

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N
(Incorporated in the Republic of Singapore)

Minutes of the Fifty-Sixth Annual General Meeting (“**AGM**” or the “**Meeting**”) of HL Global Enterprises Limited (“**HLGE**” or the “**Company**”), duly convened and held at Grand Copthorne Waterfront Hotel, Paradiso Room, Level 3, 392 Havelock Road, Singapore 169663, on Wednesday, 24 April 2019 at 10.00 a.m.

- Directors :
- Dato’ Gan Khai Choon
(Chairman, Non-executive Non-independent Director)
 - Mr Andrew Goh Kia Teck
(Lead Independent Director, Chairman of the Audit and Risk Committee, Chairman of the Remuneration Committee and Chairman of the HL Global Enterprises Share Option Scheme 2006 Committee)
 - Ms Loo Hwee Fang
(Independent Director, Chairman of the Nominating Committee)
 - Mr Goh Kian Chee
(Independent Director)
 - Mr Hoh Weng Ming
(Non-executive Non-independent Director)
 - Mr Tan Eng Kwee
(Non-executive Non-independent Director)
- Senior Management :
- Ms Foo Yang Hym (Chief Financial Officer) (“**CFO**”)
 - Mr Yam Kit Sung (General Manager – Asset Management (China))
- Company Secretaries :
- Ms Nor Aishah Binte Nasit
 - Ms Yeo Swee Gim, Joanne
- Auditor :
- Ernst & Young LLP (“**EY**”)
- Independent Scrutineer : TS Tay Public Accounting Corporation (“**TS Tay**”)

The full attendance list of shareholders, proxies and observers is separately maintained by the Company Secretary and set out in the Attendance Records for the Meeting.

CHAIRMAN’S WELCOME

The Chairman extended a warm welcome to all present at the Meeting. With the necessary quorum present, he called the Meeting to order and introduced members of the Board of Directors (the “**Board**”) present at the Meeting, as well as the CFO, Ms Foo Yang Hym, the General Manager – Asset Management (China), Mr Yam Kit Sung and the Company’s external auditor, EY.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

NOTICE

The Notice convening the Meeting (“**Notice of AGM**”) was, with the permission of the Meeting, taken as read.

VOTING

The Chairman informed that all resolutions at the Meeting would be voted on by way of poll. Polling would be conducted manually. The Company had appointed Central Management Services (Pte) Ltd to act as poll counting agents. TS Tay had been appointed the independent scrutineers for the poll voting and the Chairman called upon Ms Heah Yoke Ying from TS Tay to explain the procedures for the poll voting. As there were no questions on the poll voting, the Chairman proceeded to the business of the Meeting.

ORDINARY BUSINESS:

1. DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018 AND THE AUDITOR’S REPORT THEREON

- 1.1 The Annual Report 2018 of the Company (“**AR**”), which included the Directors’ Statement and Audited Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended 31 December (“**FY**”) 2018 (“**FS**”) had been distributed to all Shareholders.
- 1.2 The Chairman informed the Shareholders that the CFO and the Company’s audit engagement partner, Mr Tan Swee Ho from EY would assist the Board in answering any questions on the FS. The Chairman then invited the Shareholders and/or their proxies to raise any queries that they might have on the FS.
- 1.3 A summary of the questions from the following Shareholders and/or proxies, together with responses from the Chairman, Directors and Management are set out as follows:
 - 1.3.1 Question 1

Shareholder A (*the identity of the shareholder is separately maintained in the records of the Company Secretary*), referred to page 5 of the AR on the outlook of the Group’s operations and enquired on the estimated costs for (i) the refurbishment and conversion of the Group’s old commercial complex (“**EC**”) next to Copthorne Hotel Cameron Highlands (“**CHCH**”) into additional hotel rooms and meeting rooms (the “**EC Project**”); (ii) the proposed development of the 40-unit high-rise apartment building in Cameron Highlands (the “**Cameron Project**”); and (iii) the joint venture property development in Melaka, Malaysia (the “**Melaka Project**”).

The CFO responded that the development costs for these projects have not been finalised and are subject to, *inter alia*, the cost of materials, the designs and layout of the proposed development plans. Management had however estimated the costs for the EC Project, the Cameron Project and the Melaka Project to be between the range of Ringgit Malaysia (“**RM**”) 12 million to RM15

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

million, RM18 million to RM20 million and RM120 million to RM150 million respectively.

Question 2

Shareholder A enquired on the proposed development mix for the Melaka Project, the status of approval from the relevant authorities and the commencement date of construction works.

The CFO replied that the Melaka Project comprises a proposed hotel, small office home office (SOHO) apartments and retail units. Notwithstanding that the approval from the relevant authorities for the development plan for the Melaka Project had been obtained, construction works have yet to commence due to certain amendments to the layout plans.

Question 3

Shareholder A enquired on the sales plans for the Cameron Project.

The CFO replied that the high-rise apartments to be built under the Cameron Project are intended for sale and the selling price for some units depending on the unit sizes could fetch more than RM1 million each.

Question 4

Shareholder A was concerned that the total development costs for the EC Project, the Cameron Project and the Melaka Project would aggregate to about RM200 million, which is nearly equivalent to the entire cash balance of the Group.

The Chairman, addressing Shareholder A's concern, assured that the Board practices a prudent approach in managing the capital expenditure ("**CAPEX**") and development costs for the Group's projects, working within the Group's cash flow requirements, and supplemented by financing from the banks and potential investment returns and development sales proceeds.

Question 5

Shareholder A sought confirmation on whether the dividend of 3 cents per ordinary share declared for FY 2017 was a special one-off dividend payment in recognition of the gain from the successful disposals of the Group's assets in FY 2017 (the "**Disposals**") and that the Company would not be paying out any dividends over the next three to five years.

The Chairman confirmed that the dividend paid in 2018 in respect of FY 2017 was a result of the gain on the Disposals. The Board had not recommended the payment of a dividend for FY 2018 and it had considered the Group's working capital requirements for the existing development projects as well as the need to conserve cash for future investment opportunities to grow the

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

Group's businesses. While future dividend payouts could not be determined as yet, the Board would before proposing any dividends, consider factors such as the Group's CAPEX requirements for its current projects and the results of its operations.

Question 6

With regard to statements made by the Company in its results announcements that it was exploring new acquisition opportunities, Shareholder A would like to know the estimated CAPEX size and factors for consideration when reviewing such potential investments.

The Chairman explained that the Board would study the potential investment costs and the Company's funding requirements whenever an acquisition opportunity is presented. The investment costs could range between Singapore Dollars ("S\$") 80 million to S\$100 million based on the existing cash balance of the Group coupled with a likely increase in financial gearing.

Shareholder A expressed concern over the investment threshold provided by the Chairman as he felt it could change the Company's entire financial profile and result in a negative position again.

The Chairman, in response, reassured that the Board would take a cautious stance in its review of any potential investments for the Company.

1.3.2 Question 7

Shareholder B (*the identity of the shareholder is separately maintained in the records of the Company Secretary*), enquired whether the recent change in the Malaysia government has brought about a positive effect on the conduct of the Group's business activities, particularly the Melaka Project which she noted had been encountering delays in obtaining the requisite government approvals in the past.

The Chairman explained that the delay in the Melaka project was due to a number of issues including obtaining the relevant government approvals and the need to make changes to the layout plans to adapt to the current market condition. He commented that the recent changes in the political scene in Malaysia had resulted in some previously government-led development projects being put on hold. Whilst the consequential impact of such changes in Melaka are still uncertain, the Chairman was of the opinion that the Group could benefit from the recent developments and efforts including land reclamation to position Melaka as a high-profile tourist destination which had attracted many foreign investments from China.

Question 8

Shareholder B enquired how the Company could achieve sustainable profitability going forward given that the profits over the last two years were due to disposal of property assets.

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The Chairman responded that the Group is continuing its efforts to improve the returns from its existing assets portfolio in Cameron Highlands and could expect development profits from the future sale of its high-rise apartments. It is hoped that the additional hotel rooms and meeting rooms to be converted under the EC Project would increase the room capacity at CHCH and the Group would be able to meet the needs for MICE (meetings, incentives, conventions and exhibitions) facilities. Given CHCH's good tourist location, he believed that the prospects of the Group's business in Cameron Highlands should continue to grow.

1.3.3 Question 9

Shareholder A enquired whether the Company is planning to return surplus cash to Shareholders by way of a capital reduction exercise if no suitable acquisition opportunity is identified. He added that he had raised this before at the 2018 AGM.

The Chairman said notwithstanding the Company's financial standing being more stable following the Disposals, the Company has only a few remaining assets producing income. The Board felt that the Company should, at the moment, conserve its current cash reserves of about S\$50 million for future investments opportunities and had therefore not recommended any cash distribution in respect of FY 2018.

1.3.4 Question 10

Shareholder B enquired whether the Board is planning to carry out any fund raising, such as a rights issue exercise or to take up bank loans, to finance the EC Project and the Melaka Project.

The Chairman responded that the Board is looking at self-financing options with limited cash requirements for the Group's on-going projects and this could also be further supplemented by the progressive receipt of proceeds from sale of the high-rise apartment units in Cameron Highlands.

Question 11

Having noted that the development costs of the Group's existing projects are denominated in RM, Shareholder B asked whether the Board had considered hedging its foreign currency exposure.

The Chairman replied that it would not be cost effective to do hedging in view that the Group has existing cash resources in Malaysia and the future compensating income from the Group's projects would also be denominated in RM.

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

Question 12

Shareholder B then enquired whether the Company should be considered a Malaysian company.

The Chairman said that HLGE is a Singapore-incorporated company with investments in Malaysia. The focus of the Group's businesses had historically been in Malaysia and China. The Board had, however, divested its assets in China in its efforts to cut the Group's losses from its non-performing assets and to embark on better business opportunities in Malaysia. With the recent change in the Malaysia government, the Chairman looked forward to more stability coming back to the Malaysian economy over the next two years.

1.3.4 Question 13

Shareholder C (*the identity of the shareholder is separately maintained in the records of the Company Secretary*), referred the Meeting to page 83 of the AR and queried the impairment loss of S\$171 million recorded by the Company as at 31 December 2018.

The CFO explained that the impairment loss was attributed by the subsidiaries of the Company, mainly LKN Development Pte. Ltd. and its subsidiaries ("**LKND Group**"), which had incurred huge losses during the financial crisis many years ago. LKND Group had held properties which had since been disposed.

Question 14

Shareholder C queried on the shop and offices project set out in Note 12 (Development Properties) on page 100 of the AR, which development works had been suspended.

The CFO replied that those works relate to the Melaka Project.

Question 15

Referring the Meeting to page 82 of the AR, Shareholder C commented that the rental yield for the Group's investment property located at Cameron Highlands had worked out to be only 1.2% for 2018.

The CFO said that Management had taken cognizance of the low rental yield at the EC and hence, the need to renovate the EC to generate higher returns.

Question 16

Shareholder C commented that the Company has a strong parentage in hospitality business having been listed on Singapore Exchange Securities Trading Limited for some time and would like to know the rationale for the Company's existence.

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The Chairman gave a brief history of the Company for the benefit of Shareholder C and the rest of the Shareholders. When the Hong Leong group first took over the Company, it was loss-making and was not in a good financial state. The focus then was to strengthen the Group's financial health through the divestment of its non-performing and/or non-core assets, which are located in Malaysia, China and Singapore. After the many years of losses, a positive turnaround of the Group's performance was recorded for FY 2017 from the profits contributed by the exceptional gain from the Disposals. The Group is still operating in the real estate and hospitality business and currently has some assets, cash reserves of about S\$50 million and limited gearing.

With regard to Shareholder C's query on the similarity of the Group's business with that of its parent group, the Chairman explained that the Company has separate shareholders and board of directors, and the Board must act in the interests of its own Shareholders. The Board is continuously looking for ways to improve returns from the existing assets portfolio of the Group, particularly in Cameron Highlands and Melaka, which are currently underutilised.

1.3.5 Question 17

Shareholder A enquired on an estimated price for a piece of land in Melaka.

The Chairman responded that market price is subjective as it depends on, amongst other factors, its location.

1.3.6 Question 18

Shareholder B enquired on the duration of the Melaka Project following the commencement of construction.

The Chairman invited Mr Lee Seng Khoon ("**Mr SKLee**"), the joint venture partner of HL Heritage Sdn. Bhd. to provide Shareholders with more information on the Melaka Project. The Chairman informed the Shareholders that Mr SKLee has a lot of experience in the real estate business in Malaysia and is currently overseeing the development of the Melaka Project.

Mr SKLee informed the Shareholders that he, together with the Board and Management, have been studying the feasibility of the Melaka Project since inception of the joint venture arrangement and was of the view that the said project would be quite viable barring unforeseen circumstances. Subject to market conditions and sale of the units, the Melaka Project could possibly generate a gross value of about RM250 million to RM300 million. Construction costs are currently estimated at about RM150 million. He shared with Shareholders the upward trending property market in Melaka which saw most developers selling their projects on a guaranteed return basis of 7% over the span of nine to 15 years.

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

Riding on the driving demand for hotel rooms in Melaka, especially during the weekends, the Group could consider retaining the ownership of the hotel. Mr SKLee however, shared that some buyers in the market would also rent out their apartments on 'Airbnb', an accommodation-sharing platform, which is very popular in Melaka and this could adversely affect the hotel operations. As such, the Group is reviewing its strategy for the hotel development and is cautiously managing such risks by sourcing for investors who would be interested in investing into the hotel.

Question 19

Shareholder B enquired if the concept of the hotel development is akin to timeshare.

Mr SKLee replied in the negative with regards the hotel. He explained that buyers of residential units sold under the Melaka Project could engage an operator to rent the units based on the guaranteed payback returns for a stipulated period.

Question 20

Shareholder B enquired on the target investor profile and whether the Group would be approaching the Hong Leong group to consider the proposed development of the hotel.

Mr SKLee explained that he has, at the moment, been liaising with some parties who are interested to purchase the hotel tower. The Group is currently reviewing its strategies with a view to achieving reasonable returns with minimum cash outlay. The Group is also looking out for Chinese foreign investors with interests in the hospitality business in Melaka in light of their close link to Melaka.

Question 21

Shareholder B enquired whether the Company would be providing management services for the hotel.

Mr SKLee responded that he understood that the Group's focus at this stage is to progress the development of the Melaka Project.

Question 22

Shareholder B further questioned on the potential shift of the Company's principal business to that of a developer of properties.

The Chairman emphasized that the Group's main objective is to move the development of the Melaka Project forward and generate sufficient cashflow for the Group through the sale of the apartments. The Group could consider selling the hotel and not be involved entirely in its management.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

- 1.4 As there were no other questions, it was proposed that the Directors' Statement and the Audited Financial Statements together with the Auditor's Report be received and adopted.

Duly seconded, it was RESOLVED:

That the Directors' Statement and Audited Financial Statements of the Company and its subsidiaries for the year ended 31 December 2018 and the Auditor's Report thereon, be and are hereby received and adopted.

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

2. APPROVAL OF DIRECTORS' FEES

- 2.1 The Chairman informed that a breakdown of the Directors' fees payable for FY 2018 could be found on page 23 of the AR. He then invited Shareholders and/or their proxies to raise any queries that they might have on the proposed Directors' fees.

- 2.2 Duly proposed and seconded and there being no questions, it was RESOLVED:

That the Directors' fees (including fees payable to the members of the Audit and Risk Committee, Nominating Committee and Remuneration Committee) of S\$208,520 for the year ended 31 December 2018 be and is hereby approved.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

3. RE-ELECTION/ELECTION OF DIRECTORS

- 3.1 The Chairman informed the Meeting that in accordance with the Company's Constitution, Mr Hoh Weng Ming, Mr Tan Eng Kwee ("**Mr TanEK**") who was appointed on 8 January 2019 and himself (collectively, hereinafter referred to as the "**Retiring Directors**") were due to retire as Directors at the Meeting. The Retiring Directors had offered themselves for re-election/election and the Nominating Committee had recommended that they be re-elected/elected as Directors of the Company. Information on the Retiring Directors could be found on pages 6 and 7, and pages 142 to 147 of the AR. He then invited Shareholders and/or their proxies to raise any queries that they might have on each of these resolutions.
- 3.2 At the invitation of the Chairman, Mr Andrew Goh Kia Teck, the Lead Independent Director of the Company, took the Chair relating to Dato' Gan Khai Choon's re-election as Director, and handed the Chair back to Dato' Gan Khai Choon after the resolution regarding Dato' Gan Khai Choon had been carried.
- 3.3 (a) Duly proposed and seconded and there being no questions, it was RESOLVED:
- That Dato' Gan Khai Choon, who is due to retire by rotation at this Meeting, be and is hereby re-elected as a Director of the Company.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

3.4 (b) Duly proposed and seconded and there being no questions, it was **RESOLVED**:

That Mr Hoh Weng Ming, who is due to retire by rotation at this Meeting, be and is hereby re-elected as a Director of the Company.

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

3.5 Question 1

Directing her question to Mr TanEK, Shareholder B enquired on the contribution that he could bring to the Company as a new member of the Board.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

Mr TanEK replied that he specialises in finance and has spent a considerable period of his career in operations. With his background and experience in both listed and non-listed companies as well as family-owned businesses, he hoped to be able to participate and contribute effectively to the Company, its business policies and strategies, with particular emphasis on the robustness of its Company's financials.

- 3.6 (c) Duly proposed and seconded and there being no other questions, it was RESOLVED:

That Mr Tan Eng Kwee, who is due to retire at this Meeting, be and is hereby elected as a Director of the Company.

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

4. RE-APPOINTMENT OF AUDITOR

- 4.1 The Meeting noted that the Audit and Risk Committee had recommended EY for re-appointment and EY had expressed their willingness to accept re-appointment as Auditor of the Company. He then invited Shareholders and/or their proxies to raise any queries that they might have on the proposed re-appointment of auditor.
- 4.2 There being no question, and duly proposed and seconded, it was RESOLVED:

That Ernst & Young LLP be and are hereby re-appointed as Auditor of the Company to hold office until the conclusion of the next AGM and that the Directors be hereby authorised to fix their remuneration.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,791,300	100.00	0	0.00

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

SPECIAL BUSINESS:

ORDINARY RESOLUTIONS

5. AUTHORITY FOR DIRECTORS TO ISSUE SHARES AND/OR MAKE OR GRANT OFFERS, AGREEMENTS OR OPTIONS PURSUANT TO SECTION 161 OF THE COMPANIES ACT, CHAPTER 50 OF SINGAPORE AND THE LISTING MANUAL OF SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

5.1 The Chairman informed the Meeting that this resolution would empower the Directors from the date of the AGM until the next AGM to issue shares and/or make or grant Instruments that might require shares to be issued up to and not exceeding 50% of the Company's total number of issued shares, excluding treasury shares, with a limit of 20% for any issue of shares not made on a *pro rata* basis to the Shareholders. This authority would expire at the next AGM, unless revoked or varied at a general meeting. He then invited Shareholders and/or their proxies to raise any queries that they might have on this resolution.

5.2 Duly proposed and seconded and there being no questions, it was RESOLVED:

That authority be and is hereby given to the Directors to:

- (a) (i) issue shares in the capital of 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) warrants, debentures or other instruments convertible into shares,

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and

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

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Ordinary Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution but excluding shares which may be issued pursuant to any adjustments effected under any relevant Instrument), does not exceed 50% of the total number of issued shares, excluding treasury shares, 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 (including shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution but excluding shares which may be issued pursuant to any adjustments effected under any relevant Instrument) does not exceed 20% of the total number of issued shares, excluding treasury shares, of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares, excluding treasury shares, of the Company shall be based on the total number of issued shares, excluding treasury shares, of the Company at the time this Ordinary Resolution is passed, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Ordinary Resolution is passed; and
 - (ii) any subsequent bonus issue, consolidation or subdivision of shares;
- (3) in exercising the authority conferred by this Ordinary Resolution, the Company shall comply with the provisions of the Listing Manual of SGX-ST for the time being in force (unless such

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

compliance has been waived by SGX-ST) and the Constitution for the time being of the Company; and

- (4) (unless revoked or varied by the Company in General Meeting) the authority conferred by this Ordinary Resolution shall continue in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
51,791,300	51,770,034	99.96	21,266	0.04

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

6. AUTHORITY FOR DIRECTORS TO OFFER AND GRANT OPTIONS AND TO ISSUE SHARES IN ACCORDANCE WITH THE PROVISIONS OF THE HL GLOBAL ENTERPRISES SHARE OPTION SCHEME 2006 (“SOS”)

- 6.1 The Chairman informed the Meeting that this resolution would empower the Directors to offer and grant options under the SOS and to issue, from time to time, shares pursuant to the exercise of such options subject to the limits or sub-limits as prescribed in the SOS.
- 6.2 The Chairman further reminded that Shareholders who are eligible to participate in the SOS including all Directors and employees of the Company and Hong Leong group that they must not vote on the resolution unless they were acting as proxies for Shareholders who did not have any personal interest in the resolution and had also given specific instructions on how their votes were to be cast.

6.2.1 Question 1

Shareholder B enquired on the number of options granted within the last five years and the number of shares issued arising from the exercise of such options.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

The Chairman informed that no option has been granted by the Company since the commencement of the SOS.

6.2.2 Question 2

Proxy A (*the identity of the proxy is separately maintained in the records of the Company Secretary*), a proxy for CGS-CIMB Securities (Singapore) Pte. Ltd. queried on the expiry date of the SOS.

The Chairman, in response, pointed out that the SOS was approved by Shareholders at the extraordinary general meeting of the Company held on 29 September 2006 for an initial duration of ten years. At the AGM held on 29 April 2016, the SOS was extended for a further period of ten years from 29 September 2016 to 28 September 2026.

6.3 Duly proposed and seconded and there being no other questions, it was RESOLVED:

That approval be and is hereby given to the Directors to offer and grant options (“**Options**”) over shares of the Company in accordance with the provisions of the HL Global Enterprises Share Option Scheme 2006 (the “**SOS**”) and to allot and issue from time to time such number of shares of the Company as may be required to be issued pursuant to the exercise of the Options granted under the SOS, provided that the aggregate number of new shares to be issued pursuant to the SOS shall not exceed 15% of the total number of issued shares of the Company from time to time, and provided further that the aggregate number of shares to be issued to certain categories of participants of the SOS collectively and individually during the entire operation of the SOS (subject to adjustments, if any, made under the SOS) shall not exceed such limits or (as the case may be) sub-limits as may be prescribed in the SOS.

The detailed voting results for the above resolution, which were announced at the end of the Meeting, were as follows:

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 (%)
16,180,418	16,159,152	99.87	21,266	0.13

Note: The percentages indicated in the tables above are rounded up to 2 decimal points.

HL GLOBAL ENTERPRISES LIMITED

Co. Reg. No. 196100131N

Minutes of the Fifty-Sixth Annual General Meeting held on 24 April 2019 – cont'd

After the collection of the completed poll voting slips and whilst the votes were counted by the poll counting agent, the Chairman declared a short interval. The Meeting resumed shortly upon the receipt of the voting results from the Scrutineers and the Chairman proceeded to announce the same, which have been set out in these minutes for each of the resolutions tabled at the Meeting.

As there was no other business, the Chairman thanked the Shareholders for their attendance and declared the Meeting closed at 11.10 a.m.

Read and signed as correct
Singapore

.....
Chairman

JY\nan\pvt\HLGL01\AGM\24April2019
V:\ViewPoint\FORMS\CDL\minutes\hg\HLGE - AGM 24 April 2019.docx