

**RH PETROGAS LIMITED  
EXTRAORDINARY GENERAL MEETING HELD ON 15 JUNE 2021**

**RH PETROGAS LIMITED**  
(the “Company”)  
(Company Registration No.: 198701138Z)  
(Incorporated in the Republic of Singapore)

**MINUTES OF EXTRAORDINARY GENERAL MEETING**

**PLACE** : Held by way of electronic means (through live webcast comprising both video (audio-visual) and audio-only feeds).  
**DATE** : Tuesday, 15 June 2021  
**TIME** : 10.00 a.m.  
**PRESENT** : As set out in the attendance records maintained by the Company

**1. CHAIRMAN**

Dato’ Sri Dr Tiong Ik King, the Chairman of the Company, had invited Mr Chang Cheng-Hsing Francis, the Group CEO and Executive Director to chair this Extraordinary General Meeting (“**Meeting**” or “**EGM**”) of the Company, convened and held by way of electronic means on Tuesday, 15 June 2021 at 10.00 a.m., pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and as amended by the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No.2) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No.3) Order 2020.

Mr Chang Cheng-Hsing Francis (the “**Chairman**”) after having ascertained from BoardRoom Corporate & Advisory Services Pte. Ltd., the Company’s Share Registrar (the “**Share Registrar**”) that a quorum at the Meeting was verified as attending by electronic means, acknowledged such members who were verified as attending the Meeting by electronic means and called the Meeting to order at 10.00 a.m. The Chairman introduced all the Directors of the Company to those present at the Meeting.

**2. NOTICE**

The Notice of Meeting dated 24 May 2021 (the “**Notice**”), which was previously published on the SGX website and made available on the Company’s website, was taken as read.

The Chairman informed the Meeting that all resolutions at the Meeting would be put to vote by way of poll. The Chairman updated that the Company had received the proxy forms of members who had appointed the Chairman of the Meeting as their proxy to vote on their behalf at this Meeting. The Chairman explained that DrewCorp Services Pte. Ltd. had been appointed as scrutineer (the “**Scrutineer**”) for the poll, that the Share Registrar had assisted as polling agent, that all proxy forms were submitted not less than 48 hours before the Meeting, that the number of votes for and against each resolution had been verified by the Scrutineer and that the Chairman had received the polling results (the “**Scrutineer’s Certificate**”) from the Scrutineer and he would announce the results of the votes after each resolution has been presented and proposed. A copy of the Scrutineer’s Certificate is to be filed together with these minutes.

The Chairman further explained that members would not be allowed to ask questions during this live webcast of the Meeting. In lieu, members had been given the opportunity to submit their questions relating to the resolutions to be tabled for approval at the Meeting, by electronic mail prior to the Meeting. The Company had not received any questions from the shareholders.

The Chairman proceeded to provide the shareholders with a summary that this EGM had been convened to seek Shareholders’ approval for two separate special resolutions. The first was for

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the proposed adoption of the new constitution of the Company (the “**New Constitution**”). The second was for the proposed replacement of the objects clauses in the New Constitution with a general powers provision.

Regarding the first special resolution, the Company had proposed to adopt the New Constitution, which would consist of the memorandum and articles of association of the Company which were in force immediately before 30 January 2006 (the “**Existing Constitution**”) and would incorporate amendments to take into account the changes to the Companies Act introduced pursuant to the Companies Amendment Acts of 2005, 2014 and 2017.

The New Constitution also contained updated provisions which were consistent with the listing rules of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) prevailing as at 5 May 2021, being the latest practicable date prior to the printing of the Circular to Shareholders dated 24 May 2021 (the “**Circular**”), in compliance with Rule 730(2) of the Listing Manual of the SGX-ST. In addition, the Company was taking the opportunity to include provisions in the New Constitution to address the personal data protection regime in Singapore and to facilitate the implementation of a scrip dividend scheme by the Company if so desired in future, and also to streamline, rationalise and refine the language used in and to amend certain other provisions.

With regards to the second special resolution, the Company was proposing to replace the objects clauses in the Existing Constitution with a general powers provision giving the Company full capacity to carry on or undertake any business or activity, do any act or enter into any transaction, subject to the provisions of the Companies Act and any other written law and the Constitution. In line with the Registrar’s Interpretation No. 1 of 2019 issued by The Accounting and Corporate Regulatory Authority (“**ACRA**”) on 15 May 2019, the Company proposed to do so via a separate special resolution, the passing of which was contingent upon the passing of the special resolution for the adoption of the New Constitution. In other words, the objects clauses in the Existing Constitution will be retained in Article 4 of the New Constitution proposed to be adopted pursuant to the first special resolution and thereafter the second special resolution was proposed to be passed as a separate resolution to replace such objects clauses with a new general powers provision. A further explanation on the Registrar’s Interpretation No. 1 of 2019, has been set out in paragraph 3.1 of the Circular, which may be found on pages 25 and 26 of the Circular.

**3. SPECIAL RESOLUTION 1 – THE PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY**

The Chairman presented the first item on the Notice, which was for the proposed adoption of the New Constitution.

The following resolution was proposed by the Chairman:

“That:

- (a) the New Constitution submitted to this Meeting and reproduced in its entirety in Appendix 1 to the Circular be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary to give effect to this Special Resolution.”

The Chairman announced that based on the Scrutineer’s Certificate, 344,698,240 shares had voted for and nil shares cast against the resolution respectively. The Chairman declared the resolution unanimously carried.

**RH PETROGAS LIMITED  
EXTRAORDINARY GENERAL MEETING HELD ON 15 JUNE 2021**

**4. SPECIAL RESOLUTION 2 – THE PROPOSED REPLACEMENT OF THE OBJECTS CLAUSES IN THE NEW CONSTITUTION WITH A GENERAL POWERS PROVISION**

The Chairman presented the second item on the Notice, which was for the proposed replacement of the objects clauses in the New Constitution with a general powers provision.

The following resolution was proposed by the Chairman:

“That subject to and contingent upon the passing of Special Resolution 1:

- (a) Article 4 (i.e. the objects clauses) in the New Constitution be deleted in its entirety and replaced with a new Article 4 (i.e. a general powers provision) as set out in Appendix 3 to the Circular; and
- (b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary to give effect to this Special Resolution.”

Based on the Scrutineer’s Certificate, 344,698,240 shares had voted for and nil shares cast against the resolution respectively. The Chairman declared the resolution unanimously carried.

**5. ANY OTHER BUSINESS**

The Chairman informed that no notice was received in respect of any other business that may be properly transacted at the Meeting.

**6. END OF MEETING**

There being no other business to transact, the Chairman declared the Meeting closed at 10.15 a.m. and thanked everyone for their attendance.

CONFIRMED BY:

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Chang Cheng-Hsing Francis  
Chairman of the Meeting