NUTRYFARM INTERNATIONAL LIMITED
(Incorporated in Bermuda)
(the "**Company**")

MINUTES OF THE SPECIAL (EXTRAORDINARY) GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS ON THURSDAY, 12 AUGUST 2021 AT 10.00 A.M. ("MEETING")

PRESENT	:	As set out in the webcast attendance records maintained by the Company
IN ATTENDANCE	:	As set out in the webcast attendance records maintained by the Company
CHAIRMAN (of the Board and the Meeting)	:	Mr. Luk Chung Po

1. **<u>Introduction</u>**

The Chairman of the Meeting, Mr. Luk Chung Po ("**Mr. Luk**") welcomed the shareholders of the Company ("**Shareholders**") to the Meeting, and explained that due to the current COVID-19 situation in Singapore, the Meeting would be held by way of electronic means.

Mr. Luk introduced the other members of the board who were attending the Meeting by electronic means:

(i) Mr. Ng Poh Khoon Jimmy, Independent Director of the Company
(ii) Mr. Neo Chee Beng, Independent Director of the Company
(iii) Mr. Xu Hai Min, Non-executive Director of the Company
(iv) Ms. Lee Pih Peng, Independent Director of the Company

Mr. Luk informed the Shareholders that Mr. Cheng Meng, the CEO and Executive Director of the Company, was absent with apologies.

Mr. Luk further informed the Shareholders that the Company's key management, external counsel (Messrs Lee & Lee), polling agent, and scrutineer, were also attending the Meeting by electronic means.

2. **<u>Shareholders' Questions</u>**

Mr. Luk informed that questions have been received from Shareholders, and that the Company has addressed these questions via an announcement released on SGXNET on 11 August 2021. Mr. Luk further informed that the announcement was also available on the Company's website.

3. **<u>Notice of Meeting, Quorum and Voting Procedure</u>**

A quorum was present electronically, and Mr. Luk called the Meeting to order and proceeded with the formal business of the Meeting.

Mr. Luk noted that as the notice of the Meeting had been circulated to all Shareholders in printed copies and published on SGXNET, it was taken as read.

Pursuant to Article 73 of the Bye-Laws of the Company, Mr. Luk advised that the resolutions put to the vote of the Meeting shall be decided by poll. Due to the current COVID-19 situation in Singapore, Shareholders who wished to exercise their voting rights at this Meeting were required to appoint the Chairman of this Meeting as their proxy to vote on their behalf. Mr.

Luk informed Shareholders that he has received proxy forms from Shareholders and will be voting in accordance with their instructions. Accordingly, the resolutions put to vote at the Meeting would be deemed proposed and seconded.

Mr. Luk informed Shareholders that the Company has appointed Boardroom Corporate & Advisory Services Pte Ltd as its polling agent and Reliance 3P Advisory Pte. Ltd. as its scrutineers, and that proxy forms lodged with the Company have been counted by the polling agent and verified by the scrutineers.

Mr. Luk then proceeded to deal with the business of the Meeting.

As Ordinary Business

4. **ORDINARY RESOLUTION 1 - PROPOSED DIVERSIFICATION OF THE BUSINESS OF THE COMPANY AND ITS SUBSIDIARIES TO INCLUDE THE NEW BUSINESS**

Mr. Luk informed Shareholders that the rationale and all pertinent information relating to the proposed diversification has been set out in the circular to Shareholders dated 21July 2021 ("**Circular**"), and that the full text of Ordinary Resolution 1 is set out in the notice of the Meeting.

The poll results received for Ordinary Resolution 1 were as follows:

Results	For	Against	Total
Vote	5,870,700	0	5,870,700
Percentage	100%	0%	100%

Based on the poll results, Mr. Luk declared Ordinary Resolution 1 as carried.

It was resolved that the proposed diversification of the business of the Company and its subsidiaries to include the New Business (as defined in the Circular) be approved.

5. **Conclusion**

There being no other business, Mr. Luk thanked Shareholders for attending the Meeting and declared the Meeting concluded.

CERTIFIED CORRECT

Luk Chung Po
CHAIRMAN OF THE MEETING