

GENERAL ANNOUNCEMENT::MINUTES OF EXTRAORDINARY GENERAL MEETING HELD ON 27 JUNE 2023**Issuer & Securities****Issuer/ Manager**

REVEZ CORPORATION LTD.

Securities

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Minutes of Extraordinary General Meeting held on 27 June 2023

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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.

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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 - EGM Minutes 27Jun2023 final.pdf](#)

Total size =56K MB

REVEZ CORPORATION LTD.

(Incorporated in Singapore)
(Registration No. 201119167Z)
(the “Company”)

MINUTES OF EXTRAORDINARY GENERAL MEETING HELD BY ELECTRONIC MEANS

- DATE** : Tuesday, 27 June 2023
- TIME** : 4.00 p.m.
- PRESENT** : **Board of Directors**
Mr Lim Yeow Hua – Board Chairman, Independent Director
Mr Lim Soon Tong – Independent Director
Mr Chew Eng Seng – Independent Director
Mr Tan Kim Swee Bernard – Non-Independent, Non-Executive Director
Ms Jennifer Zhang Dan – Executive Director and Group Financial Controller
- IN ATTENDANCE/
BY INVITATION** : Shareholders, members of Management and other external professionals who attended via “live” webcast, as set out in the attendance records maintained by the Company.
- CHAIRMAN OF
THE MEETING** : Mr Lim Yeow Hua

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular to the shareholders of the Company dated 12 June 2023 (the “Circular”).

1. INTRODUCTION & QUORUM

- 1.1 The Chairman welcomed shareholders to the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”) of the Company.
- 1.2 As a quorum was present, the Chairman declared the EGM open.
- 1.3 The Chairman introduced the Board of Directors (“**Board**”), Management team and other professionals present at the EGM.

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

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

3. QUESTIONS & ANSWERS (“Q&A”)

- 3.1 It was noted that the Company did not receive any questions from shareholders in advance of the EGM.
- 3.2 The Chairman accorded shareholders time to raise questions during the Q&A session, before the motions were proposed. There being no questions the Chairman declared the Q&A session closed.

4. NOTICE OF EGM

The Notice of EGM dated 12 June 2023 (“**Notice**”) was taken as read.

5. ORDINARY RESOLUTION 1: THE PROPOSED DIVERSIFICATION INTO THE HEALTHCARE BUSINESS

5.1 The first resolution was to approve the Company’s Proposed Diversification into the Healthcare Business.

5.2 The motion was duly proposed by the Chairman.

6. THE PROPOSED TRANCHE 2 SUBSCRIPTION SHARES

The Shareholders noted that the subscription of the Tranche 2 Subscription Shares by Daniel Tan Yik Keong and Lim Quee Lan were inter-conditional and would be completed simultaneously. If any of the Tranche 2 Subscribers do not proceed to complete their respective Proposed Tranche 2 Subscription, the other remaining Tranche 2 Subscribers would not subscribe for the Tranche 2 Subscription Shares.

7. ORDINARY RESOLUTION 2: THE PROPOSED TRANCHE 2 SUBSCRIPTION WITH RESPECT TO DANIEL TAN YIK KEONG

7.1 Resolution 2 was to approve the issuance of Tranche 2 Subscription Shares at an Issue Price of S\$0.1039 to Daniel Tan Yik Keong (subject to and contingent upon the passing of Ordinary Resolution 3).

7.2 The motion was duly proposed by the Chairman.

8. ORDINARY RESOLUTION 3: THE PROPOSED TRANCHE 2 SUBSCRIPTION WITH RESPECT TO LIM QUEE LAN AND THE ALLOTMENT AND ISSUANCE OF SUBSCRIPTION SHARES AS AN INTERESTED PERSON TRANSACTION

8.1 Resolution 3 was to approve the issuance of Tranche 2 Subscription Shares at an Issue Price of S\$0.1039 to Lim Quee Lan, as an interested person transaction under Chapter 9 of the Catalist Rules (subject to and contingent upon the passing of Ordinary Resolution 2).

8.2 The motion was duly proposed by the Chairman.

9. ORDINARY RESOLUTION 4: THE PROPOSED ACQUISITION

9.1 Resolution 4 was to approve the Proposed Acquisition of Magenta Wellness Pte. Ltd. (“**Magenta Wellness**”) (subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 3 and the completion of the Proposed Tranche 2 Subscriptions).

9.2 The Chairman informed shareholders that the Proposed Acquisition would constitute a part of the Group’s Proposed Diversification of business into the healthcare industry. Upon completion of the Proposed Acquisition, Magenta Wellness shall become a 60% subsidiary of the Company, and the day-to-day operations would continue to be managed by Magenta Wellness’ current management team.

9.3 The motion was duly proposed by the Chairman.

10. 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.

11. POLL VOTING RESULTS

11.1 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	Percentage (%)	Number of shares	Percentage (%)	
<u>Ordinary Resolution 1</u> The Proposed Diversification into the Healthcare Business	132,211,815	100.00	0	0	132,211,815

IT WAS RESOLVED:

“That:

- (a) the Proposed Diversification into the Healthcare Business be and is hereby approved; 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.”*

11.2 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	Percentage (%)	Number of shares	Percentage (%)	
<u>Ordinary Resolution 2</u> The Proposed Tranche 2 Subscription with respect to Daniel Tan Yik Keong	78,787,125	100.00	0	0	78,787,125

IT WAS RESOLVED:

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

- (a) the Proposed Tranche 2 Subscription with respect to the issuance of Tranche 2*

Subscription Shares at an Issue Price of S\$0.1039 to Daniel Tan Yik Keong be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Tranche 2 Subscription in accordance with the Tranche 2 Subscription Agreements with respect to Daniel Tan Yik Keong, and any other transactions and/or ancillary documents contemplated under the Tranche 2 Subscription Agreements with respect to Daniel Tan Yik Keong; 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."*

11.3 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	Percentage (%)	Number of shares	Percentage (%)	
<u>Ordinary Resolution 3</u> The Proposed Tranche 2 Subscription with respect to Lim Quee Lan and the allotment and issuance of Subscription Shares as an Interested Person Transaction	83,875,190	100.00	0	0	83,875,190

IT WAS RESOLVED:

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

- (a) *the Proposed Tranche 2 Subscription with respect to the issuance of Tranche 2 Subscription Shares at an Issue Price of S\$0.1039 to Lim Quee Lan be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Tranche 2 Subscription in accordance with the Tranche 2 Subscription Agreements with respect to Lim Quee Lan, and any other transactions and/or ancillary documents contemplated under the Tranche 2 Subscription Agreements with respect to Lim Quee Lan, as an interested person transaction under Chapter 9 of the Catalist Rules; 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."*

11.4 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	Percentage (%)	Number of shares	Percentage (%)	
Ordinary Resolution 4 The Proposed Acquisition	132,211,815	100.00	0	0	132,211,815

IT WAS RESOLVED:

“That subject to and contingent upon the passing of Ordinary Resolution 1, Ordinary Resolution 2 and Ordinary Resolution 3 and the completion of the Proposed Tranche 2 Subscription:

- (a) the Proposed Acquisition be and is hereby approved; 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.”*

12 CONCLUSION

There being no further business, the Chairman declared the EGM closed at 4:15 p.m. and thanked shareholders for their attendance and support.

CONFIRMED AS A TRUE RECORD
OF PROCEEDINGS HELD

LIM YEOW HUA
CHAIRMAN