

HALCYON AGRI CORPORATION LIMITED

(the "Company")

(Company Registration No.: 200504595D)

(Incorporated in the Republic of Singapore)

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD AT HOPE & FAITH MEETING ROOM, LEVEL 3, YWCA FORT CANNING, 6 FORT CANNING ROAD, SINGAPORE 179494 ON WEDNESDAY, 24 APRIL 2024 AT 3.00 P.M. (the "**Meeting**" or "**AGM**")

Present As per attendance sheets

1. OPENING

- 1.1 The Meeting was chaired by Mr Eddie Chan Yean Hoe, an Independent Director of the Company (the "**Chairman**") with the consent of the Board of Directors (the "**Board**").
- 1.2 Chairman welcomed the shareholders who attended the Meeting and introduced the Directors and officers of the Company.
- 1.3 Chairman informed the Meeting that the shareholders had been invited to post or email questions to the Company in advance of the Meeting. However, the Company had not received any questions related to the resolutions to be tabled at the Meeting from shareholders to-date.

2. QUORUM

A quorum being present, the Chairman called the Meeting to order at 3.00 p.m.

3. BUSINESS REVIEW PRESENTATION

- 3.1 The Chief Financial Officer of the Company was invited to give a business review presentation before proceeding with the formal business of the Meeting.

4. NOTICE

The notice convening the Meeting, which had been issued on 9 April 2024 (the "**AGM Notice**") in accordance with the requisite notice period, was taken as read.

5. VOTING AND APPOINTMENT OF SCRUTINEER

- 5.1 Chairman informed the Meeting that he had been appointed as proxy by certain shareholders who have submitted valid proxy forms to the Company, and that he would be voting in accordance with the proxy votes that he had received.
- 5.2 Chairman highlighted that all valid proxy forms submitted to the Company 72 hours before the Meeting had been verified by the Scrutineer, Reliance 3P Advisory Pte. Ltd.
- 5.3 Chairman proposed all nine (9) resolutions tabled for the Meeting, and requested such resolutions be voted on by a poll. He stated that there was no further need to propose or second each of the resolutions.
- 5.4 Boardroom Corporation & Advisory Services Pte. Ltd. had been appointed as the Polling Agent and Reliance 3P Pte. Ltd. as Scrutineer.

5.5 Chairman invited the Scrutineer to explain the poll voting procedures.

ORDINARY BUSINESS

6. RESOLUTION 1: ADOPTION OF DIRECTORS' STATEMENT, AUDITED FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 ("FY2023")

6.1 Chairman informed the Meeting that the first agenda under the ordinary business was to receive and adopt the Audited Financial Statements for FY2023, together with the Directors' Statement and the Independent Auditor's Report, as set out in the Annual Report of the Company.

6.2 Chairman invited shareholders to comment or ask questions on the Audited Financial Statements.

6.3 As there were no questions from the floor, Chairman requested the shareholders to cast their vote for Resolution 1.

7. RESOLUTION 2: RE-ELECTION OF MR EDDIE CHAN YEAN HOE AS DIRECTOR

7.1 As agenda 2 of the Meeting was relating to the re-election of Mr Chan as an Independent Director of the Company, Mr Chan passed the Chair to Mr Huang Xuhua, an Independent Director of the Company, to chair the Meeting for Agenda 2.

7.2 In accordance with Regulation 91 of the Company's Constitution, Mr Chan retired at the Meeting and being eligible, had offered himself for re-election.

7.3 Mr Huang invited the shareholders to comment or ask questions on the proposed re-election of Mr Chan.

7.4 As there were no questions from the floor, Mr Huang requested shareholders to cast their vote for Resolution 2. Mr Huang then handed the Chair back to Mr Chan.

8. RESOLUTIONS 3 to 6: RE-ELECTION OF DIRECTORS

8.1 Chairman informed the Meeting that agendas 3 to 6 related to the re-election of the following Directors pursuant to Regulation 97 of the Company's Constitution:

- Mr Sun Weiliang (Ordinary Resolution 3)
- Mr Zhang Daqiang (Ordinary Resolution 4)
- Mr Xu Xingbin (Ordinary Resolution 5)
- Ms Fan Xiaohong (Ordinary Resolution 6)

8.2 In accordance with Regulation 97 of the Company's Constitution, the abovementioned Directors retired at the Meeting and being eligible, had offered themselves for re-election.

8.3 Chairman invited the shareholders to comment or ask questions on the proposed re-election of the abovementioned Directors.

8.4 As there were no questions from the floor, Chairman requested shareholders to cast their vote for Resolutions 3 to 6.

9. RESOLUTION 7: APPROVAL OF DIRECTORS' FEES OF UP TO S\$600,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2024 ("FY2024")

9.1 Chairman informed the Meeting that agenda 7 was to approve the payment of Directors' fees of up to S\$600,000, to be paid quarterly in arrears to the Non-executive Directors, for FY2024.

9.2 Chairman invited shareholders to comment or ask questions on the Directors' fees.

9.3 As there were no questions from the floor, Chairman requested the shareholders to cast their vote for Resolution 7.

10. RESOLUTION 8: RE-APPOINTMENT OF MESSRS ERNST & YOUNG LLP ("EY") AS AUDITOR

10.1 Chairman informed the Meeting that agenda 8 was to approve the re-appointment of EY as Auditor of the Company for FY2024 and to authorise the Directors to fix EY's remuneration. He added that EY had indicated their willingness to accept the re-appointment as Auditor of the Company.

10.2 Chairman invited shareholders to comment or ask questions on the re-appointment of Auditor.

10.3 As there were no questions from the floor, Chairman requested the shareholders to cast their vote for Resolution 8.

11. As there was no other Ordinary Business to be transacted at the Meeting, the Meeting proceeded to consider the Special Business.

SPECIAL BUSINESS**12. RESOLUTION 9: RENEWAL OF INTERESTED PERSON TRANSACTIONS ("IPT") GENERAL MANDATE**

12.1 Chairman informed the Meeting that the last agenda was to seek shareholders' approval for the renewal of general mandate for the recurrent IPTs.

12.2 Chairman referred the Meeting to the full text of Resolution 9 as set out in the AGM Notice and the information relating to, including the rationale for and benefit of, the IPT General Mandate as stipulated in the Appendix to the Company's Annual Report for FY2023 dated 9 April 2024.

12.3 Chairman invited shareholders to comment or ask questions on the proposed renewal of IPT General Mandate.

12.4 As there were no questions from the floor, Chairman requested the shareholders to cast their vote for Resolution 9.

12.5 Chairman informed the Meeting that China Rubber Investment Group Company Limited and China Hainan Rubber Industry Group Co., Ltd. as well as their associates would abstain from voting on Resolution 9, pursuant to Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited.

13. POLL RESULTS

– Minutes of Annual General Meeting held on 24 April 2024

- 13.1 Chairman declared the voting session closed and subsequently announced the following results of the poll that were duly verified by the Scrutineer:

ORDINARY RESOLUTION NUMBER AND DETAILS	Total number of shares represented by votes for and against the relevant 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 (%)
Resolution 1 Adoption of Directors' Statement, Audited Financial Statements and Independent Auditor's Report	1,552,041,665	1,552,041,665	100	0	0
Resolution 2 Re-election of Mr Eddie Chan Yean Hoe as a Director	1,552,041,665	1,552,037,186	99.999	4,479	0.001
Resolution 3 Re-election of Mr Sun Weiliang as a Director	1,552,041,665	1,552,037,186	99.999	4,479	0.001
Resolution 4 Re-election of Mr Zhang Daqiang as a Director	1,552,041,665	1,552,037,186	99.999	4,479	0.001
Resolution 5 Re-election of Mr Xu Xingbin as a Director	1,552,041,665	1,552,037,186	99.999	4,479	0.001
Resolution 6 Re-election of Ms Fan Xiaohong as a Director	1,552,041,665	1,552,037,186	99.999	4,479	0.001
Resolution 7 Approval of Directors' fees of up to S\$600,000 for FY2024	1,552,041,665	1,552,036,721	99.999	4,944	0.001

ORDINARY RESOLUTION NUMBER AND DETAILS	Total number of shares represented by votes for and against the relevant 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 (%)
Resolution 8 Re-appointment of Messrs Ernst & Young LLP as Auditor	1,552,037,186	1,552,037,186	100	0	0
Resolution 9 Renewal of IPT General Mandate	465,776,274	465,771,795	99.999	4,479	0.001

13.2 Chairman declared that Resolutions 1 to 9 were carried.

14. CONCLUSION

14.1 Chairman announced that the formal business of the Meeting had been concluded. With regard to a query from a shareholder on the status of the trading suspension of the Company’s shares, the Chairman informed the Meeting that the Company had submitted another application to the Singapore Exchange Securities Trading Limited on 23 April 2024 for a further extension of time to continue to explore options that will enable the Company to comply with the listing rule requirements. The Chairman assured all shareholders that the option adopted would not be prejudicial to the interests of all shareholders, including the minority shareholders.

On behalf of the Board, Chairman thanked the shareholders for their support as well as their attendance at the Meeting.

14.2 There being no further business, Chairman declared the Meeting concluded at 4.00 p.m.

CONFIRMED AS A CORRECT RECORD OF THE PROCEEDINGS OF THE MEETING

EDDIE CHAN YEAN HOE
CHAIRMAN OF THE MEETING