

**BIOLIDICS LIMITED**  
(the "Company")  
(Company Registration No. 200913076M)  
(Incorporated in the Republic of Singapore)

**Minutes of the Annual General Meeting of the Company (the "AGM")**

**Date** : Thursday, 30 April 2020

**Time** : 10.00 a.m.

**Place** : Conducted wholly-electronically

**Present** : As per attendance sheets

**Chairman** : Mr Yee Pinh Jeremy (the "Chairman")

**QUORUM**

With the presence of the requisite quorum, the Chairman called the AGM to order and introduced the board of directors of the Company. He informed that pursuant to, amongst others, the Safe Distancing Regulations, the New Provisions and the SGX RegCo Guidance pertaining to the COVID-19, the AGM will be conducted wholly-electronically.

**NOTICE OF MEETING**

The Chairman requested that the notice convening the AGM to be taken as read.

**DEMAND FOR POLL**

It was noted that pursuant to Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "Catalist Rules"), all proposed resolutions at the AGM shall be voted by poll.

Pursuant to Regulation 65 of the Company's Constitution, the Chairman demanded that all proposed resolutions at the AGM to be voted by poll.

**POLLING PROCESS**

It was noted that all Shareholders (whether Individual Shareholders, Corporations or Relevant Intermediaries) who wish to vote at the Meeting have appointed the Chairman to act as their proxy and they have directed their vote accordingly prior to this Meeting.

All the proxy forms received by the Share Registrar, Tricor Barbinder Share Registration Services via post and email by the cut-off date have been verified by the scrutineer, Janusys Consultants Pte Ltd ("Scrutineer"). The voting results, which have been verified by the Scrutineer were displayed on the screen in the respective agenda items.

**QUESTION**

Certain Shareholders have submitted questions prior to the AGM and the Company had, on 26 April 2020, announced the responses to those questions on SGXNET and the Company's website.

## MEETING AGENDA

### RESOLUTION 1

#### **Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Auditors' Report thereon**

The AGM then proceeded to receive and consider the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Auditors' Report thereon.

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Auditors' Report thereon be and are hereby received and adopted."*

### RESOLUTION 2

#### **Payment of directors' fees of S\$270,000/- for the financial year ending 31 December 2020, payable quarterly in arrears**

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That the payment of directors' fees of S\$270,000/- for the financial year ending 31 December 2020, payable quarterly in arrears, be and is hereby approved."*

### RESOLUTION 3

#### **Re-election of Mr Yee Pinh Jeremy, who is retiring pursuant to Regulation 97 of the Company's Constitution**

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That Mr Yee Pinh Jeremy who retires under Regulation 97 of the Company's constitution, be and is hereby re-elected as a Director of the Company."*

### RESOLUTION 4

#### **Re-election of Mr Leong Yow Seng, who is retiring pursuant to Regulation 97 of the Company's Constitution**

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That Mr Leong Yow Seng who retires under Regulation 97 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."*

### RESOLUTION 5

#### **Appointment of Ernst & Young LLP as auditors of the Company**

The Chairman informed that Ernst & Young LLP had provided the Company with written consent to be appointed as auditors of the Company.

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the

Chairman displayed the vote results; and it was duly carried and approved:

*"That Messrs Ernst & Young LLP be and are hereby appointed auditors of the Company for the financial year ending 31 December 2020; and the Directors be authorised to determine their remuneration."*

## **RESOLUTION 6**

### **Authority to allot and issue shares**

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore (the "Act") and Rule 806 of the Catalist Rules and the Constitution, the Directors be and are hereby authorised to:*

- I. (a) *allot and issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or*
- (b) *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 may in their absolute discretion deem fit; and*
- II. *(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:*

- (a) *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 total issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to the existing shareholders of the Company ("Shareholders") shall not exceed 50% of the total issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below);*
- (b) *(subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) that may be issued under sub-paragraph (a) above, the percentage of the issued Shares shall be based on the total issued Shares (excluding treasury shares and subsidiary holdings) at the time this resolution is passed, after adjusting for:*
  - (i) *new Shares arising from the conversion or exercise of any convertible securities;*
  - (ii) *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*
  - (iii) *any subsequent bonus issue, consolidation or subdivision of Shares;*

*Adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) of the Catalist Rules 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 approving the mandate.*

- (c) *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 all applicable legal requirements under the Act and the Constitution for the time being; and*
- (d) *the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier."*

**RESOLUTION 7**

**Authority to grant awards and to allot and issue Shares pursuant to the Biolidics Performance Share Plan**

Upon the subject matter being proposed by Leong Man Chun and seconded by Koh Yau Luong, the Chairman displayed the vote results; and it was duly carried and approved:

*"That pursuant to Section 161 of the Act, authority be and is hereby given to the Directors to:*

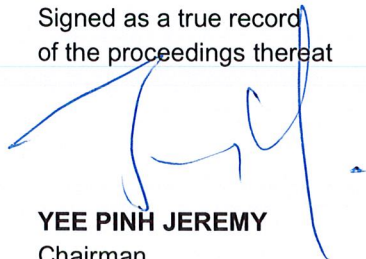
- (i) *offer and grant awards ("Awards") from time to time in accordance with the provisions of the Biolidics Performance Share Plan (the "PSP"); and*
- (ii) *allot and issue from time to time such number of new Shares as may be required to be issued pursuant to the vesting of Awards granted under the PSP,*

*provide always that the aggregate number of Shares issued and issuable pursuant to the Awards granted under the PSP, when added to (i) the number of Shares issued and issuable and/or transferred or transferable in respect of all Awards granted thereunder; and (ii) all other Shares issued and issuable and/or transferred or transferable in respect of all share options granted or share awards granted under any other share incentive schemes or share plans adopted by the Company, shall not exceed 15% of the total issued Shares (excluding treasury shares and subsidiary holdings) from time to time; and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier."*

**CLOSING**

There being no other business, the Chairman declared the AGM closed at 10.09 a.m.

Signed as a true record  
of the proceedings thereat



**YEE PINH JEREMY**  
Chairman

Dated: 19 May 2020