FUXING CHINA GROUP LIMITED
(Incorporated in Bermuda)
(Co. Reg. No. 38973)

MINUTES OF SPECIAL GENERAL MEETING

PLACE	:	By electronic means through live webcast
DATE	:	Wednesday, 18 November 2020
TIME	:	2.00 p.m.
PRESENT	:	As set out in the attendance records maintained by the Company
IN ATTENDANCE	:	As set out in the attendance records maintained by the Company
CHAIRMAN OF THE MEETING	:	Mr. Lim Cheng Kee

QUORUM & INTRODUCTION

Mr. Lim Cheng Kee, an Independent Director of the Company welcomed the shareholders to the Special General Meeting of the Company (the "**Meeting**") and informed that he was nominated by the Directors of the Company to preside as the Chairman of the Meeting (the "**Chairman**").

As a quorum was present, the Chairman declared the Meeting open at 2.00 p.m..

The Chairman introduced all Directors and the Chief Financial Officer who attended the Meeting via electronic means.

NOTICE

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

VOTING BY POLL

As the live webcast does not provide for online voting, the Company had, in the Notice of the Meeting, informed the shareholders to appoint the Chairman to cast votes on their behalf.

The Chairman informed that he had been appointed as proxy by the shareholders and he would be voting in accordance with their instructions.

The Chairman exercised his right under Bye Law 65 of the Company's Bye Laws to demand a poll in respect of the Ordinary Resolution to be put to vote by shareholders at the Meeting.

The Meeting was further informed that Boardroom Corporate & Advisory Services Pte. Ltd. and Reliance 3P Advisory Pte Ltd were appointed as polling agent and scrutineers respectively, the validity of the proxies submitted by the shareholders have been reviewed and the votes of all such valid proxies have been counted and verified.

Questions received from shareholders ("**Questions**") prior to the Meeting and the responses to the Questions had been released to Singapore Exchange Securities Trading Limited on 13 November 2020.

The Chairman then proceeded with the business of the Meeting.

ORDINARY RESOLUTION:

THE PROPOSED DISPOSAL OF PART OF THE COMPANY'S OFFICE BUILDING IN XIAMEN CITY, FUJIAN PROVINCE, THE PEOPLE'S REPUBLIC OF CHINA, IN WHOLE OR IN PARTS

Shareholders were informed that the purpose of the Meeting was to approve the proposed disposal of part of the Company's Office Building in Xiamen City, Fujian Province, the People's Republic of China, in whole or in parts ("**Proposed Disposal**").

The Disposal Property comprised:

(i) 24 floors of office space of up to approximately 30,523 square metres in aggregate; and
(ii) up to 252 carpark lots located at the 4 basement levels.

Rationale for the Proposed Disposal was explained and details of which was set out under pages 10 and 11 of the Circular.

Following the proposal of the motion for the Ordinary Resolution by the Chairman, the results of the poll verified by the Scrutineer were as follows:

No. of shares voted for	:	10,652,340	–	100%
No. of shares voted against	:	20	–	0%

Based on the results of the poll, the Chairman declared the motion carried and it was resolved:

"THAT:

(a) approval be and is hereby given for the disposal in whole or in part of up to approximately 30,523 square metres and 252 carpark lots of the Company's Office Building in Xiamen City, Fujian Province, the People's Republic of China ("**Disposal Property**") for an aggregate consideration of RMB430,290,420 ("**Proposed Disposal**");

(b) the Proposed Disposal and all other transactions contemplated by the legally binding provisional sale and purchase agreements in respect of the Disposal Property entered into between the Company and the purchasers on 6 July 2020 ("**Provisional Agreements**"), be and are hereby approved, in each case on the terms and conditions of the Provisional Agreements, and for the purposes of Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited; and

(c) the Directors and each of them be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they or he may deem desirable, necessary or expedient to give effect to the matters referred to in paragraph (a) and (b) above including, without limitation, to negotiate, execute and authorise the release of, in the name of and on behalf of the Company, all such agreements, deeds, undertakings, forms, circulars, announcements, instruments, notices, communications and other documents and things, and to approve any amendment, alteration or modification to any such document."

CONCLUSION

There being no other business to transact, the Chairman declared the Special General Meeting of the Company closed 2.15 p.m. and thanked everyone for their attendance.

Signed as a True Record of Proceedings Held

_____

LIM CHENG KEE
Chairman