

**MTQ CORPORATION LIMITED**  
(Incorporated in Singapore)  
(Company Registration No. 196900057Z)

**MINUTES OF 52<sup>nd</sup> ANNUAL GENERAL MEETING HELD BY WAY OF ELECTRONIC MEANS**

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**MODE OF MEETING** : Via “live” audio-visual webcast and “live” audio-only stream

**DATE** : Friday, 30 July 2021

**TIME** : 10.00 a.m.

**PRESENT** : The following Directors were present at the webcast venue:

Mr Kuah Kok Kim  
Mr Kuah Boon Wee  
Mr Nicholas Campbell Cocks

The following Directors and Company Secretary were present remotely:

Mr Chew Soo Lin  
Mr Ho Han Siong Christopher  
Mr Ong Eng Yaw  
Ms Tan Lee Fang (Company Secretary)

**IN ATTENDANCE/ INVITATION BY** : Shareholders, Management and other external professionals who attended via “live” audio-visual webcast or “live” audio-only stream as set out in the attendance records maintained by the Company.

**CHAIRMAN** : Mr Kuah Kok Kim

**QUORUM**

The Chairman welcomed shareholders to the Annual General Meeting (the “AGM” or “Meeting”) of the Company.

As a quorum was present, the Chairman declared the AGM open at 10.00 a.m.

**CONDUCT OF THE AGM BY WAY OF ELECTRONIC MEANS**

The Chairman informed that the holding of the AGM via “live” audio-visual webcast and “live” audio-only stream was in compliance with the various advisories and guidance issued by the authorities on the conduct of general meetings amid the Covid-19 restrictions.

Thereafter, the Chairman introduced the Directors who attended the Meeting either in person or by electronic means.

## **NOTICE**

The Notice of AGM dated 29 June 2021 was taken as read.

The Chairman informed that the AGM was held in accordance with the Covid-19 (Temporary Measures) Act 2020 and its related guidance on the Conduct of General Meetings. All resolutions tabled at the Meeting are voted by proxy and only the Chairman of the Meeting could be appointed as a proxy. All resolutions tabled at the Meeting were voted by poll and counted based on the proxy forms that were submitted to the Company at least 48 hours before the Meeting.

The Chairman further informed that in his capacity as Chairman of the Meeting, he has been appointed as proxy by numerous shareholders and were voting in accordance with their instructions. Boardroom Corporate & Advisory Services Pte Ltd and RHT Governance, Risk & Compliance (Singapore) Pte Ltd were appointed as the polling agent and scrutineer for the poll respectively. The validity of the proxies submitted by the shareholders by the submission deadline of 10.00 a.m. on 28 July 2021 had been reviewed and the votes of all such valid proxies had been counted by the polling agent and verified by the scrutineer.

The Chairman invited Mr Kuah Boon Wee, the Group Chief Executive Officer (“CEO”), to provide a brief update on the Group’s business affairs. Mr Kuah said,

“Prior to this meeting, the Company received some questions and responses to those questions have been published on SGXNet and the Company’s website. These questions largely revolves around the Group’s business and prospects. Generally, year to date operating performance remains largely the same as the second half of last year and this will likely to continue in the near term as we work through COVID-19 disruptions. The general level of inquiries received across the operations are improving and we are optimistic about the outlook ahead.

On a positive note, the Company also made a general announcement on a Proposed Collaboration on 27 July 2021. We are very excited about this collaboration as it involves a major OEM which the Group used to work with extensively about 10 years ago. The collaboration, if successful, should increase the workload for our Singapore operations substantially for a modest increase in investment. We are currently in the due diligence phase and will update shareholders accordingly when there are material developments.”

## **QUESTIONS FROM THE SHAREHOLDERS**

As indicated in the Company’s announcement of 29 June 2021, shareholders may ask questions at the Meeting through the “live” chat function via the “live” audio-visual webcast.

All substantial and relevant questions that were received by 27 July 2021 had been addressed by the Company and the responses (a copy is attached hereto as “**Annex A**”) were published on SGXNet as well as the Company’s website prior to the Meeting.

The Chairman also reminded shareholders that only questions which are substantial and relevant to the resolutions tabled for approval at this Meeting should be submitted. Similar questions that had been received or addressed prior to the Meeting would not be addressed at the Meeting. The Company would endeavour to answer the questions submitted at the end of the business of the Meeting.

**ORDINARY BUSINESS:**

**1. DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS – RESOLUTION 1**

The motion to approve and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 31 March 2021 together with the Independent Auditor's Report was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 1 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 1 carried and it was RESOLVED:

“That the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 March 2021 together with the Independent Auditor's Report be received and adopted.”

**2. FINAL DIVIDEND – RESOLUTION 2**

The motion to approve the payment of one-tier final dividend of 0.50 Singapore cents per ordinary share for the financial year ended 31 March 2021 and the final dividend, if approved, would be paid on 24 August 2021, was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 2 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 2 carried and it was RESOLVED:

“That the payment of a final (one-tier tax-exempt) dividend of 0.50 Singapore cents per ordinary share for the financial year ended 31 March 2021 be approved.”

**3. RE-ELECTION OF MR HO HAN SIONG CHRISTOPHER AS A DIRECTOR – RESOLUTION 3**

Resolution 3 dealt with the re-election of Mr Ho Han Siong Christopher, who was retiring under Article 91 of the Company’s Constitution. Mr Ho had signified his consent to continue in office and would, upon re-election as a Director of the Company, remained as a member of the Audit Committee, and would be considered Non-Independent Director.

The motion in relation to Resolution 3 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 3 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 3 carried and it was RESOLVED:

“That Mr Ho Han Siong Christopher be re-elected as a Director of the Company.”

**4. RE-ELECTION OF MR KUAH BOON WEE AS A DIRECTOR – RESOLUTION 4**

Resolution 4 dealt with the re-election of Mr Kuah Boon Wee, who was retiring under Article 91 of the Company’s Constitution. Mr Kuah had signified his consent to continue in office and would, upon re-election as a Director of the Company, remained as Executive Director.

The motion in relation to Resolution 4 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 4 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 4 carried and it was RESOLVED:

“That Mr Kuah Boon Wee be re-elected as a Director of the Company.”

**5. RE-APPOINTMENT OF AUDITOR – RESOLUTION 5**

The Chairman informed that the retiring auditor, Ernst & Young LLP, had expressed its willingness to continue in office.

The motion in relation to Resolution 5 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 5 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 5 carried and it was RESOLVED:

“That Ernst & Young LLP be re-appointed as Auditor of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix its remuneration.”

**6. ANY OTHER BUSINESS**

As no notice of any other ordinary business has been received by the Company Secretary, the Meeting proceeded to deal with the special business of the Meeting.

**SPECIAL BUSINESS:**

**7. DIRECTORS’ FEES – RESOLUTION 6**

The Board had, subject to shareholders’ approval, recommended the payment of Directors fees of up to S\$290,000 to be paid quarterly in arrears for the financial year ending 31 March 2022.

The motion in relation to Resolution 6 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 6 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 6 carried and it was RESOLVED:

“That the Directors’ fees of up to S\$290,000 for the financial year ending 31 March 2022, to be paid quarterly in arrears, be approved for payment.”

**8. AUTHORITY TO ISSUE SHARES – RESOLUTION 7**

The motion in relation to Resolution 7 was to authorise the Directors to allot and issue shares pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The motion in relation to Resolution 7 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 7 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 7 carried and it was RESOLVED:

“That pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the Company (“**shares**”) whether by way of rights, bonus or otherwise; and/or
- (ii) 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 of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued

shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
- (a) new shares arising from the conversion or exercise of any convertible securities;
  - (b) new shares arising from exercising share options or vesting of share awards, provided the options and awards were granted in compliance with the Listing Manual; and
  - (c) any subsequent bonus issue, consolidation or subdivision of shares;

provided such adjustment in sub-paragraph 2(a) and (b) above are 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 passing of this Resolution;

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Company's Constitution; and
- (4) unless revoked or varied by the Company in a general meeting, such authority 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 earlier."

**9. AUTHORITY TO ISSUE SHARES UNDER THE MTQ CORPORATION LIMITED SCRIP DIVIDEND SCHEME – RESOLUTION 8**

The Meeting noted that Resolution 8 was to authorise the Directors to issue shares under The MTQ Corporation Limited Scrip Dividend Scheme.

The motion in relation to Resolution 8 was duly proposed by the Chairman. The votes were counted and verified and the results of the votes for Resolution 8 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 8 carried and it was RESOLVED:

“That pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806 of the Listing Manual of the SGX-ST, the Directors of the Company be authorised and empowered to issue such number of shares in the Company as may be required to be issued pursuant to The MTQ Corporation Limited Scrip Dividend Scheme from time to time set out in the Circular to Shareholders dated 10 June 2004 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 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 earlier.”

#### 10. AUTHORITY TO ISSUE SHARES UNDER THE MTQ SHARE PLAN – RESOLUTION 9

The Chairman informed that Resolution 9 was to authorise the Directors to issue shares under the MTQ Share Plan.

The motion in relation to Resolution 9 was duly proposed by the Chairman. The votes have been counted and verified and the results of the votes for Resolution 9 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 9 carried and it was RESOLVED:

“That:

- (1) pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised to grant awards (“**Awards**”) in accordance with the provisions of the prevailing MTQ Share Plan (“**the Share Plan**”) and to allot and issue and/or transfer and/or deliver from time to time such number of fully paid-up shares as may be required to be issued and delivered pursuant to the vesting of Awards under the



Share Plan, provided that the aggregate number of new shares allotted and issued and/or to be allotted and issued pursuant to the Share Plan, when added to the aggregate number of shares issued or issuable under any other share schemes which may be implemented by the Company, shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time;

- (2) the Directors of the Company and/or 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 may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution; and
- (3) such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.”

**11. PROPOSED RENEWAL OF SHARE BUYBACK MANDATE – RESOLUTION 10**

As the Chairman was deemed to be interested in the item on the Agenda, the chair was handed over to the Lead Independent Director, Mr Nicholas Campbell Cocks.

The Meeting noted that Resolution 10 was to seek shareholders’ approval for the renewal of the Share Buyback Mandate. The full details of the Share Buyback Mandate and the financial effects had been set out in the Appendix dated 29 June 2021 attached to the Annual Report.

As stated in the Appendix dated 29 June 2021, the Concert Party Group, comprising Kuah Kok Kim, Kuah Boon Wee, Kuah Boon Kiam and Kuah Boon Theng would abstain from recommending shareholders to vote in favour for this Resolution.

The motion in relation to Resolution 10 was duly proposed by Mr Cocks. The votes were counted and verified and the results of the votes for Resolution 10 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
37,219,105	37,219,105	100.00	0	0.00

Based on the results of the Poll, Mr Cocks declared Resolution 10 carried and it was RESOLVED:

“That for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50, the Directors of the Company be and are hereby authorised to make purchases or otherwise acquire ordinary shares in the capital of the Company from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as ascertained as at the date of Annual General

Meeting of the Company) at the price of up to but not exceeding the Maximum Price as defined in the Appendix to this Notice of Annual General Meeting dated 29 June 2021 (the “**Appendix**”), in accordance with the terms of the Share Buyback Mandate set out in the Appendix, and the Share Buyback Mandate shall, unless varied or revoked by the Company in a general meeting, continue in force until the conclusion of (i) the next Annual General Meeting of the Company, (ii) the date by which the next Annual General Meeting of the Company is required by law to be held, or (iii) the date on which Share Purchases are carried out to the full extent mandated, whichever is earliest.”

The chair was handed over to the Chairman.

**12. APPROVAL FOR THE CONTINUED APPOINTMENTS OF MR NICHOLAS CAMPBELL COCKS AND MR CHEW SOO LIN AS INDEPENDENT DIRECTORS FOR THE PURPOSES OF RULE 210(5)(d)(iii) (WHICH WILL COME EFFECT ON 1 JANUARY 2022) OF THE LISTING MANUAL OF THE SGX-ST BY ALL SHAREHOLDERS**

The Chairman informed that pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, the continued appointment as independent director after an aggregate period of more than 9 years on the board must be sought and approved in separate resolutions by (i) all shareholders and (ii) shareholders excluding directors, CEO, and their associates (the “Two-Tier Voting”).

In this regard, Resolutions 11 to 14 were to seek shareholders’ approval under the Two-Tier Voting for Mr Nicholas Campbell Cocks and Mr Chew Soo Lin as Independent Directors, effective from the passing of these resolutions at this meeting, until the earlier of their retirement or resignation as Directors or at the conclusion of the AGM to be held in 2024.

Resolutions 11 and 12, which were contingent upon the passing of Resolutions 13 and 14 respectively, were to seek approval from all shareholders for Mr Nicholas Campbell Cocks and Mr Chew Soo Lin’s continued appointments as Independent Directors until the earlier of (i) their retirement or resignation as Directors; or (ii) at the conclusion of the AGM to be held in 2024.

The motion in relation to Resolution 11 for the approval of Mr Nicholas Campbell Cocks’s continued appointment as Independent Director by all shareholders was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 11 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 11 carried and it was RESOLVED:

“That contingent upon the passing of Resolution 13 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, Mr Nicholas Campbell Cocks’s continued appointment as an Independent Director until the earlier of (i) his retirement or resignation as a Director; or (ii) at the conclusion of the third AGM following the passing of this Resolution be and is hereby approved by all shareholders.”

The motion in relation to Resolution 12 for the approval of Mr Chew Soo Lin’s continued appointment as Independent Director by all shareholders was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 12 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
99,201,654	99,201,654	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 12 carried and it was RESOLVED:

“That contingent upon the passing of Resolution 14 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, Mr Chew Soo Lin’s continued appointment as an Independent Director until the earlier of (i) his retirement or resignation as a Director; or (ii) at the conclusion of the third AGM following the passing of this Resolution be and is hereby approved by all shareholders.”

**13. APPROVAL FOR THE CONTINUED APPOINTMENTS OF MR NICHOLAS CAMPBELL COCKS AND MR CHEW SOO LIN AS INDEPENDENT DIRECTORS FOR THE PURPOSES OF RULE 210(5)(d)(iii) (WHICH WILL COME EFFECT ON 1 JANUARY 2022) OF THE LISTING MANUAL OF THE SGX-ST BY SHAREHOLDERS, EXCLUDING THE DIRECTORS AND CHIEF EXECUTIVE OFFICER OF THE COMPANY AND THEIR RESPECTIVE ASSOCIATES**

The Chairman informed that Resolutions 13 and 14, which were contingent upon the passing of Resolutions 11 and 12 respectively, were to seek approval from shareholders, excluding the Directors, Group CEO and associates of such Directors and Group CEO for Mr Nicholas Campbell Cocks’s and Mr Chew Soo Lin’s continued appointment as Independent Directors until the earlier of (i) their retirement or resignation as Directors or (ii) at the conclusion of the AGM to be held in 2024.

In compliance with the Listing Manual of the SGX-ST, the Directors of the Company and their associates who hold shares in the Company had abstained from voting on Resolutions 13 and 14.

The motion in relation to Resolution 13 for the approval of Mr Nicholas Campbell Cocks's continued appointment as Independent Director by shareholders, excluding the Directors, Group CEO and their respective associates was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 13 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
13,975,229	13,975,229	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 13 carried and it was RESOLVED:

“That contingent upon passing of Resolution 11 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of SGX-ST, Mr Nicholas Campbell Cocks's continued appointment as Independent Director, until the earlier of (i) his retirement or resignation as a Director or (ii) the conclusion of the third AGM following the passing of this Resolution be and is hereby approved by shareholders, excluding the Directors, Group CEO and their respective associates.”

The motion in relation to Resolution 14 for the approval of Mr Chew Soo Lin's continued appointment as Independent Director by shareholders, excluding the Directors, Group CEO and their respective associates was duly proposed by the Chairman.

The votes were counted and verified and the results of the votes for Resolution 14 were as follows:

Total number of shares represented by votes for and against the resolution	For		Against	
	Number of shares	As a % of total number of votes for and against the resolution (%)	Number of shares	As a % of total number of votes for and against the resolution (%)
13,975,229	13,975,229	100.00	0	0.00

Based on the results of the Poll, the Chairman declared Resolution 14 carried and it was RESOLVED:

“That contingent upon passing of Resolution 12 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of SGX-ST, Mr Chew Soo Lin's continued appointment as Independent Director, until the earlier of (i) his retirement or resignation as a Director or (ii) the conclusion of the third AGM following the passing of this Resolution be and is hereby approved by shareholders, excluding the Directors, Group CEO and their respective associates.”

This concludes the business of the Meeting and the Chairman and Board of Directors proceeded to address the question(s) received from shareholder(s) at the Meeting. The responses to the questions received were attached to these minutes as "**Annex B**".

#### **CONCLUSION**

There being no further questions received from the shareholders, the Chairman declared the AGM of the Company closed at 10.36 a.m. and thanked everyone for their attendance.

**CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD**

**KUAH KOK KIM**  
**CHAIRMAN**

**Annex A**

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**ANNUAL GENERAL MEETING TO BE HELD ON 30 JULY 2021  
RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS**

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MTQ Corporation Limited (the “**Company**”) would like to thank shareholders for submitting their questions in advance of the upcoming Annual General Meeting (“**AGM**”) to be held by way of electronic means on 30 July 2021, 10.00 a.m.

The Appendix annexed herein sets out the Company’s responses to the substantial questions received from shareholders and other stakeholders that are relevant to the AGM resolutions and the business of the Company and its subsidiaries (the “**Group**”).

Please refer to the Appendix for the Group’s responses.

**By Order of the Board**

**Tan Lee Fang**  
**Company Secretary**

Date: 29 July 2021

Appendix

1	<p><b>How has COVID-19 impacted the business?</b></p> <p><b>Response:</b></p> <p>The COVID-19 situations continues to impact the business in the manner described in the announcement dated 27 July 2020. As a result, activities along the supply chain have been slow.</p> <p>Within the organization, the Group continues to grapple with workplace safety and health issues as well as manpower issues presented by COVID-19. More information can be found under the Employment and Occupational Health and Safety sections of the Group's sustainability report (pages 144-147 of Annual Report).</p>
2	<p><b>What is the business outlook?</b></p> <p><b>Response:</b></p> <p>The Group concluded its financial year ended 31 March 2021 with lower revenue resulting from weak demand as well as disruptions caused by COVID-19. This will likely to persist in the near term although the Group is starting to see enquiries level picking up particularly towards the end of FY2021. However, any recovery is anticipated to be gradual as it takes time for these to be converted into real orders.</p>
3	<p><b>How dependent is the Company on foreign workers?</b></p> <p><b>Response:</b></p> <p>The proportion of foreign workers varies across different departments depending on the nature of work required within the Group. As at 31 March 2021, foreign workers made up about 30% of the total workforce in Singapore.</p>
4	<p><b>Please provide some colours as to the new sectors of growth being considered outside of fossil fuels. What competencies will need to be developed and what CAPEX/investment is likely to be required in these new areas? How is this likely to be funded?</b></p> <p><b>Response:</b></p> <p>Currently, there is no concrete plan nor any specific sectors that the Group is pursuing. However, just to cite an example – the Group could explore into the renewables space, or any new sector that will likely to require heavy engineering services, which is the Group's core expertise, so that we can rely on existing resources to maximise synergy and minimise new investments/CAPEX.</p>
5	<p><b>In Note 23 of the Notes to the Financial Statements, there is no “customer deposits/prepayments” within current liabilities. Does the Company demand down-payments from customers to purchase materials before work commences?</b></p>

	<p><b>Response:</b></p> <p>The Group may request for advance payments from customers before work commences or deliveries mainly to manage credit risks and for improving working capital requirements. Deposits/Advances received from customers have been presented together within Trade Creditors as it is “trade” in nature.</p>
<p><b>6</b></p>	<p><b>Why has the inventory obsolescence increased significantly in FY2021? Inventory has also decreased significantly less than the decrease in sales in FY2021. Moving forward, what steps is the Company taking to improve inventory turnover?</b></p> <p><b>Response:</b></p> <p>The inventory obsolescence recognized in FY2021 was largely relating to the trading business within the Premier CGU. Please refer to page 79 of the Annual Report under “Impairment loss recognized” for more information.</p> <p>These inventories were mostly brought forward from a buoyant period before demand for capital expenditure in the industry slowed down amid the plunge in oil price in 2015. Although the trading sales picked up slightly in FY2020, it decreased significantly in FY2021 triggering the need for an increased provision during the year.</p> <p>The Group has been minimizing restocking such inventories since 2015 unless there are confirmed orders. Other steps taken to improve the turnover of such inventories includes cross-selling the products via lease arrangements and reaching out to other geographical markets via consignment arrangements with strategic partners.</p> <p>Apart from the above category and work-in-progress, the Group is employing standard inventory turnover management strategies (proper forecasting, regular review of restocking of raw materials, encourage sale and usage of old stocks, just-in-time purchasing for low turnover goods etc.) taking into account price trends as well as the increased lead time amid COVID-19 restrictions.</p>



**Annex B**

Summary of Question(s) & Answer(s) ("Q&A") received during the AGM proceedings on 30 July 2021.

**Question:**

What is the Company Management's own opinion on the long-term prospect of the oil & gas sector?

**Answer:**

The world is talking about global warming and replacing fossil fuels with renewable energy. This line of climate strategy has started but is likely to take awhile. We believe that fossil fuels in particular oil & gas sector will continue to be of demand and fulfill a significant portion of global energy needs for years to come as the world pivots more towards renewable energy.

Our strategy is to remain focused on our customers' needs and we are confident that we have many years of business to continue in this space.

We could explore into the renewables space or any other new sectors capitalizing our strengths and core expertise to address new customers in the new phases of energy needs in the future.