ARTIVISION TECHNOLOGIES LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 200407031R)
(the "**Company**")

MINUTES OF ANNUAL GENERAL MEETING ("AGM" OR THE "MEETING")

PLACE	:	Held by way of electronic means
DATE	:	Tuesday, 29 September 2020
TIME	:	10.00 a.m.
PRESENT	:	**Board of Directors** Mr Ng Weng Sui Harry *(Non-Executive Chairman and Lead Independent Director)* Mr Kesavan Nair *(Independent Director)* **Sponsor (ZICO Capital Pte. Ltd.)** Ms Alice Ng **Auditors (KPMG LLP)** Mr Yap Wee Kee **Company Secretary (Wong Tan & Molly Lim LLC)** Ms Tan Swee Gek **Scrutineers** Entrust Advisory Pte. Ltd. **Polling Agent** Tricor Barbinder Share Registration Services **Shareholders and Proxies Participation** As per Attendance List maintained by the Company **In Attendance by Invitation** As per Attendance List maintained by the Company
CHAIRMAN	:	Mr Ng Weng Sui Harry

INTRODUCTION

The Chairman informed the Meeting that in view of the ongoing developments on the COVID-19 outbreak and pursuant to the COVID-19 (Temporary Measures) Order 2020 on alternative arrangements for meetings for companies, the AGM this year was being held with the following changes to ensure the safety and health of all shareholders of the Company ("**Shareholders**"), and to adhere to the Government's safe distancing measures:

1. the AGM is being held by way of electronic means and as such Shareholders will not be attending the AGM in person.

2. there will not be a question and answer session at the AGM, however Shareholders were requested to raise questions in advanced of the AGM. As of 22 September 2020 at 10.00 a.m. (the deadline for submission of questions in advance), no question was received from Shareholders.

3. all Shareholders who wish to vote have been requested to submit a proxy form to appoint the Chairman of the AGM to vote on their behalf.

4. Entrust Advisory Pte. Ltd. has been appointed to act as the Scrutineers and Tricor Barbinder Share Registration Services has been appointed as the Polling Agent for the AGM.

5. the minutes of the AGM will be published on SGXNet within one month after the date of the AGM.

QUORUM

Having confirmed with the Company Secretary that there is a quorum for the Meeting, the Chairman called the Meeting in order.

PRESENATION

The Chairman introduced the members of the Board and Auditors via video-conference.

NOTICE

The Notice convening the Meeting was taken as read.

ORDINARY BUSINESS:

1. RECEIVE AND ADOPTION OF DIRECTORS' STATEMENT AND ACCOUNTS

Resolution 1 on the Agenda was to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2020 ("**FY2020**") and the Auditors' Report of the Company.

In view of the Directors' Statement and the Financial Statements for FY2020, message to Shareholders and the Auditors' Report having been in the Shareholders' hands for the prescribed period, the Chairman proposed, with the Shareholders' permission, that the documents be taken as read.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that the Audited Accounts for the financial year ended 31 March 2020 together with the Directors' Statement and the Auditors' Report of the Company be and are hereby approved and adopted."

2. RE-ELECTION OF MR NG WENG SUI HARRY AS DIRECTOR

Resolution 2 on the Agenda was to re-elect Mr Ng Weng Sui Harry as Director in accordance to Article 91 of the Company's Constitution. At this juncture, Mr Ng Weng Sui Harry handed over the chair of the Meeting to Mr Kesavan Nair.

Mr Ng Weng Sui Harry had signified his consent to continue in office and will, upon re-election as a Director of the Company, remain as a Non-Executive Chairman and Lead Independent

Director of the Company, Chairman of the Audit Committee, as well as a member of the Remuneration Committee and the Nominating Committee.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that Mr Ng Weng Sui Harry who retires pursuant to Article 91 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

The chair of the Meeting was then handed back to Mr Ng Weng Sui Harry.

3. APPROVAL OF DIRECTORS' FEES

Resolution 3 on the Agenda was to approve the Directors' fees for FY2020. It was noted that the Board of Directors had recommended the payment of a sum of S$50,000.00 as Directors' fees to be paid for FY2020.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that Directors' fees of S$50,000.00 for the financial year ended 31 March 2020 be and are hereby approved."

4. APPOINTMENT OF AUDITORS

Resolution 4 on the Agenda was to re-appoint KPMG LLP as Auditors of the Company and to authorise the Directors to fix the Auditors' remuneration.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that KPMG LLP be re-appointed as Auditors of the Company to hold office until the next Annual General Meeting at a fee to be determined by the Directors."

SPECIAL BUSINESS:

5. AUTHORITY TO ALLOT AND ISSUE NEW SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO RULE 806 OF THE LISTING MANUAL SECTION B: RULES OF CATALIST OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ("SGX-ST")

Resolution 5 on the Agenda was to seek the Shareholders' approval for the Directors to be granted the authority to allot and issue new shares in the capital of the Company, the details of which are set out in the text of the Ordinary Resolution in item 6 of the Notice of AGM.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that pursuant to Section 161 of the Companies Act (Chapter 50) of Singapore ("**Companies Act**") and Rule 806 of the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorized and empowered to:

(a) (i) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to, the creation

and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may, in their absolute discretion, deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

(the "**Share Issue Mandate**")

provided that:

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) does not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to existing shareholders of the Company (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments) that may be issued under sub-paragraph (1) above, the percentage of the aggregate number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for:

(a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;

(b) new Shares arising from exercising share options or vesting of share awards, provided that such share options or awards (as the case may be) 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;

and, in sub-paragraph (1) above and this sub-paragraph (2), "**subsidiary holdings**" has the meaning given to it in the Catalist Rules. Adjustments in accordance with sub-paragraphs (2)(a) or (2)(b) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time this Resolution is passed;

(3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and the Company's Constitution; and

(4) (unless revoked or varied by the Company in a general meeting), the Share Issue Mandate shall continue in force (i) until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier or (ii) in the case of Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such Shares in accordance with the terms of the Instruments."

6. AUTHORITY TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES UNDER ARTIVISION TECHNOLOGIES EMPLOYEE SHARE AWARD SCHEME

Resolution 6 on the Agenda was to authorise the Directors to grant share awards and to allot and issue new shares under the Company's Employee Share Award Scheme, the details of which are set out in the text of the Ordinary Resolution in item 7 of the Notice of AGM.

The following resolution was put to vote and passed by way of a poll (detailed results of which are appended hereto):

"Resolved that pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore, the Directors of the Company be authorised and empowered to:

(a) offer and grant share awards under the Artivision Technologies Employee Share Award Scheme (the "**Scheme**"); 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 vesting of share awards granted by the Company under the Scheme, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Scheme shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Catalist Rules)) from time to time and such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier."

The results of the poll on each of the resolutions put to vote at the AGM are set out as follows:

Resolution number and details		Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business						
1.	Adoption of the Directors' Statement and the Audited Financial Statements of the Company for FY2020, together with the Auditors' Report thereon	586,744,096	586,744,096	100	0	0
2.	Re-election of Mr Ng Weng Sui Harry as a Director of the Company	586,744,096	586,744,096	100	0	0
3.	Approval of the payment of Directors' fees of S$50,000 for FY2020	586,744,096	586,744,096	100	0	0
4.	Re-appointment of KPMG LLP as auditors of the Company and to authorise the Directors to fix their remuneration	586,744,096	586,744,096	100	0	0
Special Business						
5.	Authority to allot and issue new shares in the capital of the Company pursuant to the Companies Act (Chapter 50) of Singapore and the Catalist Rules	586,744,096	586,744,096	100	0	0
6.	Authority to grant awards and to allot and issue new shares in the capital of the Company under the Artivision Technologies Employee Share Award Scheme	586,744,096	586,744,096	100	0	0

CONCLUSION

There being no other business to transact, the Chairman declared the AGM of the Company closed and thanked everyone for their attendance.

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Mr Ng Weng Sui Harry
Chairman