

**QT VASCULAR LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 201305911K)  
(the “**Company**”)

**MINUTES OF ANNUAL GENERAL MEETING (THE “AGM” OR “MEETING”)**

**DATE** : Friday, 29 April 2022

**PLACE** : Held by way of electronic means

**TIME** : 9.30 a.m.

**BOARD OF DIRECTORS**

**Present**

- |                        |   |
|------------------------|---|
| 1. Ng Fook Ai Victor   | - Independent Director and Chairman of the Board of Directors |
| 2. Thomas Tan Gim Chua | - Executive Director and Chief Executive Officer              |
| 3. Sho Kian Hin        | - Independent Director  |
| 4. Ng Boon Eng         | - Independent Director  |

**IN ATTENDANCE**

As set out in the attendance list maintained by the Company.

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**1. QUORUM OF MEETING**

Thomas Tan Gim Chua, acting as chairman of the Meeting (the “**Chairman**”), called the Meeting to order at 9.30 a.m. after confirming the presence of a quorum and acknowledges the presence of Dr Jimmy Gian, the Company’s Chief Operating Officer (Dental) as well as the various professional parties.

**2. NOTICE OF MEETING**

The Chairman noted that the Notice of AGM dated 14 April 2022, the Annual Report and the Appendix in relation to the Proposed Renewal of the Share Buy-Back Mandate had been uploaded to SGXNet and the Company’s website for the requisite statutory period. As such, the Notice of AGM was taken as read.

**3. MEETING PROCEEDINGS**

The Chairman informed Shareholders that the Meeting will be carried out by way of electronic means and elaborated upon the changes to the proceedings and the voting arrangements. The Chairman highlighted that Complete Corporate Services Pte Ltd and Kreston David Yeung PAC have been appointed as the Polling Agent and the Scrutineer for the Meeting respectively.

The Chairman informed that Shareholders had been given the opportunity to ask questions prior to the Meeting. The Company had not received any questions from the Shareholders in respect of the resolutions tabled in the Notice of AGM.

The Chairman further noted that he would be voting in accordance with valid proxy forms

received from Shareholders appointing him as their proxy to vote on their behalf in respect of the resolutions that were tabled at the Meeting.

The Chairman then proposed all the resolutions that were tabled at the Meeting in his capacity as the proxy of the Shareholders who had appointed the Chairman to attend the Meeting on their behalf and announced the results of the poll based on proxy forms validly submitted for each of the resolutions tabled at the Meeting.

**4. ORDINARY BUSINESS**

**ORDINARY RESOLUTION 1: ADOPTION OF THE DIRECTORS' STATEMENT, AUDITED FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

The Chairman proposed and tabled Ordinary Resolution 1 to be considered for approval, in relation to the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2021 together with the Independent Auditor's Report thereon.

The Ordinary Resolution 1 was put to the vote and the results of the poll on Ordinary Resolution 1 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 1:</u>	4,442,036,835	100%	0	0%

**5. ORDINARY BUSINESS**

**ORDINARY RESOLUTION 2: RE-ELECTION OF SHO KIAN HIN AS A DIRECTOR OF THE COMPANY**

The Chairman proposed and tabled Ordinary Resolution 2 to be considered for approval, in relation to Sho Kian Hin's retirement from office in accordance with Article 98 of the constitution of the Company ("**Constitution**"), and being eligible, offering himself for re-election, be and is hereby re-elected as a Director of the Company.

The Ordinary Resolution 2 was put to the vote and the results of the poll on Ordinary Resolution 2 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 2:</u>	4,442,036,835	100%	0	0%

Sho Kian Hin, having been re-elected as a Director of the Company, remains as an Independent Director of the Company, Chairman of the Audit Committee and a member of the Remuneration Committee. The Board considers Sho Kian Hin independent for the purposes of Rule 704(7) of the Catalist Rules.

6. **ORDINARY BUSINESS**

**ORDINARY RESOLUTION 3: RE-ELECTION OF NG BOON ENG AS A DIRECTOR OF THE COMPANY**

The Chairman proposed and tabled Ordinary Resolution 3 to be considered for approval, in relation to Ng Boon Eng's retirement from office in accordance with Article 102 of the constitution of the Company ("**Constitution**"), and being eligible, offering himself for re-election, be and is hereby re-elected as a Director of the Company.

The Ordinary Resolution 3 was put to the vote and the results of the poll on Ordinary Resolution 3 were as follows:

<b>Resolution</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 3:</u>	4,442,036,835	100%	0	0%

Ng Boon Eng, having been re-elected as a Director of the Company, remains as an Independent Director of the Company, Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees. The Board considers Ng Boon Eng independent for the purposes of Rule 704(7) of the Catalist Rules.

7. **ORDINARY BUSINESS**

**ORDINARY RESOLUTION 4: RE-ELECTION OF THOMAS TAN GIM CHUA AS A DIRECTOR OF THE COMPANY**

The Chairman proposed and tabled Ordinary Resolution 4 to be considered for approval, in relation to Thomas Tan Gim Chua's retirement from office in accordance with Article 102 of the Constitution, and being eligible, offering himself for re-election, be and is hereby re-elected as a Director of the Company.

The Ordinary Resolution 4 was put to the vote and the results of the poll on Ordinary Resolution 4 were as follows:

<b>Resolution</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 4:</u>	2,775,370,168	100%	0	0%

Thomas Tan Gim Chua, having been re-elected as a Director of the Company, remains as an Executive Director and Chief Executive Officer of the Company and a member of the Nominating Committee.

8. **ORDINARY BUSINESS**

**ORDINARY RESOLUTION 5: RE-ELECTION OF NG FOOK AI VICTOR AS A DIRECTOR OF THE COMPANY**

The Chairman proposed and tabled Ordinary Resolution 5 to be considered for approval, in relation to Ng Fook Ai Victor's retirement from office in accordance with Article 102 of the Constitution, and being eligible, offering himself for re-election, be and is hereby re-elected as a Director of the Company.

The Ordinary Resolution 5 was put to the vote and the results of the poll on Ordinary Resolution 5 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 5:</u>	4,440,036,835	100%	0	0%

Ng Fook Ai Victor, having been re-elected as a Director of the Company, remains as an Independent Director of the Company, Chairman of the Board of Directors, Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees. The Board considers Ng Fook Ai Victor independent for the purposes of Rule 704(7) of the Catalist Rules.

**9. ORDINARY BUSINESS**

**ORDINARY RESOLUTION 6: APPROVE DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

The Chairman proposed and tabled Ordinary Resolution 6 to be considered for approval, in relation to the Directors' fees of US\$146,584 for the financial year ended 31 December 2021 to be paid in arrears.

The Ordinary Resolution 6 was put to the vote and the results of the poll on Ordinary Resolution 6 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 6:</u>	4,442,036,835	100%	0	0%

**10. ORDINARY BUSINESS**

**ORDINARY RESOLUTION 7: RE-APPOINTMENT OF MOORE STEPHENS LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE DIRECTORS TO FIX THEIR REMUNERATION**

The Chairman proposed and tabled Ordinary Resolution 7 to be considered for approval, in relation to Moore Stephens LLP, who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors of the Company until the conclusion of the next AGM of the Company and that the Directors of the Company be authorised to fix their remuneration.

The Ordinary Resolution 7 was put to the vote and the results of the poll on Ordinary Resolution 7 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 7:</u>	4,442,036,835	100%	0	0%

**11. SPECIAL BUSINESS**

**ORDINARY RESOLUTION 8: AUTHORITY TO ALLOT AND ISSUE SHARES**

The Chairman proposed and tabled Ordinary Resolution 8 to be considered for approval in relation to the authority to allot and issue shares, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 8 was put to the vote and the results of the poll on Ordinary Resolution 8 were as follows:

<b>Resolution</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 8:</u>	4,440,336,835	99.96%	1,700,000	0.04%

**12. SPECIAL BUSINESS**

**ORDINARY RESOLUTION 9: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE QTV 2013 SHARE PLAN AND ASSUMED BY THE COMPANY UNDER THE 2005 STOCK PLAN AND THE 2010 EQUITY INCENTIVE PLAN**

The Chairman proposed and tabled Ordinary Resolution 9 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the QTV 2013 Share Plan and assumed by the Company under the 2005 Stock Plan and the 2010 Equity Incentive Plan.

The Ordinary Resolution 9 was put to the vote and the results of the poll on Ordinary Resolution 9 were as follows:

<b>Resolution</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 9:</u>	4,440,336,835	99.96%	1,700,000	0.04%

**13. SPECIAL BUSINESS**

**ORDINARY RESOLUTION 10: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE 2014 QTV EMPLOYEE SHARE OPTION SCHEME**

The Chairman proposed and tabled Ordinary Resolution 10 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the 2014 QTV Employee Share Option Scheme.

The Ordinary Resolution 10 was put to the vote and the results of the poll on Ordinary Resolution 10 were as follows:

<b>Resolution</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 10:</u>	4,440,336,835	99.96%	1,700,000	0.04%

**14. SPECIAL BUSINESS**  
**ORDINARY RESOLUTION 11: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE QT VASCULAR RESTRICTED SHARE PLAN 2015**

The Chairman proposed and tabled Ordinary Resolution 11 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the QT Vascular

The Ordinary Resolution 11 was put to the vote and the results of the poll on Ordinary Resolution 11 were as follows:

<b>Resolutions</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 11:</u>	4,440,336,835	99.96%	1,700,000	0.04%

**15. SPECIAL BUSINESS**  
**ORDINARY RESOLUTION 12: PROPOSED RENEWAL OF SHARE BUYBACK MANDATE**

The Chairman proposed and tabled Ordinary Resolution 12 to be considered for approval in relation to the approval for the proposed Renewal of Share Buyback Mandate, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 12 was put to the vote and the results of the poll on Ordinary Resolution 12 were as follows:

<b>Resolutions</b>	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of shares</b>	<b>(%)</b>	<b>Number of shares</b>	<b>(%)</b>
<u>Ordinary Resolution 12:</u>	4,440,336,835	99.96%	1,700,000	0.04%

**16. CONCLUSION OF MEETING**

Based on the results of the poll, the Chairman declared Ordinary Resolutions 1 to 12 carried.

There being no other business, the meeting concluded at 9.49 a.m.

**CONFIRMED AS TRUE AND CORRECT RECORD  
OF THE MEETING PROCEEDINGS**

**THOMAS TAN GIM CHUA**  
**CHAIRMAN OF THE MEETING**