

DON AGRO INTERNATIONAL LIMITED

Registration No. 201835258H
(Incorporated in the Republic of Singapore)
(**Company**)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT LLOYD I & II, ORCHARD GRAND COURT, 131 KILLINEY ROAD, SINGAPORE 239571 AND BY WAY OF ELECTRONIC MEANS VIA LIVE WEBCAST ON FRIDAY, 18 AUGUST 2023 AT 11:00 AM (SINGAPORE TIME).

PRESENT:

Directors:

Mr Evgeny Tugolukov	-	Executive Chairman
Mr Marat Devlet-Kildeev	-	Chief Executive Officer and Executive Director
Mr Ravi Chidambaram	-	Independent Non-Executive Director
Mr Gavin Mark McIntyre	-	Independent Non-Executive Director

Management, Company Secretary, Shareholders and Invitees: - As set out in the attendance record maintained by the Company.

1. WELCOME ADDRESS

At 11:02 am (Singapore time), Mr Evgeny Tugolukov, the Executive Chairman (**Chairman**) of Don Agro International Limited chaired the Company's Extraordinary General Meeting (**EGM or Meeting**) and welcomed everyone at the Company's EGM.

The Chairman informed the Meeting that, in the event the broadcast of the live webcast and/or audio-stream is disrupted, he sought shareholders' co-operation and understanding while the Company resolves the relevant technical difficulties. In the event that such difficulties cannot be resolved within 20 minutes, the EGM will be adjourned to such date and time which will be announced on SGXNet and posted on the Company's website.

The Chairman introduced the shareholders to the Directors and members of the senior management present at the Meeting, namely:

- (a) Mr Marat Devlet-Kildeev, Chief Executive Officer, Executive Director and the Company's shareholder;
- (b) Mr Ravi Chidambaram, Independent Director;
- (c) Mr Gavin Mark McIntyre, Independent Director;
- (d) Mr Artur Nazaryan, Chief Financial Officer; and
- (e) Mr Vadim Novikov, Chief Operating Officer.

The Chairman also introduced the Company Secretary, DrewCorp Services Pte Ltd, the Sponsor, PrimePartners Corporate Finance Pte. Ltd., the Auditors, Foo Kon Tan LLP, the Scrutineer, Cypress Pines Asia Advisory Pte. Ltd. the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. and the Polling Agent, Convene SG Pte. Ltd.

2. QUORUM

After confirming that a quorum was present, the Chairman called the Meeting to order and proceeded with the formal business of the Meeting.

3. NOTICE OF EGM

With the concurrence of the Meeting, the notice of the EGM dated 3 August 2023 having been dispatched to shareholders and also published in the Business Times, and on the Company's corporate website, was taken as read. The Chairman proposed the resolution tabled at the Meeting.

The Chairman explained that the resolution tabled at the Meeting will be voted in accordance with the Listing Manual Section B: Rules of Catalist (**Catalist Rules**) of the Singapore Exchange Securities Trading Limited (**Exchange**) and the Company's Constitution. The Chairman informed that he had been appointed as proxy for some shareholders who had directed the Chairman to vote for or against the resolution. Therefore, in the course of the Meeting, the Chairman will vote both for and against the resolution in accordance with the wishes of shareholders who had appointed the Chairman as proxy. For shareholders who had not submitted their proxy form appointing the Chairman as their proxy, they may cast their votes in real time.

The Chairman informed the Meeting that Cypress Pines Asia Advisory Pte. Ltd., the appointed Scrutineer for the Meeting, had supervised and verified the counting of the votes of all valid proxy forms received from the shareholders within the submission deadline of 11:00 am on 15 August 2023. The Scrutineer would also verify the votes cast by the shareholders during the Meeting.

The Chairman informed that the resolution tabled at the Meeting shall be voted by poll in accordance with the Catalist Rule 730A(2) of the Exchange. At the invitation of the Chairman, the polling agent, Convene SG Pte. Ltd., proceeded to play a video on the procedure on the conduct of the poll and carried out a test poll.

The Chairman informed the Meeting that the Company had received questions from a shareholder prior to the Meeting and the Company had published the responses on the SGXNet on 13 August 2023 and on the Company's corporate website. The Chairman thanked the shareholder for the questions and then invited shareholders present at the Meeting and via live webcast to raise their questions during the Meeting.

ORDINARY BUSINESS

4. RESOLUTION 1 – THE PROPOSED DISPOSAL OF (I) 99.99% OF THE SHARES IN DON AGRO LLC (II) 99.99% OF THE SHARES IN VOLGO-AGRO LLC (III) 99% OF THE SHARES IN HAPPY COW, LLC AND (IV) 99.99% OF THE SHARES IN JSC DON AGRO

The Chairman informed the Meeting that the item on the agenda was to approve the proposed disposal of (I) 99.99% of the Shares in Don Agro LLC, (II) 99.99% of the shares in Volgo-Agro LLC, (III) 99% of the shares in Happy Cow, LLC and (IV) 99.99% of the Shares in JSC Don Agro.

The Chairman invited shareholders to raise their questions on the motion and there being no questions, the Ordinary Resolution was duly proposed by the Chairman and seconded by Mr Teo Yi-Dar, a shareholder.

5. VOTING

The Chairman informed the shareholders that they had 5 minutes to cast their votes for the Ordinary Resolution 1 tabled at the EGM.

6. POLLING RESULTS

At the end of the voting period of 5 minutes, the Chairman declared the results of the poll on votes casted by the shareholders as follows:

ORDINARY RESOLUTION 1

The votes casted "FOR": 118,693,100 (99.91%)

The votes casted "AGAINST": 108,000 (0.09%)

The results of the poll for Ordinary Resolution 1 were displayed on the screen and the Chairman declared Ordinary Resolution 1 carried.

7. CONCLUSION OF MEETING

There being no further business, the Chairman declared the EGM closed at 11:18 am and informed the Meeting that the minutes of the Meeting will be published on the Company's website and on the SGXNet within one month from the date of the Meeting.

On behalf of the Board, the Chairman thanked all for their participation and patience and wished everyone good health and prosperity.

Confirmed by:

Mr Evgeny Tugolukov
Chairman of Don Agro International Limited

Resolutions	Total Number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of Shares	%	No. of Shares	%
1 To approve the Proposed Disposal	118,801,100	118,693,100	99.91%	108,000	0.09%