

MEDINEX LIMITED
(the “Company”)
(Company Registration No.: 200900689W)
(Incorporated in the Republic of Singapore)

Minutes of the Annual General Meeting (“AGM”) of the Company held at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558, on Tuesday, 30 April 2019 at 2.00 p.m.

PRESENT

MEMBERS

As per Attendance Sheet

PROXY

As per Attendance Sheet

DIRECTORS

Mr. Tan Lee Meng	- Non-executive Chairman
Ms. Jessie Low Mui Choo	- Executive Director and Chief Executive Officer
Mr. Lim Tai Toon	- Lead Independent Non-executive Director
Mr. Wee Yiap Fook San	- Independent Non-executive Director

IN ATTENDANCE

As per Attendance Sheet

QUORUM

There being a quorum present, the Chairman of the Board declared the meeting open.

NOTICE OF MEETING

The notice convening the meeting, having been circulated and in the hands of the Members for the requisite period was, with the concurrence of the meeting, taken as read.

VOTING BY WAY OF POLL

The Chairman informed the Members present that all resolutions to be put forth at the meeting would be voted on by way of a poll. In order to expedite the proceedings, the poll would be conducted after all the motions had been formally tabled at the meeting.

The Chairman proceeded to conduct the following meeting proceedings.

ORDINARY BUSINESS

TABLING OF AUDITED FINANCIAL STATEMENTS

The Chairman addressed the first item on the Agenda and tabled the directors' statement and the Independent Auditors' Report of the Company for the financial year ended 31 December 2018 to the Members.

ORDINARY BUSINESS

RESOLUTION 1 – FINAL DIVIDEND

The following motion was tabled by the Chairman to the Members for vote:-

“That a final dividend (tax-exempt one-tier) of S\$0.0084 per ordinary share for the financial year ended 31 December 2018 be hereby approved.”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 2 – DIRECTORS' FEES

The following motion was tabled by the Chairman to the Members for vote:-

“That the payment of Directors' Fees of S\$8,125/- for the financial year ended 31 December 2018 be hereby approved.”

According to the result of the poll conducted subsequently, 42,331,670 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 3 – RE-ELECTION OF MR. TAN LEE MENG

As Resolution 3 relates to the re-election of Mr. Tan Lee Meng himself, the Chairman of the meeting, Ms. Jessie Low Mui Choo assisted in addressing this agenda item.

The following motion was tabled by Ms. Jessie Low to the Members for vote:-

“That Mr. Tan Lee Meng, be re-elected as a Director of the Company.”

According to the result of the poll conducted subsequently, 69,420,810 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

Mr. Tan Lee Meng resumed the Chair.

RESOLUTION 4 – RE-ELECTION OF MR. WEE YIAP FOOK SAN

The following motion was tabled by the Chairman to the Members for vote:-

“That Mr. Wee Yiap Fook San be re-elected as a Director of the Company.”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 5 – RE-ELECTION OF MR. LIM TAI TOON

The following motion was tabled by the Chairman to the Members for vote:-

“That Mr. Lim Tai Toon be re-elected as a Director of the Company.”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 6 - RE-APPOINTMENT OF AUDITORS

The Chairman tabled the following motion to the Members for vote:-

“That Messrs BDO LLP, be re-appointed as auditors of the Company at a remuneration to be fixed by the Directors”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

SPECIAL BUSINESS

RESOLUTION 7 – AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman advised that the Special Business of the agenda was to consider the motion as set out in the notice convening the meeting to grant authority to the Directors to allot and issue shares in the capital of the Company pursuant to the provisions of Section 161 of the Companies Act (Cap. 50) and the listing rules of the Singapore Exchange Securities Trading Limited.

The Chairman tabled the following motion to the Members for vote:-

- (a) *“That, pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore (the “Act”) and the listing rules of the Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalist (“Catalist Rules”), approval be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:*
- (i) *allot and issue shares in the capital of the Company whether by way of rights, bonus or otherwise;*
 - (ii) *make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, “Instruments”) including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;*
 - (iii) *issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and*
- (b) *(notwithstanding the authority conferred by the Shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always that:*
- (1) *the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed one hundred percent (100%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) to be issued other than on a pro rata basis to Shareholders of the Company does not exceed fifty percent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, and (subject to such manner of calculation as may be prescribed by the SGX-ST for the purpose of determining the aggregate number of shares that may be issued under this paragraph) for the purpose of this resolution, the issued share capital shall be the Company’s total number of issued shares excluding treasury shares and subsidiary holdings at the time this resolution is passed, after adjusting for:*
 - a) *new shares arising from the conversion or exercise of convertible securities, or*
 - b) *new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules, and*

- c) any subsequent bonus issue, consolidation or subdivision of the Company's shares;*
- (2) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and*
- (3) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier."*

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 8 – THE MEDINEX LIMITED PERFORMANCE SHARE PLAN (THE “MEDINEX PERFORMANCE SHARE PLAN”)

The Chairman tabled the following motion to the Members for vote:-

“That:

- (a) authority be and is hereby given to the Directors of the Company to offer and grant share awards in accordance with the Medinex Performance Share Plan; and*
- (b) approval be and is hereby given to the Directors to exercise full powers of the Company to allot and issue from time to time such number of shares as may be required to be allotted and issued pursuant to the award of shares under the Medinex Performance Share Plan,*

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares in the capital of the Company from time to time.”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

RESOLUTION 9 – THE MEDINEX LIMITED EMPLOYEE SHARE OPTION SCHEME (THE “MEDINEX EMPLOYEE SHARE OPTION SCHEME”)

The Chairman tabled the following motion to the Members for vote:-

“That:

- (a) authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the provisions of the Medinex Employee Share Option Scheme; and*
- (b) approval be and is hereby given to the Directors to exercise full powers of the Company to allot and issue from time to time such number of shares in the Company as may be required to be issued pursuant to the exercise of the options under the Medinex Employee Share Option Scheme,*

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares in the capital of the Company from time to time.”

According to the result of the poll conducted subsequently, 80,690,250 representing 100% voted for the resolution.

It was resolved that the resolution was unanimously approved.

There being no other business, the meeting concluded at 2.50 p.m. with a vote of thanks to the Chairman.

Signed as a correct record of the proceedings,

Tan Lee Meng
Chairman of the Board