareholders, the proposed Ordinary Resolution 2 relating to the Proposed Issue of Placement 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 subject to and contingent upon the passing of Ordinary Resolution 1:

- (a) approval be and is hereby granted for the issue and allotment by the Company of up to 22,300,000 Placement Shares at the Placement Price of S\$0.135 per Placement Share to Mr. Hing Chow Yuen, subject to the terms and conditions of the Placement 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 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	379,481,500	30,000	379,511,500
PERCENTAGE	99.99%	0.01%	100%

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

8. **ORDINARY RESOLUTION 3: THE PROPOSED ISSUE AND ALLOTMENT OF UP TO 3,800,000 PLACEMENT SHARES AT THE PLACEMENT PRICE OF S\$0.135 PER PLACEMENT SHARE TO MR. CHEE TUCK HONG**

The last item on the agenda was to seek Shareholders' approval for the Proposed Issue and Allotment of up to 3,800,000 Placement Shares at the Placement Price of S\$0.135 per Placement Share to Mr. Chee Tuck Hong (the "**Proposed Issue of Placement Shares to Mr. Chee Tuck Hong**").

With the permission of the Shareholders, the proposed Ordinary Resolution 3 relating to the Proposed Issue of Placement 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 subject to and contingent upon the passing of Ordinary Resolution 1:

- (a) approval be and is hereby granted for the issue and allotment by the Company of up to 3,800,000 Placement Shares at the Placement Price of S\$0.135 per Placement Share to Mr. Chee Tuck Hong, subject to the terms and conditions of the Placement 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 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	404,326,300	30,000	404,356,300
PERCENTAGE	99.99%	0.01%	100%

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

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9. **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.

10. **END OF MEETING**

There being no other business, the Chairman declared the Meeting closed at 10.10 a.m. and thanked all present for attending the Meeting.

Signed as a correct record,

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Pierre Prunier  
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.*