

CITICODE LTD.

(Incorporated in the Republic of Singapore)
(Company Registration Number 200404283C)

**EXTRAORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD
BY WAY OF ELECTRONIC MEANS
ON FRIDAY, 22 JANUARY 2021 AT 10:00 A.M.**

*Unless otherwise expressly defined herein, all capitalised terms and references have the same meaning as ascribed to them in the circular dated 31 December 2020 (the "**Circular**") in relation to, inter alia, the proposed acquisition of the entire issued and paid-up share capital of Livingstone Health Ltd. (the "**Proposed Acquisition**").*

1. INTRODUCTION

This announcement is circulated together with and forms part of the notice of extraordinary general meeting ("**EGM**") of Citicode Ltd. (the "**Company**" or "**Citicode**" and, together with its subsidiaries, the "**Group**") dated 31 December 2020 ("**Notice of EGM**").

The Board of Directors (the "**Board**" or "**Directors**") refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister of Law by order to prescribe alternative arrangements for listed companies in Singapore to, amongst others, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 issued by Minister of Law on 13 April 2020, as amended from time to time ("**Alternative Arrangements Order**"), which sets out the alternative arrangements in respect of, amongst others, general meetings of listed companies in Singapore. In addition, the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation had on 13 April 2020 released a joint statement, which was subsequently amended on 27 April 2020 to include the requirements of the Alternative Arrangements Order, regarding providing additional guidance on the conduct of General Meetings during elevated safe distancing period; and
- (c) the press release published by the Ministry of Law on 7 September 2020 to extend the COVID-19 Order to 30 June 2021.

2. DATE, TIME AND CONDUCT OF EGM

The Board wishes to inform shareholders of the Company (“**Shareholders**”) pursuant to the COVID-19 order that the EGM will be held by way of electronic means on Friday, 22 January 2021 at 10:00 a.m.

The Chairman of the EGM will conduct the proceedings of the EGM and address substantial and relevant questions which shareholders have submitted in advance. Instructions on how Shareholders are to submit their questions in advance of the EGM is provided in the Appendix herein. The Company has today issued the following documents in connection with the EGM:

- (a) the Circular;
- (b) Notice of EGM;
- (c) the Proxy Form;
- (d) Announcement in relation to the EGM held by electronic means; and
- (e) the Request Form.

3. NO PERSONAL ATTENDANCE AT EGM

Shareholders who wish to attend the EGM can only participate via the live EGM webcast or audio only means. **NO** physical attendance will be permitted.

4. CIRCULAR, NOTICE OF EGM, PROXY FORM AND REQUEST FORM

The Company has today issued (a) Circular, (b) Notice of EGM, (c) Proxy Form (d) this announcement in relation to the EGM held by electronic means and (e) Request Form for the purpose of seeking Shareholders’ approval in connection with the Proposed Transactions.

Printed copies of these documents will not be sent to the Shareholders. Instead, these documents have been sent to Shareholders by electronic means via publication on Company’s website at the URL <https://www.citicode.com.sg> and is also made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. However, Shareholders who still wish to receive a printed copy of the Circular are to complete the Request Form and email to ir@citicode.com.sg or post it to Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623. To receive a printed copy of the Circular before the EGM, Shareholders are to send in their request no later than Friday, 8 January 2021.

Shareholders are advised to read the Circular carefully in order to decide whether they should vote in favour of or against the resolutions approving the Proposed Transactions.

5. ALTERNATIVE ARRANGEMENTS

Alternative arrangements have been made by the Company to allow Shareholders to participate at the EGM of the Company via electronic means. Such alternative arrangements include:

- (a) observing and/or listening to the EGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submitting questions in advance of the EGM; and/or
- (c) appointing the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM.

Details of the steps for pre-registration pre-submission of questions and submission of Proxy Form to appoint the Chairman of the EGM to attend, speak and vote at the EGM of the Company are set out in the appendix to this announcement.

6. KEY DATES / DEADLINES

Key Dates and Times	Actions to be taken by Shareholders
10:00 a.m. on Friday, 15 January 2021	Deadline for Shareholders to submit of questions in advance of the EGM of the Company.
10:00 a.m. on Tuesday, 19 January 2021	Deadline for Shareholders to: <ul style="list-style-type: none"> (a) pre-register for the live audio-visual webcast or live audio-only stream; and (b) submit Proxy Form to appoint the Chairman of the EGM to attend, speak and vote at the EGM of the Company.
10:00 a.m. on Thursday, 21 January 2021	<p>Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream and who have been verified by the Company's Share Registrar and Transfer Agent, will receive an email which will contain the user ID and password details as well as the URL to access the live audio-visual webcast or the toll-free telephone number to access the live audio-only stream (the "Confirmation Email").</p> <p>Please DO NOT disclose the user ID and password details to persons who are not entitled to attend the EGM.</p> <p>Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream but who have not received the Confirmation Email by 10:00 a.m. on Thursday, 21 January 2021, should contact the Company at ir@citicode.com.sg.</p> <p>Further, if the Shareholders' information is unable to be verified (e.g. typo error), you will be denied access to EGM via live audio-visual webcast.</p>
10:00 a.m. on Friday, 22 January 2021	<p>Shareholders may participate at the EGM of the Company via electronic means by:</p> <ul style="list-style-type: none"> (a) accessing the URL in the Confirmation Email and entering the user ID and password to access the live audio-visual webcast; or (b) calling the toll-free telephone number to access the live audio-only stream. <p>Shareholders are advised to join the conference at least five (5) minutes before the time appointed for the EGM.</p>

Important reminder: Due to the constantly evolving COVID-19 situation, the Company may be required to change its arrangements for the EGM at short notice. Shareholders should check the Company's website at the URL <https://www.citicode.com.sg> for the latest updates on the status of the EGM. Such updates will also be made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

BY ORDER OF THE BOARD

Teh Wing Kwan
 Executive Chairman and
 Chief Executive Officer
 31 December 2020

APPENDIX

Shareholders may electronically access the EGM and observe and/or listen to the live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions to the Chairman of the EGM in advance of the EGM of the Company and appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM of the Company.

To do so, Shareholders will need to complete the relevant steps below.

Steps	Details
Pre-registration for the live audio-visual webcast or live audio-only stream	<p>Shareholders must pre-register at the URL https://us02web.zoom.us/webinar/register/WN_Fpz0LlvqTsmoyXnH2VZ0vA from the date hereof until 10:00 a.m. on Tuesday, 19 January 2021 to enable the Company's Share Registrar and Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., to verify their status as Shareholders of the Company.</p> <p>Following the verification, authenticated Shareholders will receive an email by 10:00 a.m. on Thursday, 21 January 2021 which will contain the user ID and password details as well as the URL to access the live audio-visual webcast or the toll-free telephone number to access the live audio-only stream (the "Confirmation Email").</p> <p>Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream but who have not received the Confirmation Email by 10:00 a.m. on Thursday, 21 January 2021 should contact the Company at ir@citicode.com.sg.</p>
Submission of questions in advance of the EGM of the Company	<p>Shareholders will not be able to ask questions at the EGM of the Company during the live audio-visual webcast or live audio-only stream. It is therefore important for Shareholders to submit questions to the Chairman of the EGM in advance of the EGM of the Company.</p> <p>Submission of questions. Shareholders may submit questions related to the resolutions to be tabled for approval at the EGM of the Company to the Chairman of the EGM in advance of the EGM of the Company in the following manner:</p> <p>By post – Shareholders may submit their questions by post to the registered office of the Company, at 1 Robinson Road, #17-00, AIA Tower, Singapore 048542. Questions submitted by Shareholders by post must be accompanied by the Shareholders' full name, address and the manner in which the Shareholders hold shares in the Company.</p> <p>By electronic means – Shareholders, who have pre-registered for the live audio-visual webcast or live audio-only stream, may submit their questions by electronic means at the URL https://forms.gle/L1ZDSazqpBJEVNq66.</p> <p>Deadline to submit questions. Shareholders must submit all questions by 10:00 a.m. on Friday, 15 January 2021.</p> <p>Addressing questions. The Company will endeavour to address all substantial and relevant questions received from Shareholders at the EGM of the Company during the live audio-visual webcast or live audio-only stream. However, as there may not be sufficient time to address all substantial and relevant questions received from Shareholders at the EGM of the Company during the live audio-visual webcast or live audio-only stream, the Company will publish its responses to questions which it is unable to address at the EGM of the Company during the live audio-visual webcast or live audio-only stream</p>

Steps	Details
	<p>on the Company's website at the URL https://www.citicode.com.sg and on SGXNET at the URL https://www.sgx.com/securities/company-announcements prior to the EGM of the Company.</p> <p>Minutes of EGM of the Company. The Company will publish the minutes of the EGM of the Company on the Company's website at the URL https://www.citicode.com.sg on SGXNET at the URL https://www.sgx.com/securities/company-announcements within one month after the EGM of the Company. The minutes of EGM will include responses from the Board of Directors and the Management to substantial and relevant comments, queries and/or questions received from Shareholders addressed at the EGM of the Company during the live audio-visual webcast or live audio-only stream.</p>
<p>Submission of Proxy Forms to appoint the Chairman of the EGM to attend, speak and vote at the EGM of the Company</p>	<p>Appointment of Chairman of the EGM as proxy. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM of the Company in accordance with the instructions on the Proxy Form if such member wishes to exercise his/her/its voting rights at the EGM of the Company.</p> <p>Specific instructions as to voting must be given. Where a member (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.</p> <p>Submission of Proxy Form. The Proxy Form must be submitted to the Company in the following manner:</p> <p>(a) if submitted by post, be lodged with the registered office of the Company at 1 Robinson Road, #17-00, AIA Tower, Singapore 048542; or</p> <p>(b) if submitted by way of electronic means, be submitted via email to the Company at admin@citicode.com.sg,</p> <p>in either case, at least 72 hours before the time for holding the EGM of the Company and/or any adjournment thereof. A member who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above.</p> <p>In view of the current COVID-19 restriction orders and the related safe distancing measures which may make it difficult for Shareholders to submit the completed Proxy Form by post, Shareholders are strongly encouraged to submit the completed Proxy Form by way of electronic means via email.</p>