



CHINA AVIATION OIL (SINGAPORE) CORPORATION LTD

(Company Registration No: 199303293Z)

(Incorporated in Singapore)

Minutes of 29th Annual General Meeting of the Company held on Thursday, 27 April 2023 at 3:00 p.m. at Room 700, Stephen Riady Auditorium @NTUC, One Marina Boulevard, Singapore 018989.

Present:	
Board of Directors	Mr Gong Feng, Chairman of the Board/Non-Executive, Non-Independent Director Mr Teo Ser Luck, Lead Independent Director Mr Shi Lei, Non-Executive, Non-Independent Director Mr Zhang Yuchen, Non-Executive, Non-Independent Director Mr Lin Yi, Chief Executive Officer/Executive Director Mr Hee Theng Fong, Independent Director Dr Fu Xingran, Independent Director Dr Jeffrey Goh Mau Seong, Independent Director Dr Richard Yang Minghui, Non-Executive, Non-Independent Director
Shareholders/Proxies	As set out in the attendance records maintained by the Company
In Attendance:	Mr Zou Yaoping, Chief Financial Officer/Vice President Mrs Doreen Nah, Company Secretary/General Counsel cum Head of Legal & Compliance/Office of Board Secretary Mr Koh Jia Mian, Head of Finance
By Invitation:	Mr Ho Kok Yong, Deloitte & Touche LLP Mr Glenn Koh Si Jie, Deloitte & Touche LLP Mr Lean Min-Tze, Baker & McKenzie.Wong & Leow Ms Natania Ng, Baker & McKenzie.Wong & Leow

1. INTRODUCTION

Mr Zou Yaoping, Chief Financial Officer/Vice President (“**CFO/VP**”), delivered a short presentation on the financial performance of the Company for the financial year ended 31 December 2022 and its business outlook for the current financial year.

2. WELCOME ADDRESS

- 2.1 On behalf of the Board of Directors, Chairman, Mr Gong Feng (“**Chairman**”), welcomed all present at the 29th Annual General Meeting of the Company (“**29th AGM**”) and, having ascertained that a quorum was present, called the 29th AGM to order at 3:20 p.m.

3. NOTICE OF 29TH ANNUAL GENERAL MEETING

- 3.1 The notice convening the 29th AGM dated 31 March 2023 (“**Notice of Annual General Meeting**”) which had been published in the Business Times as well as on



SGXNet and the Company's website on 31 March 2023, was taken as read. All Directors of the Company were present at the 29th AGM.

- 3.2 Reliance 3P Advisory Pte Ltd had been appointed as the independent scrutineer to direct and supervise the counts of votes cast through valid proxies and Boardroom Corporate & Advisory Services (Pte) Ltd had been appointed as the polling agent for the 29th AGM.
- 3.3 Before proceeding with the business of the 29th AGM, Chairman added that in accordance with Regulation 64 of the Constitution of the Company, each of the Resolutions set out in the Notice of Annual General Meeting would be decided by way of a poll. Polling would be conducted electronically via wireless handheld device.
- 3.4 Chairman informed that as of 18 April 2023, 5 p.m., no questions were received from shareholders and investors who hold shares through relevant intermediaries by the aforesaid deadline. He added that the Company had however received three questions from the Securities Investors Association (Singapore) ("**SIAS**") and had published its responses to all questions received from SIAS on the SGXNet and the Company's website prior to the 29th AGM. Chairman further informed that questions to which responses had been made prior to the 29th AGM would not be addressed again.
- 3.5 Chairman proceeded to deal with the business of the Meeting.

4. ORDINARY BUSINESS

As Ordinary Resolutions

4.1 Resolution 1 – Adoption of Directors' Statement and Audited Financial Statements for the year ended 31 December 2022 and the Auditors' Report thereon.

- (a) The Chairman tabled the motion which read as follows:

To receive and adopt the Directors' statement and audited financial statements for the financial year ended 31 December 2022 together with the auditors' report thereon.

- (b) The motion was proposed by Ms Tee Siew Kim and seconded by Mr Winston Seah.
- (c) In response to Ms Jane Lee Lay Tin's enquiry on the Company's high inventory as compared to the year before, Mr Zou Yaoping, CFO/VP explained that the Company managed to capture opportunities in arbitrage trading which accounted for the relatively higher than its usual inventory level as at 31 December 2022. He added the inventory level of the Company had reverted to its usual inventory level following fulfilment of contracted deliveries early this year. He also added that the Company's inventory level had generally remained stable. Regarding Ms Jane Lee's enquiry on the recovery of the business of Shanghai Pudong International Airport Aviation Fuel Supply Company Ltd ("**SPIA**") which had been impacted by the COVID-19 pandemic, Mr Zou Yaoping replied that China's domestic air travel had been recovering



progressively, while its outbound travel had been recovering at a much slower pace. As such, SPIA's jet fuel supply volume for domestic flights had shown good recovery progress while its jet fuel supply volume for international flights had recovered at a slower pace.

In response to Ms Law Lan Hua's enquiry on the Company's hedging business, Mr Zou Yaoping explained that the Company seeks to generate steady returns for its shareholders, and in doing so, the Company limits its risk exposure within acceptable levels as well as relies on its hedging strategies to mitigate the overall volatility in its earnings. Ms Law Lan Hua also enquired on the negative net operating cash flow at the end of last year, to which Mr Koh Jia Mian, Head of Finance, explained that the negative net operating cash flow was mainly attributed to the significant increase in inventory level as at end of 2022. He added that the accounts receivable for the aforementioned inventory had been collected in a timely manner. He also added that the Company's financial position remains healthy. In response to Ms Law Lan Hua's enquiry on the Company's outlook for 2023, Mr Koh Jia Mian replied that the Company is cautiously optimistic on its performance for the current financial year but would not provide any earnings forecast.

In response to Mr Winston Seah's enquiry on the Company's low finance costs, Mr Zou Yaoping attributed that to three aspects: (1) the financial position of the Company had remained healthy with sufficient capital; (2) given the Company's good credit standing in the industry, its cash utilisation remained relatively low as it is normally not required to make upfront cash outlays; and (3) the Company upholds good financial management practices and has a professional and efficient financial management team. He added that the Company would continue to exercise effective financial management and create value for its shareholders. In view of the high price volatility in global oil markets, Mr Winston Seah asked how the Company managed to maintain its profitability amidst such a challenging environment. Mr Zou Yaoping responded that: (1) under the strong support of its major shareholders, China National Aviation Fuel Group Limited ("**CNAF**") and BP Investments Asia Limited ("**BPIA**"), the Company's performance had remained steady; (2) the Company has an excellent risk management team and trading team to assist the Company in hedging its potential risks in a timely manner, thereby managing those risks within the prescribed risk limits; and (3) the Management and staff had been proactively seeking steady growth for the Company and remain committed to providing shareholders with sustainable returns. In response to Mr Winston Seah's third enquiry on the increase in administrative expenses incurred by the Company last year, Mr Koh Jia Mian explained that the year-on-year increase in total administrative expenses was mainly attributable to the increase in staff costs and expected credit losses provision. He emphasised that the latter was merely an accounting treatment which did not represent actual cash outlay.

- (d) There being no further questions, Chairman put Resolution 1 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
636,998,333	99.90	612,508	0.10



- (e) Based on the results of the poll, Chairman declared Resolution 1 carried.

4.2 Resolution 2 – Declaration of First and Final (One-Tier, Tax Exempt) Ordinary Dividend for the Financial Year Ended 31 December 2022.

- (a) Chairman tabled the motion relating to the declaration and payment of a first and final (one-tier, tax exempt) dividend of 1.6 Singapore cents per ordinary share for the financial year ended 31 December 2022.
- (b) The motion was proposed by Mr Winston Seah and seconded by Ms Tee Siew Kim.
- (c) Mr Tushar Podda commented that shareholders would mainly look for three aspects in the Company and they were namely, sustainable growth in its operations, continuous increase in the Company's share price and dividend payout. In response to his enquiry on how the Company intends to create long-term value for its shareholders, Mr Lin Yi, Chief Executive Officer/Executive Director, replied that the civil aviation industry had been severely impacted by the COVID-19 pandemic during the last three years, and as a result, the Company's jet fuel supply business had been adversely affected. Nevertheless, the Company had continued to innovate its business model and generated creditable earnings by actively seizing favourable market opportunities in arbitrage trading of jet fuel in 2022. He further added that the Company had remained committed to maintaining its dividend policy of a dividend payout rate of 30% of the Group's annual consolidated net profits attributable to shareholders. Despite market uncertainties, the Company would continue to grow its jet fuel supply and trading business, complemented by trading in other oil products. At the same time, the Company would also seek opportunities for strategic expansion through investments in synergetic and strategic oil-related assets. In working towards advancing the Company's green initiatives, the Company had established a Board Sustainability Committee. The Company had also engaged an international and reputable company to assist the Company to devise its sustainability strategies and roadmap for the next three to five years. The Company is also actively seeking to establish its sustainable aviation fuel ("SAF") and other biofuel-related businesses. At present, the Company has successfully obtained two necessary accreditations namely, ISCC CORSIA and ISCC EU, for participation in the SAF industry. The Company is also actively seeking suitable investment opportunities in new energy-related asset investments.
- (d) There being no further questions, Chairman put Resolution 2 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
637,208,791	99.95	308,296	0.05

- (e) Based on the results of the poll, Chairman declared Resolution 2 carried.



4.3 Resolution 3 – Approval of Directors’ Fees for the Financial Year Ended 31 December 2022

- (a) The Chairman tabled the motion relating to the proposed payment of S\$446,275 as Directors’ fees for the financial year ended 31 December 2022.
- (b) The motion was proposed by Ms Tee Siew Kim and seconded by Ms Tan Moey Lee.
- (c) Chairman put Resolution 3 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
636,855,838	99.90	610,404	0.10

- (d) Based on the results of the poll, Chairman declared Resolution 3 carried.

4.4 Resolution 4 – Re-election of Mr Gong Feng as a Director Pursuant to Regulation 94 of the Constitution

- (a) As Resolution 4 related to the re-election of Mr Gong Feng as Director pursuant to Regulation 94 of the Constitution of the Company, Mr Teo Ser Luck took over the Chair and tabled the motion relating to the re-election of Mr Gong Feng as a Director pursuant to Regulation 94 of the Constitution of the Company. Mr Gong Feng had indicated his willingness to be re-elected as a Director of the Company. Upon re-election, Mr Gong Feng would continue to serve as the Chairman of the Board of Directors of the Company. He is considered a Non-Executive, Non-Independent Director.
- (b) The motion was proposed by Mr Winston Seah and seconded by Mr Tan Kong Ann.
- (c) Mr Teo Ser Luck put Resolution 4 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
636,434,891	99.85	970,106	0.15

- (d) Based on the results of the poll, Resolution 4 was declared carried.

4.5 Resolution 5 - Re-election of Mr Zhang Yuchen as a Director Pursuant to Regulation 94 of the Constitution of the Company

- (a) Chairman tabled the motion relating to the re-election of Mr Zhang Yuchen as a Director pursuant to Regulation 94 of the Constitution of the Company. Mr Zhang Yuchen had indicated his willingness to be re-elected as a Director of the Company.



Upon re-election, Mr Zhang Yuchen would continue to serve as the Vice Chairman of the Audit Committee, Risk Management Committee and Sustainability Committee as well as a member of the Nominating Committee. He is considered a Non-Executive, Non-Independent Director.

- (b) The motion was proposed by Mr Kang Yau Tian and seconded by Ms Jane Lee Lay Tin.
- (c) Chairman put Resolution 5 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
621,793,856	97.57	15,465,760	2.43

- (d) Based on the results of the poll, Chairman declared Resolution 5 carried.

4.6 Resolution 6 – Re-election of Dr Richard Yang Minghui as a Director Pursuant to Regulation 94 of the Constitution of the Company

- (a) Chairman tabled the motion relating to the re-election of Dr Richard Yang Minghui as a Director pursuant to Regulation 94 of the Constitution of the Company. Dr Richard Yang Minghui indicated his willingness to be re-elected as a Director of the Company. Upon re-election, Dr Richard Yang Minghui would continue to serve as a member of the Audit Committee and the Remuneration Committee. He is considered a Non-Executive, Non-Independent Director.
- (b) The motion was proposed by Ms Jane Lee Lay Tin and seconded by Ms Tee Siew Kim.
- (c) Chairman put Resolution 6 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
626,299,003	98.28	10,986,544	1.72

- (d) Based on the results of the poll, Chairman declared Resolution 6 carried.

4.7 Resolution 7 – Re-election of Mr Lin Yi as a Director Pursuant to Regulation 100 of the Constitution of the Company

- (a) Chairman tabled the motion relating to the re-election of Mr Lin Yi as a Director pursuant to Regulation 100 of the Constitution of the Company. Mr Lin Yi had indicated his willingness to be re-elected as a Director of the Company. Upon re-election, Mr Lin Yi would continue to serve as the Chief Executive Officer/Executive Director of the Company. He is an Executive, Non-Independent Director.



- (b) The motion was proposed by Ms Jane Lee Lay Tin and seconded by Ms Tee Siew Kim.
- (c) Chairman put Resolution 7 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
636,227,853	99.85	925,498	0.15

- (d) Based on the results of the poll, Chairman declared Resolution 7 carried.

4.8 Resolution 8 – Re-Appointment of Deloitte & Touche LLP as the Company’s Auditors

- (a) Chairman tabled the motion relating to the re-appointment of Deloitte & Touche LLP as the Company’s Auditors and that the Directors be authorised to fix their remuneration.
- (b) The motion was proposed by Ms Law Lan Hua and seconded by Ms Jane Lee Lay Tin.
- (c) Chairman put Resolution 8 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
637,025,638	99.98	118,896	0.02

- (d) Based on the results of the poll, Chairman declared Resolution 8 carried.

5. SPECIAL BUSINESS

As Ordinary Resolutions

5.1 Resolution 9 – Granting Authority to the Directors to Issue Ordinary Shares in the Company Pursuant to Section 161 of the Companies Act and the Listing Manual of the Singapore Exchange Securities Trading Limited.

- (a) Chairman explained that Resolution 9, if passed, would give authority to Directors to issue ordinary shares in the Company pursuant to Section 161 of the Companies Act and the Listing Manual of the Singapore Exchange Securities Trading Limited, the details of which had been set out in the Notice of Annual General Meeting.
- (b) The motion was proposed by Mr Nio Teck Seng and seconded by Ms Tan Moey Lee.
- (c) Chairman put Resolution 9 to vote. The results of the votes conducted by poll were as follows:



For		Against	
Number of Shares	%	Number of Shares	%
627,656,020	98.50	9,539,880	1.50

- (d) Based on the results of the poll, Chairman declared Resolution 9 carried.

5.2 Resolution 10 – Proposed Renewal of the General Mandate for Interested Person Transactions

- (a) Resolution 10 sought shareholders' approval to renew the General Mandate for Interested Person Transactions. The full text and detailed explanations had been set out in the Notice of Annual General Meeting.
- (b) The motion was proposed by Ms Jane Lee Lay Tin and seconded by Mr Winston Seah.
- (c) Chairman stated that by virtue of the interests of CNAF and BPIA in the proposed renewal of the General Mandate for Interested Person Transactions, CNAF and BPIA would abstain from voting on Resolution 10.
- (d) Chairman put Resolution 10 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
22,024,561	98.49	338,428	1.51

- (e) Based on the results of the poll, Chairman declared Resolution 10 carried.

5.3 Resolution 11 – Proposed Renewal of the Share Purchase Mandate

- (a) Resolution 11 sought shareholders' approval to renew the Share Purchase Mandate. The full text and detailed explanation of this Resolution had been set out in the Notice of Annual General Meeting.
- (b) The motion was proposed by Ms Jane Lee Lay Tin and seconded by Mr Oon Cheng Yam.
- (c) Chairman put Resolution 11 to vote. The results of the votes conducted by poll were as follows:

For		Against	
Number of Shares	%	Number of Shares	%
636,840,447	99.95	311,248	0.05

- (d) Based on the results of the poll, Chairman declared Resolution 11 carried.



6. CLOSING REMARKS BY CHAIRMAN

Chairman said that the Company would remain committed to strictly comply with the provisions of, and apply the principles set out in the Code of Corporate Governance as well as to uphold high standards of corporate governance to achieve operational efficiencies and sustain steady growth and development, solidifying its market position as the largest physical jet fuel buyer in the Asia-Pacific region. Over the years, the Company had also won several accolades recognised by the investment community and stakeholders. On behalf of the Board of Directors and Management, the Chairman expressed his thanks to all shareholders, customers and business partners for their support and trust. He also expressed his heartfelt gratitude to all staff for their hard work and dedication.

He added that 2022 was a challenging year for the Company. Nevertheless, the Company had transcended those difficult times, forging ahead with determination and innovation for growth. While 2022 was a turbulent year marked by geopolitical and economic uncertainties as well as high oil price volatility, it was also a year where the push for transition to sustainable energy became stronger. Despite the challenging external environment, the Group continued to uphold high compliance standards and robust risk control measures across all its business operations, building up innovation capabilities and fulfilling corporate social responsibility. In 2022, as part of ongoing efforts to further enhance the corporate governance standards and practices of the Company, the Board approved and established a new Board Sustainability Committee to enhance the oversight and management of sustainability-related matters of the Group as well as strengthening the Company's ESG-related capabilities and performance at the strategic level.

The Meeting also noted that moving ahead in 2023, the Company would seek to advance the development of new businesses while upholding high standards of corporate governance, exploring new innovative business initiatives, and enhancing the digital transformation of its global trading network and operational capabilities. It was noted that the Company is in the midst of devising its sustainability strategies for the next three to five years, which would include proposed carbon reduction targets and a sustainable development roadmap. As the Company embarks on its journey towards becoming a green, low-carbon emissions corporation, it would be focusing on establishing its biofuel supply and trading business as well as seeking new energy-related asset investments. These two aspects would form the core basis of the Company's green, sustainable development, while it continually explores other new green, sustainable businesses such as carbon credits trading and carbon neutral shipments.

On behalf of the Board of Directors and the Management of the Company, Chairman expressed his confidence that, with the support and guidance of the Company's shareholders, especially CNAF and BPIA, the Company would continue to work hard to surmount challenges and deliver a creditable performance for 2023.



SIGNED AS A CORRECT RECORD OF THE PROCEEDINGS OF THE MEETING

MR GONG FENG
CHAIRMAN