



**HGH HOLDINGS LTD.  
(FORMERLY KNOWN AS AA GROUP HOLDINGS LTD.)**

Company Registration No. : 200412064D  
(Incorporated in the Republic of Singapore)

**MINUTES OF EXTRAORDINARY GENERAL MEETING ("EGM" or "MEETING") OF  
HGH HOLDINGS LTD. (THE "COMPANY")  
HELD VIA LIVE WEBCAST ON FRIDAY, 26 JUNE 2020  
AT 9:20 A.M. (SINGAPORE TIME)  
(AFTER THE CONCLUSION OF THE ANNUAL GENERAL MEETING HELD ON THE  
SAME DAY)**

**PRESENT ONLINE REMOTELY:-**

Directors	:	1) Mr Ng Chuan Heng (Non-Executive Chairman) 2) Mr Tan Poh Guan (Executive Director) 3) Mr Ng Ser Chiang (Independent Director) 4) Ms Amelia Vincent (Lead Independent Director) 5) Mr Andrew Bek (Independent Director)
Shareholders	:	As per log-in Attendance Lists
Invitees	:	As per log-in Attendance Lists
Chairman of the EGM	:	Mr Lai Choong Hon

**1) CHAIRMAN OF MEETING'S WELCOME ADDRESS**

At 9:20 a.m., the EGM went LIVE immediately after the conclusion of the Annual General Meeting which was held on the same day at 9:00 a.m.. Mr Lai Choong Hon started by greeting all to the live audio-visual webcast ("**LIVE webcast**").

It was noted that Mr. Lai Choong Hon was appointed as Chairman of the Meeting and welcomed all to this EGM.

**2) QUORUM AND PROXIES**

There being a quorum, the Chairman called the Meeting to order.

The Chairman explained that the current Safe Distancing Measures had necessitated voting by proxy only, and to the Chairman of the Meeting.

It was noted that all shareholders who wish to vote at the EGM have already appointed the Chairman to act as their proxy and the Chairman will vote in accordance with the voting instruction given by the shareholders based on the valid proxy form received by the Company. It was also noted that if the shareholders did not give any specific instruction for voting, these shares would be excluded from the total count of votes and the proxy form would also be treated as invalid.

**3) NOTICE OF MEETING**

It was noted that all pertinent information relating to the proposed resolutions were set out in the Notice of the EGM dated 4 June 2020 ("**Notice**") published via SGXNet and Corporate Website. The Notice was taken as read.



**4) QUESTIONS AND ANSWERS ("Q&A")**

The Chairman informed the Meeting that the Company did not received any question from the shareholders prior to the Meeting.

**5) DEMAND BY POLL**

It was also noted that pursuant to Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), all resolutions tabled at the EGM shall be voted by way of poll.

The Chairman informed the shareholders that Boardroom Corporate & Advisory Services Pte. Ltd. and Grant Thornton Singapore Private Limited have been appointed as Polling Agent and Scrutineer respectively.

The Chairman further informed that the validity of the proxy forms submitted by the shareholders had been reviewed and the votes of all such valid proxies had also been counted and verified by the Scrutineer.

Prior to the announcement of the poll result on each resolution, the Chairman also informed that the shareholders, namely Mr Tan Jun Hao and Madam Teo Siew Cheng, had agreed to act as proposer and seconder for all the resolutions tabled at this EGM.

**6) FORMAL RESOLUTIONS**

**6.1) SPECIAL RESOLUTION 1 – PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY**

The Chairman informed the Meeting that Special Resolution 1 was to approve the proposed adoption of the New Constitution of the Company.

The Chairman announced the poll results as follows:-

<b><u>Special Resolution 1</u></b>	<b><u>No. of Shares</u></b>	<b><u>Percentage (%)</u></b>
No. of votes casted "FOR"	790,218,017	96.98
No. of votes casted "AGAINST"	24,600,000	3.02
Total No. of votes casted	<u>814,818,017</u>	<u>100.00</u>

Based on the poll results, the Chairman declared that Special Resolution 1 for the adoption of the New Constitution of the Company was approved and carried. It was hereby RESOLVED:-

"That:

- (a) *the proposed adoption of the New Constitution of the Company in the manner and to the extent set out in the Circular to Shareholders dated 7 April 2020 be and is hereby approved; and*
- (b) *the Directors of the Company and/or any of them be and are/is hereby authorised to complete and to do all such acts and things (including executing such documents as may be required) as they and/or each of them*



*may consider desirable, necessary or expedient to give effect to this Special Resolution."*

**6.2) SPECIAL RESOLUTION 2 – PROPOSED CHANGE OF NAME OF THE COMPANY FROM "AA GROUP HOLDINGS LTD." TO "HGH HOLDINGS LTD."**

The Chairman informed the Meeting that Special Resolution 2 was to approve the proposed change of name of the Company from "AA Group Holdings Ltd." to "HGH Holdings Ltd."

The Chairman announced the poll results as follows:-

<b>Special Resolution 2</b>	<b>No. of Shares</b>	<b>Percentage (%)</b>
No. of votes casted "FOR"	790,218,017	96.98
No. of votes casted "AGAINST"	24,600,000	3.02
Total No. of votes casted	<u>814,818,017</u>	<u>100.00</u>

Based on the poll results, the Chairman declared that Special Resolution 2 for the change of name of the Company from "AA Group Holdings Ltd." to "HGH Holdings Ltd." was approved and carried. It was hereby RESOLVED:-

*"That:*

- (a) approval be and is hereby given for the name of the Company "AA Group Holdings Ltd." to be changed to "HGH Holdings Ltd." and that the name "AA Group Holdings Ltd." be substituted with "HGH Holdings Ltd." whenever the former appears in the Constitution of the Company; and*
- (b) the Directors of the Company and/or any of them be and are/is hereby authorised to complete and to do all such acts and things (including executing such documents as may be required) as they and/or each of them may consider desirable, necessary or expedient to give effect to this Special Resolution."*

**Post Meeting Rule:**

*The Company had on 26 June 2020 announced that the Notice of Resolution (Special Resolution for the Proposed Change of Name) has been lodged with the Accounting and Corporate Regulatory Authority ("ACRA") on 26 June 2020 and ACRA has issued the Notice of Change of Name on 26 June 2020 to confirm that the Company is now known as "HGH Holdings Ltd." with effect from 26 June 2020.*

*Please also note that the change of the trading counter name on the Catalist Board of SGX-ST from "AA" to "HGH" was effective from 9:00 a.m. on 1 July 2020. For the avoidance of doubt, the trading code of the Company "5GZ" remains unchanged.*



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**CONCLUSION**

There being no other business to transact at this EGM, the Chairman thanked shareholders for their attendance and declared the EGM concluded at 09:30 a.m.

**CONFIRMED:**

<signed>

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**LAI CHOONG HON**

Chairman of the Meeting

Dated: 7 July 2020