ZIXIN GROUP HOLDINGS
紫心集团控股
(formerly known as China Star Food Group)
(Incorporated in the Republic of Singapore with Unique Entity No.: 200718683N)
Website: **www.zixingroup.com.sg**
SGX stock code: **42W**

MINUTES OF EXTRAORDINARY GENERAL MEETING HELD ON 9 NOVEMBER 2022

DATE	:	Wednesday, 9 November 2022	
PLACE	:	Held via live audio-visual webcast and live audio-only stream	
TIME	:	3.00 p.m.	
PRESENT	:	Mr. Liang Chengwang	- Executive Chairman and Chief Executive Officer
		Ms. Duanmu Xiaoyi	- Executive Director
		Mr. Ng Poh Khoon	- Non-Executive and Lead Independent Director
		Mr. Xue Congyan	- Non-Executive and Independent Director
		Mr. Lawrence Chen Tse Chau (Chen Shichao)	- Non-Executive and Independent Director
IN ATTENDANCE	:	Mr. Yi Ming	- Chief Financial Officer
		Mr. Jee Meng Kwang	- Group Financial Controller
		Mr. Lim Kok Meng	- Company Secretary
		Mr. Melvin Teo	- Representative from the Company's sponsor, Novus Corporate Finance Pte. Ltd. ("**Novus**")
		Ms. Chloe Wang	- Representative from Novus
		Ms. Joey Teo	- Representative from the Company's share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Share Registrar**"), also acting as the polling agent (the "**Polling Agent**").
		Ms. Chan Rouh Ting	- Representative from the independent scrutineer, Moore Stephens LLP (the "**Scrutineer**")
		Shareholders	- As per the attendance list maintained by the Company
CHAIRMAN OF THE MEETING	:	Mr. Ng Poh Khoon	

1. Welcome address

1.1. Mr Ng Poh Khoon, the Chairman of the Meeting (the "**Chairman**"), thanked shareholders for their participation in the extraordinary general meeting (the "**EGM**") held by way of live audio-visual webcast and live audio-only stream (the "**Meeting**") and apologised for any inconvenience caused in holding the EGM virtually.

1.2. The Chairman proceeded to introduce the Directors of the Company present at the EGM. In addition, the Chairman informed the Meeting that the Chief Financial Officer, the Group Financial Controller, the Company Secretary, as well as representatives from the Company's sponsor and share registrar were in attendance at the EGM.

2. QUORUM

The Chairman called the Meeting to order as he had confirmation from the Share Registrar and the Company Secretary that the requisite quorum had been met.

3. NOTICE OF MEETING

3.1. The Chairman noted that the Notice of the Meeting, Proxy Form and Circular had been published on the SGXNET on 18 October 2022, and a corrigendum to the same had been published on 21 October 2022 informing the shareholders of the form of the Meeting.

3.2. With the consent of the Meeting, the Notice of the Meeting was taken as read.

4. QUESTIONS FROM SHAREHOLDERS

The Chairman informed the Meeting that Shareholders would be able to submit questions "live" at the Meeting, and requested that Shareholders only submit questions that are substantial and relevant to the agenda of the Meeting.

5. POLLING PROCESS

5.1. The Chairman next informed the Meeting that voting at the Meeting would be conducted by way of poll in accordance with the rules of the Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (the "**Catalist Rules**") and that in accordance with the various regulatory guidelines, voting in this meeting shall be carried out "live" by the shareholders themselves, or by their duly appointed proxies via electronic means, or by appointing the Chairman as proxy to vote on their behalf at the EGM. All votes were to be counted on the basis of the proxy forms submitted to the Company via the Share Registrar as at 3.00 p.m. on 7 November 2022.

5.2. The Chairman proposed that the results of the poll on the Special Resolution be tabulated by the Polling Agent and confirmed by the Scrutineers after the Special Resolution had been tabled.

5.3. The Chairman noted that Boardroom Corporate & Advisory Services Pte. Ltd. had been appointed as the Polling Agent and Moore Stephens LLP had been appointed to act as the independent Scrutineer for the Meeting.

6. SPECIAL RESOLUTION – THE CHANGE OF NAME OF THE COMPANY FROM "CHINA STAR FOOD GROUP LIMITED" TO "ZIXIN GROUP HOLDINGS LIMITED"

6.1. The Chairman informed the Meeting that the sole resolution on the agenda was the Special Resolution to approve the change of name of the Company from "China Star Food Group Limited" to "Zixin Group Holdings Limited".

6.2. The Chairman proposed the following Special Resolution, which was seconded by Mr Jee Meng Kwang:

THE CHANGE OF NAME OF THE COMPANY FROM "CHINA STAR FOOD GROUP LIMITED" TO "ZIXIN GROUP HOLDINGS LIMITED"

THAT:

(a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore, the name of the Company be changed from "China Star Food Group Limited" to "Zixin Group Holdings Limited", and that the name "China Star Food Group Limited" be substituted with "Zixin Group Holdings Limited" wherever the former appears in the Constitution of the Company; and

(b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things (including amending the name of the Company in its Constitution and the adoption of a new common seal with the new name of the Company) as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this special resolution and implement any of the foregoing as they think fit and in the interests of the Company.

6.2. The Chairman invited the Shareholders to ask questions regarding the agenda.

6.3. Following a brief period to allow for Shareholders to submit questions, the Chairman noted that no questions had been submitted by the Shareholders either "live" during the Meeting or prior to the date of the Meeting.

6.4. There having been no questions raised, the Chairman directed that a poll be taken on the Special Resolution pursuant to the Company's Constitution.

6.5. Following a brief period for "live" polling to take place, the Chairman directed that a short break be given for the Polling Agent to count the votes and the Scrutineer to confirm the results of all votes conducted by "live" polling and via proxy forms submitted prior to the Meeting.

6.6. The Chairman informed shareholders that the results of the valid proxy votes and the votes cast by way of "live" polling had been counted by the Polling Agent and verified by the Scrutineer. The results were as follows:

Total number of shares represented by votes for and against the relevant resolution	**FOR**		**AGAINST**	
	No. of Shares	**As a percentage of total number of votes for and against the resolution (%)**	**No. of Shares**	**As a percentage of total number of votes for and against the resolution (%)**
220,771,000	220,771,000	**100.00**	**0**	**0.00**

Based on the results of the valid proxy votes, the Chairman declared that Special Resolution had been carried.

7. CONCLUSION

There being no other business to transact, the Chairman noted that the business of the Meeting had concluded and declared the Meeting closed at 3.30 p.m. The Chairman also noted that the Company would announce the detailed result of the voting by poll via the SGXNET. The Chairman thanked the Shareholders for attending the Meeting and wished everyone good health and safety.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

Ng Poh Khoon
Chairman of the Meeting

---

*This announcement has been prepared by the Company and reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Mr Andrew Leo, Chief Executive Officer, at 7 Temasek Boulevard, #18-03B Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.