THE PLACE HOLDINGS LIMITED
(Company Registration Number: 200107762R)
(Incorporated in the Republic of Singapore)
(the "**Company**", together with its subsidiaries, the "**Group**")

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD BY WAY OF ELECTRONIC MEANS ON TUESDAY, 26 APRIL 2022 AT 4:30 P.M. ("MINUTES")

PRESENT VIA LIVE WEBCAST

Directors	:	Mr Ji Zenghe (Executive Chairman of the Board) Mr Fan Xianyong (Executive Director and Chief Executive Officer of the Company) Mr Sun Quan (Non-Executive Director) Mr Foo Chiah-Shiung (Independent Director, Chairman of Nominating Committee) Mr Ng Fook Ai Victor (Independent Director, Chairman of Remuneration Committee) Mr Chng Hee Kok (Independent Director)
In Attendance/By Invitation	:	Ms Tay Ai Li (Chief Financial Officer) Dr Qiu Yang (Company Secretary (ZICO Insights Law LLC) Mr Alfred Cheong (External Auditors (Messrs Crowe Horwath First Trust LLP)) Ms Vivien Yep (External Auditors (Messrs Crowe Horwath First Trust LLP)) Ms Stella Yang (Polling Agent (Boardroom Corporate & Advisory Services Pte. Ltd.)) Mr Chai Min Fung (Polling Agent (Boardroom Corporate & Advisory Services Pte. Ltd.)) Mr Teh Chong Nyen (Scrutineer (CNP Business Advisory Pte Ltd))
Shareholders	:	Attendance via live webcast

INTRODUCTION

Mr Chng Hee Kok, the Independent Director of the Company, welcomed shareholders to the "LIVE" webcast of the Annual General Meeting of the Company ("**AGM**") and introduced the Directors and the key management personnel of the Company who were in attendance.

1. CHAIRMAN

Mr Chng Hee Kok was appointed in accordance with the Constitution of the Company to preside as the Chairman of the AGM. On behalf of the board of directors ("**Board**"), Mr Chng Hee Kok (the "**Chairman**") took the chair of the meeting (the "**Meeting**"). The Meeting was declared open.

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order.

3. NOTICE

The Notice of AGM ("**Notice**") dated 11 April 2022, having been in the hands of the members for the statutory period, was, with the concurrence of the Meeting, taken as read.

4. PRESENTATION ON CORPORATE HIGHLIGHTS AND PROJECTS

The Company delivered a short presentation on its corporate highlights and projects, to provide shareholders with updates on the progress of such projects. The Executive Director and Chief Executive Officer, Mr Fan Xianyong ("**Mr Fan**") informed the Meeting that the Company had entered into 2 Memoranda of Understandings (**"MOU"**) this year, *inter alia*, (i) MOU with Diamond Era Investment Limited ("**Diamond Era**") and World Globe International Holdings Limited ("**World Globe International**") in relation to the acquisition of 51% shares in Sun Xin Investment Pte. Ltd. and Sun Oriental Pte. Ltd. ("**Proposed Acquisition**"), and (ii) MOU with Stellar Lifestyle Pte Ltd ("**Stellar**"), a subsidiary of SMRT Corporation Limited, in relation to the proposed collaboration and cooperation between the Company and Stellar in various key areas.

Mr Fan mentioned that, with regard to the (i) MOU with Diamond Era and World Globe International, a formal sale and purchase agreement in relation to the Proposed Acquisition is currently being prepared; and (ii) for the MOU with Stellar, the Company is following up closely to facilitate the entry into a formal agreement with Stellar.

The Company will optimize the structure and assets of existing projects such as development projects at Tanjong Pagar, Singapore and Mount Yuntai, China. This is to ensure that the company's strategy will be clearer, its main business will be more competitive, and its growth will be more rapid.

The Company aims to shape the future of the digital economy, developing new value propositions in the digital realm. The Company will focus on developing digital and intelligent new business platform serving small and medium-sized enterprises, focus on value creation via ESG principles, create a last-mile service system, and build Singapore's first Skyscreen. This Skyscreen will be a high-tech visual attraction in Singapore with an immersive multi-faceted platform for advertising, media, cultural activities.

5. POLL VOTING PROCEDURES

The Chairman informed that there were no questions received by the Company from shareholders that were substantial and relevant to the business of the AGM, as at the cut-off time, being 4:30 p.m. on 23 April 2022.

The Chairman informed the Meeting that voting on the proposed resolutions at the Meeting would be conducted by way of poll as required under the Listing Manual. The Chairman further informed that in his capacity as Chairman of the Meeting, he had been appointed as proxy by shareholders, and as such, he would be voting in accordance with the instructions of the shareholders who had appointed him as proxy.

The Chairman informed that the Polling Agent had counted the proxy votes received as at the cut-off time, being 4:30 p.m. on 23 April 2022, and the Scrutineer, CNP Business Advisory Pte Ltd (the "**Scrutineer**"), had verified the results of proxy voting.

The Chairman also mentioned that he would announce the results of the AGM after the conclusion of the Meeting and proceeded to deal with the business at hand.

ORDINARY BUSINESS

6. RESOLUTION 1: TO RECEIVE AND ADOPT THE DIRECTORS' STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021, TOGETHER WITH THE INDEPENDENT AUDITOR'S REPORT THEREON

The Chairman presented the first item on the agenda which was to receive and adopt the Audited Financial Statements of the Company, the Directors' Statement and Independent Auditors' Report for the financial year ended 31 December 2021 ("**FY2021**").

The Chairman mentioned that the said Statements and Report had been circulated to the shareholders for the statutory period and proceeded to move the following motion:

"That the Directors' Statement and Audited Financial Statements of the Company for FY2021, together with the Independent Auditor's Report thereon be and are hereby received and adopted".

The Chairman mentioned that as the Meeting was convened via virtual means pursuant to the Alternative Arrangement Order, no proposer and/or seconder formality arrangement was required for all resolutions tabled at the Meeting.

The Chairman proceeded with the next item on the meeting agenda.

7. **RESOLUTION 2: TO RE-ELECT MR SUN QUAN, WHO IS RETIRING BY ROTATION UNDER ARTICLE 94 OF THE CONSTITUTION OF THE COMPANY**

The next item on the agenda was to seek members' approval for the re-election of Mr Sun Quan as a Director of the Company. Mr Sun Quan was retiring at the Meeting in accordance with Article 94 of the Company's Constitution and, being eligible, had offered himself for re-election.

The Chairman proceeded to move the following motion:

"That Mr Sun Quan, a Director who retires pursuant to Article 94 of the Company's Constitution and being eligible, offered himself for re-election be and is hereby re-elected as Director of the Company".

The Chairman proceeded with the next item on the meeting agenda.

8. RESOLUTION 3: TO RE-ELECT MR FAN XIANYONG, WHO IS RETIRING BY ROTATION UNDER ARTICLE 94 OF THE CONSTITUTION OF THE COMPANY

The next item on the agenda was to seek members' approval for the re-election of Mr Fan Xianyong as a Director of the Company. Mr Fan was retiring at the Meeting in accordance with Article 94 of the Company's Constitution and, being eligible, had offered himself for re-election.

The Chairman proceeded to move the following motion:

"That Mr Fan Xianyong, a Director who retires pursuant to Article 94 of the Company's Constitution and being eligible, offered himself for re-election be and is hereby re-elected as Director of the Company".

The Chairman proceeded with the next item on the meeting agenda.

9. RESOLUTION 4: TO RE-ELECT MR FOO CHIAH-SHIUNG (HU JIAXIONG), WHO IS RETIRING BY ROTATION UNDER ARTICLE 94 OF THE CONSTITUTION OF THE COMPANY

The next item on the agenda was to seek members' approval for the re-election of Mr Foo Chiah-Shiung (Hu Jiaxiong) as a Director of the Company. Mr Foo Chiah Shiung (Hu Jiaxiong) was retiring at the Meeting in accordance with Article 94 of the Company's Constitution and, being eligible, had offered himself for re-election.

The Chairman proceeded to move the following motion:

"That Mr. Foo Chiah-Shiung (Hu Jiaxiong), a Director who retires pursuant to Article 94 of the Company's Constitution and being eligible, offered himself for re-election be and is hereby re-elected as Director of the Company".

The Chairman proceeded with the next item on the meeting agenda.

10. RESOLUTION 5: TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF $210,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2021

The next item on the agenda was to approve the payment of Directors' fees of S$210,000 for FY2021.

The Chairman proceeded to move the following motion:

"That the Directors' fees of S$210,000 for FY2021 be and are hereby approved for payment".

The Chairman proceeded with the next item on the meeting agenda.

11. RESOLUTION 6: TO RE-APPOINT MESSRS CROWE HORWATH FIRST TRUST LLP AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022 ("FY2022") AND TO AUTHORISE THE DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION

The next item on the meeting agenda was the re-appointment of Messrs Crowe Horwath First Trust LLP ("**Crowe**") as Auditors. The Chairman stated that the audit committee ("**AC**") had recommended to the Board that Crowe be re-appointed as Auditors and Crowe had expressed their willingness to continue in office.

The Chairman proceeded to move the following motion:

"That Crowe be and is hereby re-appointed as Auditors of the Company for FY2021 and to hold office until the conclusion of the next annual general meeting, at a remuneration to be agreed between the Directors and the Auditors".

The Chairman proceeded with the next item on the meeting agenda.

12. ANY OTHER ORDINARY BUSINESS

As there were no further items of ordinary business arising, the Meeting proceeded to deal with the items of Special Business.

SPECIAL BUSINESS

13. RESOLUTION 7: SHARE ISSUE MANDATE

The Chairman explained that the first item of Special Business on the meeting agenda was to authorise and empower the Directors to allot and issue shares and convertible securities in the Company at their discretion and that such authority shall continue in force until the conclusion of the next AGM of the Company ("**Share Issue Mandate**").

The Chairman mentioned that the text of Resolution 7 was set out on pages 114 and 115 of the FY2021 Annual Report and proceeded to move the motion which authorizes the Directors to issue shares and/or instruments pursuant to Section 161 of the Companies Act 1967.

The Chairman proceeded with the next item on the meeting agenda.

14. RESOLUTION 8: THE PERFORMANCE SHARE SCHEME

The next item of Special Business to be dealt with was an ordinary resolution to authorise and empower the Directors to grant, allot and/or issue award shares pursuant to the Performance Share Scheme of the Company.

The Chairman mentioned that the text of Resolution 8 was set out on page 115 of the FY2021 Annual Report and proceeded to move the motion which approves the renewal of the Performance Share Scheme.

The Chairman proceeded with the next item on the meeting agenda.

15. RESOLUTION 9: PARTICIPATION BY MR SUN QUAN, A NON-EXECUTIVE DIRECTOR AND DEEMED CONTROLLING SHAREHOLDER OF THE COMPANY, IN THE PERFORMANCE SHARE SCHEME

The last item of Special Business to be dealt with was an ordinary resolution to approve the participation by Mr Sun Quan, a Non-Executive Director and a deemed controlling shareholder, in the Performance Share Scheme.

The Chairman mentioned that the text of Resolution 9 was set out on page 116 of the FY2021 Annual Report and proceeded to move the motion which approves the participation by Mr Sun **Quan in the Performance Share Scheme.**

16. ANY OTHER BUSINESS

The Chairman informed the Meeting that no other matters had been put forward for consideration and proceeded to announce the results of the AGM.

17. RESULTS OF THE MEETING

The results of the votes cast on each of the resolutions were based on the proxy forms that shareholders had submitted, and the votes had been cast in accordance with the wishes of

shareholders and duly verified by the Scrutineer. The polling results which were projected on the screen for shareholders to view were as follows:

Resolution number	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	Percentage %	Number of shares	Percentage %
1	5,032,571,686	5,032,571,486	100.00	200	0.00
2	5,032,571,686	5,032,571,486	100.00	200	0.00
3	5,032,571,686	5,032,571,486	100.00	200	0.00
4	5,032,571,686	5,032,571,486	100.00	200	0.00
5	5,032,571,686	5,032,571,486	100.00	200	0.00
6	5,032,571,686	5,032,571,486	100.00	200	0.00
7	165,993,000	165,992,800	100.00	200	0.00
8	165,993,000	165,992,800	100.00	200	0.00
9	1,924,666,707	1,924,666,507	100.00	200	0.00

Accordingly, the Chairman declared that all the resolutions put to vote at the Meeting were duly passed and carried.

18. END OF MEETING

There being no further business, the Meeting concluded and was declared closed at 4.47 p.m. with a note of thanks from the Chairman.

_____

MR CHNG HEE KOK
CHAIRMAN OF THE MEETING