
**MINUTES OF ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON 20 MAY 2020**

OUE Lippo Healthcare Limited (the “**Company**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, the holding of general meetings of companies;
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Singapore Exchange Regulation and the Monetary Authority of Singapore on 13 April 2020 providing additional guidance on conduct of general meetings during the period when elevated safe distancing measures are in place (the “**Guidance**”); and
- (d) the Notice of Annual General Meeting (the “**AGM**”) dated 28 April 2020 and the accompanying announcement released by the Company providing shareholders with more information on the alternative arrangements adopted for the AGM of the Company.

Pursuant to the Order and the Guidance, the Company is required to publish minutes of meeting within one month after the date of the AGM on SGXNET and, if available, its corporate website.

Please refer to **Annex A** hereto for the minutes of the AGM of the Company (the “**Minutes**”) which was convened and held by way of electronic means on Wednesday, 20 May 2020 at 2:00 p.m. The Minutes have also been published on our corporate website and may be accessed at the URL https://investor.ouelh.com/agm_egm.html.

The Company would like to thank all shareholders for their patience and co-operation in enabling us to hold our AGM successfully with the optimum safe distancing measures amidst the current COVID-19 pandemic.

OUE Lippo Healthcare Limited

Company Registration No. 201304341E

(In receivership over charged shares in certain subsidiaries)

6 Shenton Way, #10-09A, OUE Downtown 2, Singapore 068809

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By Order of the Board
OUE Lippo Healthcare Limited

Mr. Yet Kum Meng
Chief Executive Officer and Executive Director
12 June 2020

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"), in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst.*

This announcement has not been examined or approved by the SGX-ST. The SGX-ST 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 Gillian Goh, Director, Head of Continuing Sponsorship (Mailing address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).

ANNEX A

OUE LIPPO HEALTHCARE LIMITED
(In receivership over charged shares in certain subsidiaries)
(Registration No. 201304341E)
(the "Company")

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS ON WEDNESDAY, 20 MAY 2020 AT 2:00 P.M.

PRESENT

Board of Directors

(in attendance)

- Mr Lee Yi Shyan - *Chairman and Non-Independent and Non-Executive Director*
- Mr Yet Kum Meng - *Chief Executive Officer and Executive Director*

(attended via video conference)

- Mr Tadahiro Kiyosu - *Non-Independent and Non-Executive Director*
- Mr Roger Tan Chade Phang - *Lead Independent and Non-Executive Director*
- Mr Eric Sho Kian Hin - *Independent and Non-Executive Director*
- Mr Jackson Tay Eng Kiat - *Independent and Non-Executive Director*
- Mr Johji Sato - *Independent and Non-Executive Director*

Shareholders (attended via live webcast or audio conference)

As per attendance list separately maintained by the Company.

Company Secretary (attended via live webcast)

Ms Fazilah Abdul Rahman

BY INVITATION (attended via live webcast or video conference)

From the Company

- Mr Vincent Yik - *Chief Financial Officer*

Auditor – KPMG LLP

- Ms Teo Han Jo - *Partner-in-Charge*
- Ms Perzy Chin

Sponsor – PrimePartners Corporate Finance Pte. Ltd.

Ms Gillian Goh
Mr Saville Loh

Legal Advisor – Rajah & Tann Singapore LLP

Ms Sandy Foo
Mr Mark Cheng
Mr Jansen Chow
Mr Goh Jun Yi
Ms Charmaine Saw

Scrutineer – Samas Management Consultants Pte. Ltd.

Mr Benny Lum

The full attendance record (based on list of login credentials issued) is separately maintained by the Company Secretary.

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1. CHAIRMAN

Mr Lee Yi Shyan, the Chairman of the Annual General Meeting (the "**Chairman**"), welcomed all attendees to the Annual General Meeting (the "**Meeting**") on behalf of the Board of Directors of the Company (the "**Board**").

The Chairman informed the Meeting that as stated in the Notice of Annual General Meeting dated 28 April 2020 (the "**Notice**"), the Meeting is being convened pursuant to the COVID-19 alternative arrangements legislation(s) (the "**COVID-19 Legislation**", including the COVID-19 (Temporary Measures) Act 2020 and COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020).

2. QUORUM

In accordance with the COVID-19 Legislation, a quorum is formed by 2 members of the company personally or electronically present. Having ascertained that a quorum was present, the Chairman declared the Meeting open.

3. NOTICE AND INTRODUCTION

The Chairman took the Notice as read and informed the Meeting that:

- (i) all votes on the resolutions to be tabled at the Meeting would be by proxy and only the Chairman may be appointed as a proxy. All resolutions tabled at the Meeting would be voted by poll and counted based on the proxy forms that were submitted to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at least 48 hours before the Meeting by either post or via email. No other forms of voting would be conducted during the Meeting;
- (ii) validity of the proxies submitted by the shareholders by the submission deadline had been reviewed and the votes of all such valid proxies have been counted and verified by Samas Management Consultants Pte. Ltd., who have been appointed as scrutineers for the poll;
- (iii) the Chairman would be voting in accordance with the shareholders' instructions; and
- (iv) the Company had invited shareholders who wished to ask questions related to the resolutions to be tabled for approval at the Meeting to submit them in advance by either post or via email. As at the cut-off date on 15 May 2020 at 2:00 p.m., the Company had not received any questions from shareholders.

4. ORDINARY RESOLUTION 1: DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

The motion to approve and adopt the Directors' Statement and Audited Financial Statements of the Company and its subsidiaries (the "**Group**") for the financial year ended 31 December 2019 and the Auditors' Report thereon was proposed by the Chairman and put to vote.

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The results of the proxy voting for Ordinary Resolution 1 was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 1.

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 1 carried by a majority vote, and it was:

RESOLVED THAT the Directors' Statement and Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2019 and the Auditors' Report thereon be and are hereby received and adopted.

5. ORDINARY RESOLUTION 2: DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

It was noted that in view of the COVID-19 outbreak and its potential economic impact to the Group and as a show of solidarity with the Group's stakeholders, the Directors would be taking a 10% voluntary reduction in the Directors' Fees accrued in respect of financial year ended 31 December 2019.

The motion to approve the payment of Directors' Fees was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 2 was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 2.

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 2 carried by a majority vote, and it was:

RESOLVED THAT the payment of S\$513,155 as Directors' Fees for the financial year ended 31 December 2019 be and is hereby approved.

6. ORDINARY RESOLUTION 3(a): RE-APPOINTMENT OF MR TADAHIRO KIYOSU AS THE COMPANY'S DIRECTOR

The motion to re-appoint Mr Tadahiro Kiyosu as a Director of the Company was proposed by the Chairman and put to vote.

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The results of the proxy voting for Ordinary Resolution 3(a) was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 3(a).

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 3(a) carried by a majority vote, and it was:

RESOLVED THAT Mr Tadahiro Kiyosu who retired in accordance with Article 92 of the Company's Constitution be and is hereby re-appointed as a Director of the Company.

Upon re-appointment, Mr Tadahiro Kiyosu would continue to serve as a Non-Independent and Non-Executive Director and a member of the Nominating and Remuneration Committee of the Company.

As the next resolution dealt with the re-appointment of Mr Lee Yi Shyan as a Director of the Company, Mr Lee handed over the chair to Mr Yet Kum Meng.

7. ORDINARY RESOLUTION 3(b): RE-APPOINTMENT OF MR LEE YI SHYAN AS THE COMPANY'S DIRECTOR

The motion to re-appoint Mr Lee Yi Shyan as a Director of the Company was proposed by Mr Yet as the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 3(b) was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 3(b).

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 3(b) carried by a majority vote, and it was:

RESOLVED THAT Mr Lee Yi Shyan who retired in accordance with Article 93 of the Company's Constitution be and is hereby re-appointed as a Director of the Company.

Upon re-appointment, Mr Lee Yi Shyan would continue to serve as the Non-Independent and Non-Executive Chairman of the Board and a member of the Nominating and Remuneration Committee of the Company.

Mr Yet handed back the chair to Mr Lee Yi Shyan.

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8. ORDINARY RESOLUTION 3(c): RE-APPOINTMENT OF MR ERIC SHO KIAN HIN AS THE COMPANY'S DIRECTOR

The motion to re-appoint Mr Eric Sho Kian Hin as a Director of the Company was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 3(c) was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 3(c).

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 3(c) carried by a majority vote, and it was:

RESOLVED THAT Mr Eric Sho Kian Hin who retired in accordance with Article 93 of the Company's Constitution be and is hereby re-appointed as a Director of the Company.

Upon re-appointment, Mr Eric Sho Kian Hin would continue to serve as an Independent and Non-Executive Director, the Chairman of the Audit and Risk Committee and a member of the Nominating and Remuneration Committee of the Company.

9. ORDINARY RESOLUTION 3(d): RE-APPOINTMENT OF MR JOHJI SATO AS THE COMPANY'S DIRECTOR

The motion to re-appoint Mr Johji Sato as a Director of the Company was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 3(d) was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 3(d).

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 3(d) carried by a majority vote, and it was:

RESOLVED THAT Mr Johji Sato who retired in accordance with Article 93 of the Company's Constitution be and is hereby re-appointed as a Director of the Company.

Upon re-appointment, Mr Johji Sato would continue to serve as an Independent and Non-Executive Director and a member of the Audit and Risk Committee of the Company.

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10. ORDINARY RESOLUTION 4: RE-APPOINTMENT OF KPMG LLP AS THE COMPANY'S AUDITORS

The motion to re-appoint Messrs KPMG LLP as Auditors of the Company was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 4 was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 4.

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 4 carried by a majority vote, and it was:

RESOLVED THAT KPMG LLP be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.

11. ORDINARY RESOLUTION 5: SHARE ISSUE MANDATE

The motion as set out in item 5 of the Notice was proposed by the Chairman and put to vote.

The results of the proxy voting for Ordinary Resolution 5 was as follows:

Total number of Shares represented by votes for and against the resolution	For		Against	
	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 (%)
4,028,268,800	4,026,568,800	99.96	1,700,000	0.04

No one abstained from voting on Ordinary Resolution 5.

Based on the results of the proxy voting, the Chairman declared the Ordinary Resolution 5 carried by a majority vote, and it was:

RESOLVED THAT pursuant to Section 161 of the Companies Act, Cap. 50 of Singapore and the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") and notwithstanding the provisions of the Constitution of the Company, authority be and is hereby given to the Directors of the Company to:

- a. (i) issue shares in the capital of the Company (whether by way of rights, bonus or otherwise); and/or

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- (ii) make or grant offers, agreements or options (collectively, "**instruments**") that may 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 may in their absolute discretion deem fit; and

- b. (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any instrument made or granted by the Directors 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) does not exceed one hundred per cent (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 to be issued other than on a *pro-rata* basis to shareholders of the Company (including shares to be issued in pursuance of instruments made or granted pursuant to this Resolution) does not exceed fifty per cent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below);

- (ii) 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 calculated based on the total number of issued shares excluding treasury shares and subsidiary holdings at the time of the passing of this Resolution, after adjusting for:

- (1) new shares arising from the conversion or exercise of any convertible securities;
- (2) new shares arising from exercise of 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
- (3) any subsequent bonus issue, consolidation or subdivision of shares;

adjustments in accordance with sub-paragraphs (1) and (2) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the 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 for the time being of the Company; and

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- (iv) unless revoked or varied by the Company in 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.

12. CLOSING ADDRESS

There being no further business, the Chairman thanked the shareholders for their attendance and for their cooperation and patience amidst the COVID-19 pandemic which allowed the Company to hold the Meeting by way of electronic means. The Chairman declared the Meeting closed at 2:20 p.m.

CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD

LEE YI SHYAN
CHAIRMAN OF THE MEETING