

VIVIDTHREE HOLDINGS LTD.
Registration No. 201811828R
(Incorporated in Singapore)
(the “Company”)

2021 ANNUAL GENERAL MEETING

Date and Time : Thursday, 29 July 2021 at 10.00 a.m.
Place : Held by way of electronic means
Present : See Attendance List

CHAIRMAN

Dr Ho Choon Hou presided at the Annual General Meeting (the “**Chairman**”).

QUORUM

After ascertaining the presence of a quorum, the Chairman called the meeting to order at 10.00 a.m.

NOTICE

Chairman welcomed the shareholders to the 2021 Annual General Meeting (“**AGM**” or the “**Meeting**”) of the Company conducted via electronic means as permitted under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings) Order 2020 and introduced the members of the Board to the shareholders.

A copy of the Company’s Notice of AGM together with the Annual Report had been circulated to the shareholders on 14 July 2021. The Notice of AGM was taken as read.

Shareholders have been invited to submit questions prior to the AGM via a weblink, an address and email to the Company and it was noted that no question was received.

Chairman informed the shareholders of the following:-

- 1) All the resolutions tabled at the AGM would be voted by way of poll.
- 2) Shareholders who wish to vote on any or all of the resolutions had been requested to submit their proxy form to appoint the Chairman of the Meeting to vote on their behalf.
- 3) All the resolutions would be proposed by Chairman in his capacity as Chairman of the Meeting.
- 4) The validity of the proxies submitted by shareholders by the submission deadline of 10.00 a.m. on 26 July 2021 had been reviewed and the votes of all such valid proxies had been counted and verified.
- 5) B.A.C.S. Private Limited has been appointed the Polling Agent and FINOVA BPO Pte. Ltd. has been appointed the scrutineers for all the polls conducted at the AGM.

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The Chairman then proceeded with the business of the AGM.

RESOLUTION 1 – TO RECEIVE AND ADOPT THE DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 TOGETHER WITH THE AUDITORS’ REPORT THEREON

The Chairman proposed the following motion:

“That the Directors’ Statements and Audited Financial Statements for the financial year ended 31 March 2021 and the Auditors’ Report be and are hereby received and adopted.”

RESOLUTION 2 – TO RE-ELECT MR CHANG LONG JONG WHO IS RETIRING IN ACCORDANCE WITH REGULATION 117 OF THE COMPANY’S CONSTITUTION, AS A DIRECTOR OF THE COMPANY

The Chairman proposed the following motion:

“That Mr Chang Long Jong, a Director retiring in accordance with Regulation 117 of the Company’s Constitution be and is hereby re-elected as Director of the Company.”

It was noted that Mr Chang Long Jong will, upon re-election as a Director of the Company, remain as a Non-Executive Director and a member of the Remuneration Committee and he will be considered non-independent.

RESOLUTION 3 – TO RE-ELECT MR WONG KIM SOON ROYSON WHO IS RETIRING IN ACCORDANCE WITH REGULATION 117 OF THE COMPANY’S CONSTITUTION, AS A DIRECTOR OF THE COMPANY

The Chairman proposed the following motion:

“That Mr Wong Kim Soon Royson, a Director retiring in accordance with Regulation 117 of the Company’s Constitution be and is hereby re-elected as Director of the Company.”

It was noted that Mr Wong Kim Soon Royson will, upon re-election as a Director of the Company, remain as an Independent Director, Chairman of the Audit and Nominating Committees and a member of the Remuneration Committee. Mr Wong will be considered independent for the purposes of Rule 704(7) of the Catalist Rules.

RESOLUTION 4 – TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF \$100,000 FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021

The Chairman proposed the following motion:

“That the payment of Directors’ fees of \$100,000 for the year ended 31 March 2021 be hereby approved.”

RESOLUTION 5 – TO RE-APPOINT MESSRS NEXIA TS PUBLIC ACCOUNTING CORPORATION AS AUDITORS FOR THE ENSUING YEAR AND AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman proposed the following motion:

“That Nexia TS Public Accounting Corporation be and they are hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next Annual General Meeting and that the Directors be and are hereby authorised to fix their remuneration.”

SPECIAL BUSINESSES

RESOLUTION 6 – AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman proposed the following motion:

“That pursuant to Section 161 of the Companies Act, Cap. 50. (“Companies Act”) and the Catalist Rules, authority be and is hereby given to the Directors of the Company to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:-

- (i) the aggregate number of shares and convertible securities to be issued pursuant to this Resolution does not exceed 100 per cent (100%) of the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company at the time this Resolution is passed after adjusting for:-
 - (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from exercising Share Options (the “Options”) or vesting of Share Awards outstanding or subsisting at the time of the passing of the resolution approving the mandate, provided the Options or Awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or sub-division of Shares
- (iii) unless revoked or varied by the Company in general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.”

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RESOLUTION 7 – AUTHORITY TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES UNDER THE VIVIDTHREE PERFORMANCE SHARE PLAN

The Chairman proposed the following motion:

“That pursuant to Section 161 of the Companies Act and the Catalist Rules, approval be and is hereby given to the Directors of the Company to:

- a) grant Awards in accordance with the provisions of the Vividthree Performance Share Plan (“the Vividthree PSP”); and
- b) allot and issue from time to time such number of fully paid-up shares as may be required to be allotted and issued pursuant to the release of Awards under the Vividthree PSP provided that the aggregate number of Shares to be allotted and issued pursuant to the Vividthree PSP shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding Shares held by the Company as treasury shares) from time to time.”

RESULTS OF THE POLL

Based on the Scrutineer’s certificate, the results of the poll were as follows:

Resolution 1:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 2:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 3:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 4:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 5:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 6:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	220,432,160	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Resolution 7:

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	138,720,000	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	81,712,160	-

Based on the verified tabulation of votes, the Chairman declared that all the Resolutions tabled at the Meeting were carried.

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CONCLUSION

There being no other business, the Meeting ended at 10.10 a.m. with a vote of thanks to the Chairman.

CONFIRMED AS A TRUE RECORD OF MINUTES

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DR HO CHOON HOU
Chairman

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Hong Leong Finance Limited. It has not been examined or approved by the Exchange and the Exchange 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 of the Sponsor is Mr Kaeson Chui, Vice President, at 16 Raffles Quay, #01-05 Hong Leong Building, Singapore 048581, telephone (65) 6415 9886.

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ATTENDANCE LISTS

Attendance via webcast

Board of Directors

Dr Ho Choon Hou
Wong Kim Soon Royson
Yeo Eng Pu, Charles
Hong Wei Chien
Chang Long Jong
Er Song Ngueng

Independent Director and Chairman
Independent Director
Managing Director
Executive Director
Non-Executive Director
Non-Executive Director

Management

Mok Wai Yin, Jed
Kok Pooi Wai

Chief Executive Officer
Financial Controller

Company Secretary

Yap Peck Khim

Professionals

Sponsor
Independent Auditor
Share registrar and Polling agent
Scrutineer

Hong Leong Finance Limited
Messrs Nexia TS Public Accounting Corporation
B.A.C.S. Private Limited
Finova BPO Pte. Ltd

Shareholders

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the name of the shareholders present at the meeting will not be published in this minutes.