

**GENERAL ANNOUNCEMENT::MINUTES OF ANNUAL GENERAL MEETING HELD ON 27 APRIL 2023**

## Issuer &amp; Securities

## Issuer/ Manager

REVEZ CORPORATION LTD.

## Securities

REVEZ CORPORATION LTD. - SGXE83751573 - RCU

## Stapled Security

No

## Announcement Details

## Announcement Title

General Announcement

## Date &amp; Time of Broadcast

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## Announcement Sub Title

Minutes of Annual General Meeting Held on 27 April 2023

## Announcement Reference

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

Gwendolin Lee Soo Fern

## Designation

Company Secretary

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

Please refer to the attached.

This announcement has been prepared by REVEZ Corporation Ltd. ("Company") and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited ("Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Mr. Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881

### Attachments

 [Revez AGM Minutes - 27 April 2023 final.pdf](#)

Total size = 77K MB

**REVEZ CORPORATION LTD.**  
(Incorporated in Singapore)  
(Company Registration No: 201119167Z)  
(the “**Company**”)

**MINUTES OF ANNUAL GENERAL MEETING HELD BY ELECTRONIC MEANS**

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- DATE** : Thursday, 27 April 2023
- TIME** : 2.00 p.m.
- CHAIRMAN** : Mr Lim Yeow Hua
- PRESENT** : Board of Directors  
Mr Lim Yeow Hua – Chairman and Independent Director  
Mr Lim Soon Tong – Independent Director  
Mr Tan Kim Swee Bernard – Non-Executive Director  
Ms Jennifer Zhang Dan – Executive Director, Group Financial Controller
- IN ATTENDANCE** : Shareholders, members of Management and other external professionals who attended via “live” webcast, as set out in the attendance records maintained by the Company.

**1. INTRODUCTION & QUORUM**

- 1.1. Mr Lim Yeow Hua, Chairman of the Company, welcomed shareholders to the Company’s Annual General Meeting (“**AGM**” or the “**Meeting**”). As a quorum was present, the Chairman declared the Meeting open.
- 1.2. The Chairman introduced the Board of Directors (“**Board**”), Management team, the Company Secretaries, Auditors and other professionals present at the AGM.

**2. POLL VOTING & APPOINTMENT OF CHAIRMAN OF MEETING AS PROXY**

- 2.1. The meeting noted that voting was conducted by poll. Convene SG Pte Ltd (“**Convene**”) and Reliance 3P Advisory Pte Ltd had been appointed as polling agent and independent scrutineer, respectively. The validity of the proxies submitted by shareholders had been duly reviewed and the votes of all such valid proxies had been duly counted and verified.
- 2.2. The Chairman informed shareholders that he had been appointed as proxy by some shareholders would be voting in accordance with their instructions.

**3. QUESTION & ANSWERS**

- 3.1. The Chairman informed the Meeting that there were no questions received in advance of the AGM from shareholders.
- 3.2. The Chairman then accorded shareholders time to raise any questions they may have in respect of the motions tabled the Meeting. There were no questions raised by shareholders at the Meeting.

**4. NOTICE OF AGM**

- 4.1. The Notice convening the AGM dated 12 April 2023 (“**Notice**”) was taken as read.
- 4.2. The Chairman informed shareholders that as Chairman of the Meeting, he along with Mr Tan Kim Swee Bernard would be proposing the motions for the resolutions.

**ORDINARY BUSINESS:**

**5. ORDINARY RESOLUTION 1 – DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS**

5.1. The first resolution was to receive and adopt Directors’ Statement and Audited Financial Statements together with the Auditors’ Report thereon, for the financial year ended 31 December 2022.

5.2. The motion was duly proposed by the Chairman.

**6. ORDINARY RESOLUTION 2 – RE-ELECTION OF MR LIM YEOW HUA**

6.1. The Meeting was informed that Mr Lim Yeow Hua, who was retiring pursuant to Regulation 122 of the Company’s Constitution, had given his consent to remain in the office.

6.2. The Nominating Committee (“**NC**”) and the Board had reviewed and recommended Mr Lim’s re-election as a Director. The Meeting noted that Mr Lim would upon re-election, remain as Independent Director and Board Chairman of the Company, Chairman of the Audit & Risk Committee (“**ARC**”), Chairman of the NC and as a member of the Remuneration Committee (“**RC**”). Mr Lim is considered independent for the purposes of Rule 704(7) of the Catalist Rules.

6.3. The motion was duly proposed by Mr Tan Kim Swee Bernard.

**7. ORDINARY RESOLUTION 3 – RE-ELECTION OF MR LIM SOON TONG**

7.1. The Meeting was informed that Mr Lim Soon Tong, who was retiring pursuant to Regulation 122 of the Company’s Constitution, had given his consent to remain in the office.

7.2. The NC and the Board had reviewed and recommended Mr Lim’s re-election as a Director. The Meeting noted that Mr Lim would upon re-election, remain as an Independent Director of the Company, Chairman of the RC and member of the ARC and NC. Mr Lim is considered independent for the purposes of Rule 704(7) of the Catalist Rules.

7.3. The motion was duly proposed by the Chairman.

**8. ORDINARY RESOLUTION 4 – RE-ELECTION OF MR TAN KIM SWEE BERNARD**

8.1. The Meeting was informed that Mr Tan Kim Swee Bernard, who was retiring pursuant to Regulation 122 of the Company’s Constitution, had given his consent to remain in the office.

8.2. The NC and the Board had reviewed and recommended Mr Tan’s re-election as a Director. The Meeting noted that Mr Tan would upon re-election, remain as a Non-Independent, Non-Executive Director of the Company.

8.3. The motion was duly proposed by the Chairman.

**9. ORDINARY RESOLUTION 5 – RE-ELECTION OF MS JENNIFER ZHANG DAN**

9.1. The Meeting was informed that Ms Jennifer Zhang Dan, who was retiring pursuant to Regulation 122 of the Company’s Constitution, had given her consent to remain in the office.

9.2. The NC and the Board had reviewed and recommended Ms Zhang’s re-election as a Director. The Meeting noted that Ms Zhang would upon re-election, remain as an Executive Director of the Company.

9.3. The motion was duly proposed by the Chairman.

**10. ORDINARY RESOLUTION 6 – DIRECTORS’ FEES FOR FY2023**

10.1. Resolution 6 is to approve the payment of Directors’ fees of up to S\$100,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears.

10.2. The motion was duly proposed by the Chairman.

**11. ORDINARY RESOLUTION 7 – RE-APPOINTMENT OF AUDITORS**

- 11.1. Resolution 7 is to approve the re-appointment of Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.  
11.2. The motion was duly proposed by the Chairman.

**SPECIAL BUSINESS**

There being no other ordinary business, the Chairman proceeded to deal with the special business of the Meeting.

**12. ORDINARY RESOLUTION 8 – AUTHORITY TO ALLOT AND ISSUE SHARES**

- 12.1. Resolution 8 is to authorise the Directors to allot and issue shares in the Company and the full text of the resolution as set out in the Notice was taken as read.  
12.2. The motion was duly proposed by the Chairman.

**13. ORDINARY RESOLUTION 9 – AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE REVEZ'S PERFORMANCE SHARE PLAN**

- 13.1. Resolution 9 is to authorise the Directors to allot and issue shares under the Revez's Performance Share Plan and the full text of the resolution as set out in the Notice was taken as read.  
13.2. The motion was duly proposed by the Chairman.

**14. POLL VOTING & POLL COUNT**

Having dealt with the formalities of the poll voting, the Chairman informed shareholders that the Meeting would be adjourned for a short interval for the poll count to be conducted by Convene.

*A short intermission was provided for the poll count.*

**15. POLL VOTING RESULTS**

- 15.1. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 1 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b><u>Ordinary Resolution 1</u></b>  Adoption of Directors' Statement and Audited Financial Statements together with the Auditors' Report thereon, for the financial year ended 31 December 2022.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That the Directors' Statement and Audited Financial Statements together with the Auditors' Report thereon, for the financial year ended 31 December 2022 be received and adopted."*

- 15.2. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 2 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b><u>Ordinary Resolution 2</u></b> Re-appointment of Mr Lim Yeow Hua, a Director retiring in accordance with Regulation 122 of the Company's Constitution.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That Mr Lim Yeow Hua be re-appointed as a Director of the Company."*

- 15.3. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 3 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b><u>Ordinary Resolution 3</u></b> Re-appointment of Mr Lim Soon Tong, a Director retiring in accordance with Regulation 122 of the Company's Constitution.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That Mr Lim Soon Tong be re-appointed as a Director of the Company."*

- 15.4. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 4 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b><u>Ordinary Resolution 4</u></b> Re-appointment of Mr Tan Kim Swee Bernard, a Director retiring in accordance with Regulation 122 of the Company's Constitution.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That Mr Tan Kim Swee Bernard be re-appointed as a Director of the Company."*

- 15.5. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 5 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b>Ordinary Resolution 5</b> Re-appointment of Ms Jennifer Zhang Dan, a Director retiring in accordance with Regulation 122 of the Company's Constitution.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That Ms Jennifer Zhang Dan be re-appointed as a Director of the Company."*

- 15.6. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 6 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b>Ordinary Resolution 6</b> Payment of Directors' fees of up to S\$100,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That payment of Directors' fees of up to S\$100,000/- for the financial year ending 31 December 2023, to be paid quarterly in arrears (2022: S\$140,000/-) be approved."*

- 15.7. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 7 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b>Ordinary Resolution 7</b> Re-appointment of Messrs Moore Stephens LLP as the Company's Auditors and to authorise the Company's Directors to fix their remuneration.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*“That Messrs Moore Stephens LLP be re-appointed as Auditors of the Company and the Directors of the Company be authorised to fix their remuneration.”*

- 15.8. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 8 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b>Ordinary Resolution 8</b> Authority to allot and issue Shares.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*“That pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”) and Rule 806 of the Listing Manual Section B: Rules of Catalist (“Catalist Rules”) of the Singapore Exchange Securities Trading Limited (“SGX-ST”), authority be and is hereby given to the Directors of the Company to:*

- (a) (i) *allot and issue shares in the Company (“Shares”) whether by way of rights, bonus or otherwise; and/or*
- (ii) *make or grant offers, agreements or options (collectively, “Instruments”) that might or would require Shares to be issued, including but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and*
- (b) *notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:*
- (i) *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) shall not exceed 100% of the Company’s total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b)(ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the Company’s total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b)(ii) below);*
- (ii) *subject to such calculation 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 (b)(i) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, at the time this Resolution is passed after adjusting for:*



- (a) *new Shares arising from the conversion or exercise of the Instruments or any convertible securities which are issued and outstanding or subsisting at the time of the passing of this Resolution;*
- (b) *new Shares arising from exercising share options or vesting of share awards which are issued and outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of Catalist Rules; and*
- (c) *any subsequent bonus issue, consolidation or subdivision of Shares;*
- (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 SGX-ST) and the Company's Constitution; and*
- (iv) *unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (i) the conclusion of the next Annual General Meeting of the Company or (ii) the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier."*

15.9. Based on the results of the poll as set out below, the Chairman declared Ordinary Resolution 9 carried:

Resolution Number and Details	For		Against		Total Number 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 (%)	
<b>Ordinary Resolution 9</b> Authority to allot and issue Shares under the Revez's Performance Share Plan.	101,775,065	100	0	0	101,775,065

IT WAS RESOLVED:

*"That pursuant to Section 161 of the Companies Act, and the provisions of the Revez's Performance Share Plan ("**Share Plan**"), authority be and is hereby given to the Directors of the Company to allot and issue from time to time such number of Shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Share Plan, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the Share Plan shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time."*

## 16. CONCLUSION

There being no other business to transact, the Chairman declared the AGM of the Company closed at 2.20 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD  
OF PROCEEDINGS HELD

LIM YEOW HUA  
CHAIRMAN