

## GENERAL ANNOUNCEMENT::MINUTES OF ANNUAL GENERAL MEETING HELD ON 27 APRIL 2022

### Issuer & Securities

#### Issuer/ Manager

REVEZ CORPORATION LTD.

#### Securities

REVEZ CORPORATION LTD. - SGXE83751573 - RCU

#### Stapled Security

No

### Announcement Details

#### Announcement Title

General Announcement

#### Date & Time of Broadcast

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#### Announcement Sub Title

Minutes of Annual General Meeting held on 27 April 2022

#### Announcement Reference

SG220520OTHRKOJ7

#### Submitted By (Co./ Ind. Name)

Victor Neo

#### Designation

Executive Director, Chief Executive Officer and Deputy Board Chairman

#### Description (Please provide a detailed description of the event in the box below)

Please find attached the Minutes of Annual General Meeting held on 27 April 2022.

This announcement has been reviewed by the Company's Sponsor, Hong Leong Finance Limited. It has not been examined or approved by the Exchange and the Exchange 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 Ms. Vera Leong, Vice President, Hong Leong Finance Limited, at 16 Raffles Quay, #01-05 Hong Leong Building, Singapore 048581, telephone (+65) 6415 9881.

### Attachments

[Revez Minutes of AGM held on 27 April 2022.pdf](#)

Total size = 122K MB

**REVEZ CORPORATION LTD.**  
Registration No. 201119167Z  
(Incorporated in Singapore)

**MINUTES OF THE ANNUAL GENERAL MEETING OF REVEZ CORPORATION LTD. (THE “COMPANY”) HELD BY WAY OF ELECTRONIC MEANS ON WEDNESDAY, 27 APRIL 2022 AT 2.00 P.M.**

**PRESENT**

**Directors:**

In Person

Mr Koh Choon Hui, Board Chairman and Independent Director  
Mr Neo Wee Han Victor, Executive Director, Chief Executive Officer and Deputy Board Chairman  
Mr Lim Kian Sing, Executive Director and Group Chief Operating Officer

via live webcast

Mr Chang Yew Kong, Independent Director

Absent with Apologies

Mr Tan Chade Phang, Independent Director

**Shareholders:**

As set out in the attendance records maintained by the Company

**In Attendance (in person):**

Mr Leo Deng Hao, Group Financial Controller and Company Secretary  
Ms Wang Huifen (Amanda), Corporate Relations  
Ms Lim Ka Bee, Stone Forest CorpServe Pte Ltd  
Ms Jasline Wee, Stone Forest CorpServe Pte Ltd

**In Attendance (via live webcast):**

Mr Willy Ng, Moore Stephens LLP, External Auditor  
Ms Vera Leong, Hong Leong Finance Limited  
Mr Tang Yeng Yuen, Hong Leong Finance Limited  
Mr Shaune Tan, Hong Leong Finance Limited  
Mr Chee Yuen Joe, Boardroom Corporate & Advisory Services Pte Ltd  
Mr Chong Yao Wei, Reliance 3P Advisory Pte Ltd

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**COMMENCEMENT OF MEETING**

Mr Koh Choon Hui, the Chairman welcomed shareholders of the Company (“Shareholders”) who joined via live webcast to the Annual General Meeting (the “AGM” or “Meeting”) of the Company’. He informed the Shareholders that alternative arrangements were put in place for the AGM due to the COVID-19 restriction orders in Singapore.

Chairman introduced members of the Board of Directors, Company Secretary, Group Financial Controller and the External Auditor who were present at the AGM, either in person or via live webcast.

**QUORUM**

Chairman noted that a quorum was present and called the AGM to order.

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## **NOTICE**

The Notice of AGM dated 12 April 2022 which was published on SGXNet and the Company's website, was taken as read.

## **QUESTIONS FROM SHAREHOLDERS AND RESPONSES FROM THE COMPANY**

Chairman informed the Shareholders present that the Company's responses to all substantial and relevant questions received prior to the AGM had been published on the SGXNET and the Company's website on 22 April 2022.

Chairman also informed the Shareholders present that the Company had received additional queries on 26 April 2022 and shall respond to the said queries in due course and announce its responses via SGXNET.

## **VOTING ON RESOLUTIONS**

Next, Chairman informed that all Resolutions as set out in the Notice of AGM would be voted on by way of poll. Reliance 3P Advisory Pte Ltd. had been appointed as scrutineer ("Scrutineer") for the poll voting at the AGM. The Scrutineer had verified the proxy voting instructions received by the Company and the poll voting results.

Chairman informed the Meeting that he proposed all the Resolutions being tabled at the Meeting and would announce the results of the poll after each Resolution had been presented.

Chairman then proceeded with the agenda of the Meeting.

## **ROUTINE BUSINESS**

### **1) Ordinary Resolution 1: Adoption of the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2021 ("FY2021") together with the Auditor's Report thereon.**

The first item on the Notice of AGM was to receive the Directors' Statement and the Audited Financial Statements of the Company for FY2021 together with the Independent Auditors' Report thereon.

Ordinary Resolution 1 as follows:

"That the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with Auditor's Report thereon be and are hereby received and adopted."

The results of the poll were as follows:

<u>Ordinary Resolution 1</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 1 was duly carried.

2) **Ordinary Resolution 2: –  
Re-election of Mr. Koh Choon Hui, a Director retiring pursuant to Regulation 117 of the  
Constitution of the Company (“Constitution”)**

The second item on the Notice of AGM concerned the re-election of Mr. Koh Choon Hui as a Director of the Company.

Ordinary Resolution 2 as follows:

“That Mr. Koh Choon Hui, who is retiring pursuant to Regulation 117 of the Constitution, and being eligible, be and is hereby re-elected as a Director of the Company.”

The results of the poll were as follows:

<u>Ordinary Resolution 2</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 2 was duly carried.

3) **Ordinary Resolution 3:  
Re-election of Mr. Neo Wee Han Victor, a Director retiring pursuant to Regulation 117 of the  
Constitution**

The third item on the Notice of AGM pertained to the re-election of Mr. Neo Wee Han Victor as a Director of the Company.

Ordinary Resolution 3 as follows:

“That Mr. Neo Wee Han Victor, who is retiring pursuant to Regulation 117 of the Constitution, and being eligible, be and is hereby re-elected as a Director of the Company.”

The results of the poll were as follows:

<u>Ordinary Resolution 3</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 3 was duly carried.

4) **Ordinary Resolution 4:  
Approval of Directors’ fees of up to S\$140,000 for the financial year ending 31 December  
2022**

The fourth item on the Notice of AGM was to seek Shareholders’ approval for the payment of Directors’ fees of up to S\$140,000 for the financial year ending 31 December 2022.

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Ordinary Resolution 4 as follows:

“That the payment of Directors’ fees of up to S\$140,000 for the financial year ending 31 December 2022 be and is hereby approved.”

The results of the poll were as follows:

<u>Ordinary Resolution 4</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 4 was duly carried.

**5) Ordinary Resolution 5:**  
**Re-appointment of Messrs Moore Stephens LLP as Auditor of the Company and to authorise the Directors to fix their remuneration.**

The fifth item on the Notice of AGM concerned the re-appointment of auditor of the Company for the financial year ending 31 December 2022.

Ordinary Resolution 5 as follows:

“That Messrs Moore Stephens LLP be and are hereby re-appointed as Auditor of the Company, to hold office until the conclusion of the next annual general meeting and that the Directors be and are hereby authorised to fix their remuneration.”

The results of the poll were as follows:

<u>Ordinary Resolution 5</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 5 was duly carried.

Chairman then proceeded to deal with the agenda items under Special Business of the AGM.

**SPECIAL BUSINESS**

**6) Ordinary Resolution 6:**  
**Authority to allot and issue shares in the capital of the Company (“Shares”)**

The Meeting was informed that pursuant to Section 161 of the Companies Act 1967 and Rule 806 of Catalist Rules, shareholders’ approval is required for the Directors to issue new shares in the Company. The full text of Ordinary Resolution 6 was set out in the Notice of AGM.

Ordinary Resolution 6 as follows:

“That pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Catalist Rules, authority be and is hereby given to the Directors to allot and issue shares (“**Shares**”) and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise)

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:

- (i) the aggregate number of Shares and convertible securities to be issued pursuant to this Resolution does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares and convertible securities to be issued other than on a *pro rata* basis to existing shareholders of the Company does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the 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 any convertible securities;
  - (b) new Shares arising from exercising share options or vesting of share awards, 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 sub-division of Shares;provided such adjustments in sub-paragraphs (ii)(a) and (b) above are made in respect of new Shares arising from the conversion or exercise of any convertible securities, share options or share awards which were issued and are outstanding or subsisting at the time of passing of this Resolution;
- (iii) 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; and
- (iv) unless revoked or varied by the Company in a general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.”

The results of the poll were as follows:

<u>Ordinary Resolution 6</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 6 was duly carried.

**7) Ordinary Resolution 7:  
Authority to offer and grant and allot and issue shares under the Revez's Performance Share Plan**

The last item on the Notice of AGM was to authorise the Directors to offer and grant awards and allot and issue shares pursuant to the Company's Performance Share Plan. The full text of Ordinary Resolution 7 was set out in the Notice of AGM.

Chairman informed the Meeting that all shareholders who are Directors and employees of the Company and its subsidiaries (the "**Group**") had abstained from voting on this Resolution.

Ordinary Resolution 7 as follows:

"That the Directors of the Company be and are hereby authorised to:

- (i) offer and grant awards ("**Awards**") in accordance with the provisions of the Revez Performance Share Plan ("**Share Plan**") and pursuant to Section 161 of the Companies Act 1967:
  - (a) to allot and issue from time to time, such number of fully paid-up new Shares as may be required to be delivered pursuant to the vesting of the Awards under the Share Plan; and
  - (b) (notwithstanding the authority conferred by this resolution may have ceased to be in force), to allot and issue from time to time such number of fully-paid new Shares as may be required to be delivered pursuant to any Awards granted by the Directors in accordance with the Share Plan awarded while the authority conferred by this resolution was in force; and
- (ii) subject to the same being allowed by law, apply any Shares purchased under any share purchase mandate and to deliver such existing Shares (including treasury Shares) towards the satisfaction of Awards granted under the Share Plan,

PROVIDED THAT the aggregate number of Shares to be issued or transferred pursuant to the Awards under the Share Plan on any date, when aggregated with the number of Shares over which options or awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15% of the total number of issued Shares of the Company excluding subsidiary holdings and treasury Shares on the day preceding that date."

The results of the poll were as follows: -

<u>Ordinary Resolution 7</u>		<u>No. of Votes</u>	<u>Percentage (%)</u>
Votes For	:	103,127,800	73.62
Votes Against	:	36,959,996	26.38

Chairman declared that Ordinary Resolution 7 was duly carried.

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**CONCLUSION**

There being no other business, Chairman thanked the Shareholders for their attendance and declared the AGM closed at 2.15 p.m.

Confirmed as a Correct Record

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Koh Choon Hui  
Chairman of the Meeting