

GENERAL ANNOUNCEMENT::MINUTES OF ANNUAL GENERAL MEETING HELD ON 24 JUNE 2022

Issuer & Securities

Issuer/ Manager

JACKSPEED CORPORATION LIMITED

Securities

JACKSPEED CORPORATION LIMITED - SG1075914679 - J17

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Submitted By (Co./ Ind. Name)

Siau Kuei Lian

Designation

Joint Company Secretary

Description (Please provide a detailed description of the event in the box below)

Please refer to the attachment.

Attachments

[Jackspeed Corporation Limited - Minutes of Annual General Meeting held on 24 June 2022.pdf](#)

Total size =26K MB

JACKSPEED CORPORATION LIMITED
(Company Registration No. 199300300W)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : By way of electronic means
DATE : Friday, 24 June 2022
TIME : 9.30 a.m.
CHAIRMAN : Mr Chin Yew Choong David

QUORUM

There being a quorum present, Mr Chin Yew Choong David, the Chairman of the Meeting (the “**Chairman**”), declared the Annual General Meeting (the “**Meeting**”) to order at 9.30 a.m.

Pursuant to COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the Meeting was held by electronic means. In view of the Company’s efforts to minimise physical interactions and the transmission risk to a minimum, the shareholders and Directors have attended the Meeting via webcast and voted through appointing the Chairman as proxy.

INTRODUCTION

The Chairman proceeded to introduce the members of the Board, the Company Secretary, Scrutineer, Share Registrar and External Auditors of the Company to the shareholders present at the Meeting through webcast.

NOTICE

All pertinent information relating to the proposed Resolutions are set out in the Notice of this Meeting dated 8 June 2022 together with the Annual Report for the financial year ended 28 February 2022 which have been circulated to the shareholders. The Notice convening the Meeting was taken as read.

The Chairman thanked those shareholders who have submitted their votes to appoint himself as proxy to vote on their behalf. All the proxy forms submitted at least 48 hours before the Meeting have been checked, counted and verified by the Share Registrar and Scrutineer and found to be in order.

The Chairman also informed the shareholders that the Company’s responses to the questions on the proposed Meeting resolutions had been uploaded on SGXNet on 17 June 2022.

ORDINARY BUSINESS:

1. DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS - RESOLUTION 1

The Meeting proceeded to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 28 February 2022 together with the Auditors' Report thereon.

The result of the poll was as follows:

	Number of Shares	Percentage (%)
For	200,871,899	100.00
Against	0	0.00
Total number of shares represented by votes for and against the resolution	200,871,899	100.00

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

"That the Directors' Statement and Audited Financial Statements for the financial year ended 28 February 2022 together with the Auditors' Report thereon be and are hereby approved and adopted."

2. RE-ELECTION OF DIRECTOR - RESOLUTION 2

Mr Yap Kian Peng ("**Mr Yap**"), who was retiring as a Director of the Company under Regulation 107 of the Constitution of the Company, had signified his consent to continue in office.

The result of the poll was as follows:

	Number of Shares	Percentage (%)
For	200,871,899	100.00
Against	0	0.00
Total number of shares represented by votes for and against the resolution	200,871,899	100.00

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

"That Mr Yap, who retired from the office in accordance with the Regulation 107 of the Constitution of the Company and being eligible, had offered himself for re-election, be re-elected as a Director of the Company."

Mr Yap will, upon re-election as a Director of the Company, remain as Executive Deputy Chairman, Chief Executive Officer and a member of Remuneration Committee and Audit Committee.

3. PAYMENT OF DIRECTORS' FEES - RESOLUTION 3

The Board had recommended the payment of Directors' fees of up to S\$265,000 for the financial year ending 28 February 2023, to be paid quarterly in arrears.

The result of the poll was as follows:

	Number of Shares	Percentage (%)
For	199,460,699	100.00
Against	0	0.00
Total number of shares represented by votes for and against the resolution	199,460,699	100.00

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

"That the payment of Directors' fees of up to S\$265,000 for the financial year ending 28 February 2023, to be paid quarterly in arrears, be approved."

4. RE-APPOINTMENT OF AUDITORS - RESOLUTION 4

The retiring Auditors, Messrs RSM Chio Lim LLP, had expressed their willingness to continue in office.

The result of the poll was as follows:

	Number of Shares	Percentage (%)
For	200,871,899	100.00
Against	0	0.00
Total number of shares represented by votes for and against the resolution	200,871,899	100.00

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

"That Messrs RSM Chio Lim LLP, who had expressed their willingness to continue in office, be re-appointed as Auditors of the Company until the next Meeting at a fee to be agreed between the Directors and Messrs RSM Chio Lim LLP."

SPECIAL BUSINESS:

5. AUTHORITY TO ISSUE SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO SECTION 161 OF THE COMPANIES ACT 1967 AND RULE 806 OF THE LISTING MANUAL OF THE SGX-ST - RESOLUTION 5

Resolution 5 of the agenda was to authorise the Directors to issue and allot shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The result of the poll was as follows:

	Number of Shares	Percentage (%)
For	199,460,699	99.297
Against	1,411,200	0.703
Total number of shares represented by votes for and against the resolution	200,871,899	100.00

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED:**

That pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the 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 Instrument made or granted by the Directors of the Company while this Resolution was in force,

(the “**Share Issue Mandate**”)

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) and Instruments 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 and Instruments to be issued other than on a *pro-rata* basis to existing 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 and Instruments that may be issued under sub-paragraph (1) above, the percentage of issued shares and Instruments shall be based on the 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 the Instruments or any convertible securities;
 - (b) 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 Listing Manual of the SGX-ST; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;

Adjustments in accordance with (2)(a) or (2)(b) above 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 passing of the Share Issue Mandate.

- (3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the rules, guidelines and measures issued by the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, the Share Issue Mandate shall continue in force (i) 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, or (ii) in the case of shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of the Instruments, whichever is earlier.

CONCLUSION

Save for those questions that the Company has received from shareholders and announced on 17 June 2022, there were no further questions received from the shareholders.

There being no other business to transact, the Chairman of the Meeting declared the Meeting closed at 9.40 a.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF THE PROCEEDINGS OF THE MEETING

CHIN YEW CHOONG DAVID
CHAIRMAN