



Vertex Technology Acquisition Corporation Ltd
(Company Registration Number: 378671)
(incorporated in the Cayman Islands on 21 July 2021)

ANNUAL GENERAL MEETING TO BE HELD ON 28 APRIL 2023

Credit Suisse (Singapore) Limited ("**Credit Suisse**") and DBS Bank Ltd. ("**DBS**") are the joint issue managers for the Offering. Credit Suisse, DBS and Morgan Stanley Asia (Singapore) Pte. are the joint global coordinators, joint bookrunners and joint underwriters for the Offering (collectively, the "**Joint Global Coordinators, Joint Bookrunners and Joint Underwriters**").

1. INTRODUCTION

The Board of Directors (the "**Board**") of Vertex Technology Acquisition Technology Corporation Ltd (the "**Company**") refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 ("**Covid Temporary Measures Act**") passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed entities in Singapore to, inter alia, 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) (Amendment No. 2) Order 2020 (the "**Order**") which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, inter alia, general meetings of business trusts ("**Alternative Arrangements**");
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022) which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation and will continue to be in force until revoked or amended; and
- (d) the extension of the Order announced by the Ministry of Law ("**MinLaw**") on 6 April 2021 which allows entities to conduct general meetings via electronic means, beyond 30 June 2021, which will be revoked from 1 July 2023 (the "**Extended Order**").

2. DATE OF ANNUAL GENERAL MEETING

The Board is pleased to announce that pursuant to the Extended Order, the Company's annual general meeting will be convened and held by way of electronic means, on **Friday, 28 April 2023 at 2.00 p.m. (Singapore time)** (the "AGM").

Our Board Chairman, Mr Chua Kee Lock, and our CEO, Mr Jiang Honghui, will conduct the proceedings of the AGM. The Company will endeavour to address all substantial and relevant questions which shareholders of the Company ("**Shareholders**") have submitted in advance of, or "live" at, the AGM. The Company will publish the responses to these questions submitted in advance on its website and on SGXNet prior to the AGM.

3. NO DESPATCH OF PRINTED COPY OF THE NOTICE OF AGM AND PROXY FORM

The notice of AGM and proxy form will be sent to Shareholders solely by electronic means via publication on the Company's website at the URL: <https://www.vertexspac.com> and will also be made available on the SGX website at the URL: <https://www.sgx.com/securities/company-announcements>. Printed copies of these documents will not be sent to Shareholders.

4. ALTERNATIVE ARRANGMENTS FOR PARTICIPATION IN THE AGM

There will be no personal attendance at the AGM. Shareholders or their duly appointed proxy(ies) or corporate representative(s) (where applicable) may participate at the AGM by:

- (a) observing and/or listening to the proceedings at the AGM via "live" audio-visual webcast or "live" audio-only stream by pre-registering;
- (b) submitting questions in advance of and/or "live" at, the AGM; and/or
- (c) voting at the AGM (i) "live" by the Shareholder or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.

Details of the steps for pre-registration, submission of questions and voting at the AGM by Shareholders are set out in the Appendix to this announcement.

SRS investors:

- (a) may vote "live" via electronic means at the AGM if they are appointed as proxies by their SRS Operators; or
- (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM through their SRS Operators; and

- (c) should approach their SRS Operators if they have any queries regarding their appointment as proxies or to submit their votes by **5.00 p.m. on 18 April 2023**, being 7 clear working days before the date of the AGM.

5. **PERSONS WHO HOLD SHARES THROUGH RELEVANT INTERMEDIARIES (AS DEFINED UNDER SECTION 181 OF THE COMPANIES ACT 1967 OF SINGAPORE)**

Persons who hold shares in the Company ("**Shares**") through a relevant intermediary and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via "live" audio-visual webcast or "live" audio-only stream;
- (b) submitting questions in advance of and/or "live" at, the AGM; and/or
- (c) voting at the AGM (i) "live" via electronic means; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM;

should approach their respective relevant intermediaries through which they hold such Shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

6. **ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS**

The Annual Report of the Company, including the audited financial statements for the financial year ended 31 December 2022 (the "**2022 Audited Financial Statements**"), have been made available on SGXNet at the URL: <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL: <https://www.vertexpac.com> on 10 April 2023.

The Company is pleased to announce that the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") has granted the Company waivers from compliance with Rules 704(5) and 705(2) of the SGX-ST Listing Manual ("**Waivers**") which require the Company to announce any emphasis of a matter (including a material uncertainty relating to going concern) by the auditors on the Company's financial statements and consequently, to announce financial statements on a quarterly basis. The Waivers are granted subject to the following conditions:

- (a) the Company making an SGXNET announcement of the Waivers granted, stating the reasons for seeking the Waivers and the conditions as per Listing Rule 107; and
- (b) submission of a written confirmation from the Company that the Waivers do not contravene any laws and regulations governing the Company and its constituent documents.

The Company had sought the Waivers from the SGX-ST on the following basis:

- (a) The Company is a special purpose acquisition company ("**SPAC**") incorporated for the purpose of entering into a business combination in the form of a merger, share exchange, asset acquisition,

share purchase, reorganisation or similar business combination with one or more businesses (the “**Business Combination**”). The Company has disclosed in its prospectus dated 13 January 2022 issued by the Company (the “**Prospectus**”) its unique business model as a SPAC and its strategy for a Business Combination.

- (b) SPACs are also required by the SGX-ST Listing Manual to provide quarterly updates (“**Quarterly Updates**”) under Practice Note 6.4 of the SGX-ST Listing Manual including providing information on its operating expenses, whether there is any circumstance that has affected or will affect the business and financial position of the issuer, the direction of the business combination, including any change to the objective, strategy, status and capital of the issuer, and the utilisation of proceeds from the initial public offering, of any interest and income derived from the amount in the Escrow Account. Since the Company’s listing on the Main Board of the SGX-ST on 20 January 2022, it has been announcing its Quarterly Updates via SGXNet. With the announcement of these Quarterly Updates, shareholders and investors have received and will continue to receive all material updates and developments about the utilisation of the cash in the Company, which is the core asset of the Company. The requirement for the Company to make quarterly financial statements required under Rule 705(2)(e) do not provide any additional value to shareholders and investors.
- (c) As required by the SGX-ST Listing Manual and disclosed in the Prospectus, in the event that the Company does not complete a Business Combination within 24 months from the listing date, or such later date as extended in accordance with the Listing Rules (the “**Business Combination Deadline**”), the Company will liquidate and distribute the available amount in the escrow account (the “**Escrow Account**”) on terms as described in the Prospectus;

While the Company has been engaged in active discussions with potential targets, it has not yet entered into any written binding acquisition agreement in relation to a potential business combination. The Company will make the relevant announcement as and when there are material developments which require shareholders’ attention. Shareholders are advised to read such announcements issued by the Company carefully and consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the contents of the announcements or the actions that they should take.

7. KEY DATES/DEADLINES

In summary, the key dates/deadlines which Shareholders should take note are set out in the table below:

KEY DATES	ACTIONS
8.00 a.m. on 10 April 2023 (Monday)	Shareholders may begin to pre-register at the URL: https://go.lumiengage.com/vertexagm2023 for “live” audio-visual webcast or “live” audio-only stream of the proceedings at the AGM. Persons holding Shares through relevant intermediaries, including CPF/SRS investors, will not be able to pre-register at the pre-registration website for the “live” webcast of the AGM. Thus if he/she wishes to

KEY DATES	ACTIONS
	<p>participate in the “live” webcast of the AGM, he/she should instead contact the relevant intermediary or CPF Agent Bank or SRS Operators as soon as possible to make the necessary arrangements to participate in the AGM.</p>
<p>5.00 p.m. on 17 April 2023 (Monday)</p>	<p>Deadline for Shareholders to submit questions relating to the resolutions to be tabled at the AGM in advance.</p> <p>Responses to Shareholders’ questions received in advance of the AGM will be posted on the Company’s website at the URL: https://www.vertexspac.com and on the SGX website at the URL: https://www.sgx.com/securities/company-announcements after trading hours on 21 April 2023.</p>
<p>5.00 p.m. on 18 April 2023 (Tuesday)</p>	<p>Deadline for CPF/SRS investors who wish to appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM to approach their respective CPF Agent Banks/SRS operators to submit their votes.</p>
<p>Not later than 2.00 p.m. on 26 April 2023 (Wednesday) (“Proxy Deadline”)</p>	<p>Deadline for submission of proxy form for the AGM.</p> <p>Shareholders who wish to appoint Chairman of the AGM to vote on their behalf must also submit a duly completed proxy form.</p> <p>Shareholders who wish to appoint a proxy(ies) to vote on their behalf must, in addition to completing and submitting the proxy form, pre-register their appointed proxy(ies) at the pre-registration website which is accessible at the URL: https://go.lumiengage.com/vertexagm2023. Shareholders can upload scanned copies of their completed and signed proxy forms and pre-register their appointed proxy(ies) at the same time at the pre-registration website.</p>
<p>9.00 p.m. on 27 April 2023 (Thursday)</p>	<p>Authenticated Shareholders (or where applicable, their appointed proxy(ies) or corporate representative(s) (“Authenticated Shareholders”), who pre-registered via the pre-registration website will receive email instructions on how to access the webcast and audio of the AGM proceedings (the “Confirmation Email”).</p> <p>Individuals or corporates whose status as Shareholders <u>cannot be verified</u> will receive an email informing them of this. Such individuals or corporates may contact the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6230 9586 or +65 6230 9768 (Mondays to Fridays, excluding public holidays, from 8.30 a.m. to 5.30 p.m.) at the</p>

KEY DATES	ACTIONS
	<p>email address: srs.teamd@boardroomlimited.com, if they have any questions.</p> <p>Authenticated Shareholders who do not receive an email by 9.00 p.m. on 27 April 2023, but who have registered by the Pre-registration Deadline, should contact the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6230 9586 or +65 6230 9768 (Mondays to Fridays, excluding public holidays, from 8.30 a.m. to 5.30 p.m.) or at the email address: srs.teamd@boardroomlimited.com.</p>
<p>Date and time of “live” audio-visual webcast or “live” audio-only stream of the AGM</p> <p>2.00 p.m. on 28 April 2023 (Friday)</p>	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and follow the instructions to access the “live” audio-visual webcast of the proceedings and ask questions and vote “live” at the AGM via the audio-visual webcast platform; or • Call the toll-free telephone number and follow the instructions in the Confirmation Email to access the “live” audio-only stream of the Company’s AGM proceedings.

8. FURTHER INFORMATION

Shareholders are reminded to check the Company’s website at the URL: <https://www.vertexspac.com> or the SGX website at the URL: <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

BY ORDER OF THE BOARD
 VERTEX TECHNOLOGY ACQUISITION CORPORATION LTD

Jiang Honghui
 Executive Director & Chief Executive Officer
 10 April 2023

APPENDIX

Steps for pre-registration, pre-submission of questions and voting at the AGM:

Shareholders will be able to observe and/or listen to the AGM proceedings through a “live” audio-video webcast or “live” audio-only stream via their mobile phones, tablets or computers, submit questions in advance of and/or “live” at, the AGM and vote at the AGM (i) “live” by the Shareholders themselves or their duly appointed proxy(ies) or corporate representative(s) (where applicable) (other than the Chairman of the AGM) via electronic means; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

Step 1: Pre-registration

No.	Steps	Details
1	Pre-registration	<p>Shareholders may pre-register themselves or, where applicable, their appointed proxy(ies) for the AGM at the pre-registration website at the URL: https://go.lumiengage.com/vertexagm2023 from now till 2.00 p.m. on 26 April 2023 (the “Pre-Registration Deadline”) to enable the Company to verify their status as Shareholders.</p> <p>Shareholders appointing a proxy(ies) (including the Chairman of the AGM) must submit a Proxy Form. Where a Shareholder submits a Proxy Form to appoint a proxy (other than the Chairman) but fails to pre-register such proxy by the Pre-Registration Deadline, such proxy will not be able to attend, speak or vote at the AGM. For the avoidance of doubt, pre-registration is not required if a Shareholder only intends to appoint the Chairman of the AGM as proxy and does not intend to attend the AGM.</p> <p>A corporate Shareholder which has authorised an individual to act as its corporate representative to attend, speak, and vote at the AGM must similarly pre-register such individual at the URL: https://go.lumiengage.com/vertexagm2023 and submit the Depositor Proxy Form and related documents as indicated in the Proxy Form by the same deadline.</p> <p>SRS Investors may vote live at the AGM only if they have been duly appointed as proxies by their SRS Operators. Alternatively, they may approach their respective SRS Operators to appoint the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM. SRS Investors must approach their SRS Operators to submit their voting instructions by 5.00 p.m. on 18 April 2023.</p>

No.	Steps	Details
		<p>Persons holding shares through relevant intermediaries (including SRS Investors): Persons holding shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) (including SRS Investors) will not be able to pre-register at the pre-registration page for the Live Webcast of the AGM. Investors (including the SRS Investors) who wish to participate in the Live Webcast of the AGM should instead contact their relevant intermediary or SRS Operators as soon as possible in order to make the necessary arrangements to participate in the AGM.</p> <p>Individuals or corporates whose status as Shareholders cannot be verified will receive an email by 9.00 p.m. on 27 April 2023 informing them of this. Such individuals or corporates may contact the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at +65 6230 9586 or +65 6230 9768 (Mondays to Fridays, excluding public holidays, from 8.30 a.m. to 5.30 p.m.) at the email address: srs.teamd@boardroomlimited.com, if they have any questions.</p> <p>Following verification, Authenticated Shareholders or where applicable, their appointed proxy(ies) or corporate representative(s) who have pre-registered will receive a Confirmation Email by 9.00 p.m. on 27 April 2023, on how to access the webcast and audio of the AGM proceeding.</p>

Step 2: Submission of questions

No.	Steps	Details
2(a)	Submission of questions in advance of the AGM	<p>How to submit questions in advance of the AGM: Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the AGM, in the following manner:</p> <p>(a) Via the pre-registration website at the URL: https://go.lumiengage.com/vertexagm2023; or</p> <p>(b) by post and lodging the same at the Share Registrar's office at Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(c) by email at srs.teamd@boardroomlimited.com.</p> <p>When submitting questions via post or email, the Shareholder must provide the following details:</p> <ul style="list-style-type: none"> • full name; and • address.

No.	Steps	Details
		<p>Deadline to submit questions in advance of the AGM: All questions submitted in advance of the AGM via any of the above channels must be received by 5.00 p.m. on 17 April 2023.</p>
2(b)	<p>Pre-register to ask questions “live” at the AGM</p>	<p>How to ask questions “live” at the AGM: Shareholders or where applicable, their appointed proxy(ies) or corporate representative(s) can ask the Chairman of the AGM substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, “live” at the AGM, by typing in and submitting their questions through the “live” chat function via the audio-visual webcast platform.</p> <p>Pre-registration required for Shareholders and proxies: Shareholders or where applicable, their appointed proxy(ies) or corporate representative(s) who wish to ask questions “live” at the AGM must pre-register at the pre-registration website which is accessible at the URL: https://go.lumiengage.com/vertexagm2023. Shareholders who wish to appoint a proxy(ies) or corporate representative(s) (other than the Chairman of the AGM) to ask questions “live” at the AGM on their behalf must, in addition to completing and submitting an instrument of proxy(ies) and related documents (where applicable) as indicated in the Proxy Form, pre-register their appointed proxy(ies) or corporate representative(s) at the pre-registration website which is accessible at the URL: https://go.lumiengage.com/vertexagm2023.</p> <p>Access to proceedings of AGM via “live” audio-visual webcast to ask questions: Shareholders or, where applicable, their appointed proxy(ies) or corporate representative(s) will not be able to ask questions “live” at the AGM via the audio-only stream of the AGM proceeding.</p>
2(c)	<p>Addressing of questions</p>	<p>Addressing questions in advance of the AGM: We will address all substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) received from Shareholders in advance of the AGM by publishing our responses to such questions on our corporate website at the URL: https://www.vertexspac.com and on the SGX website at the URL: https://www.sgx.com/securities/company-announcements after trading hours on 21 April 2023.</p> <p>Addressing questions during the AGM: We will address substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) which have not already been addressed prior to the AGM, as well as those received through the “live” chat function at the AGM. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.</p>

No.	Steps	Details
		<p>Minutes of AGM: We will publish the minutes of the AGM on our corporate website at the URL: https://www.vertexspac.com and on the SGX website at the URL: https://www.sgx.com/securities/company-announcements. The minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the AGM.</p>

Step 3: Voting at the AGM

No.	Steps	Details
3(a)	Exercise of voting rights at the AGM	<p>A Shareholder who wishes to exercise his/her/its voting rights at the AGM may:</p> <p>(a) (where the Shareholder is an individual) vote “live” via electronic means at the AGM, or (whether the Shareholder is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the AGM) to vote “live” via electronic means at the AGM on his/her/its behalf; or</p> <p>(b) (where the Shareholder is a corporate) appoint corporate representative(s) to vote “live” via electronic means at the AGM on its behalf; or</p> <p>(c) (whether the Shareholder is an individual or a corporate) appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM.</p> <p>Shareholders who wish to appoint a proxy(ies) <u>must</u> submit an instrument appointing a proxy(ies) in accordance with the instructions on the proxy form.</p> <p>Corporates who wish to appoint a corporate representative(s) <u>must</u> submit the instrument of proxy(ies) and related documents as indicated in the Proxy Form in accordance with the instructions therein.</p>
3(b)	Pre-register to vote “live” at the AGM	<p>Pre-registration required for Shareholders and proxies: Shareholders who wish to vote “live” via electronic means at the AGM must pre-register at the pre-registration website which is accessible at the URL: https://go.lumiengage.com/vertexagm2023.</p> <p>Shareholders who wish to appoint a proxy(ies) (other than the Chairman of the AGM) to vote “live” via electronic means at the AGM on their behalf must, in addition to completing and submitting an instrument of proxy(ies), pre-register their appointed proxy(ies) at the pre-registration website which is accessible at the URL: https://go.lumiengage.com/vertexagm2023.</p>

No.	Steps	Details
		<p>A corporate Shareholder which has authorized an individual to act as its corporate representative to attend, speak and vote at the AGM must similarly pre-register such individual via the pre-registration website which is accessible at URL: https://go.lumiengage.com/vertexagm2023 by the Pre-Registration Deadline and submit the Depository Proxy Form and related documents as indicated in the Proxy Form.</p> <p>Access proceedings of AGM via “live” audio-visual webcast to vote: Shareholders or, where applicable, their appointed proxy(ies) or corporate representative(s) must access the of the AGM proceeding via the “live” audio-visual webcast in order to vote “live” at the AGM, and will not be able to do so via the “live” audio-only stream of the AGM proceedings.</p>
3(c)	<p>Submission of instruments appointing a proxy(ies) (“Proxy Form”)</p>	<p>How to submit Proxy Form: Shareholders who wish to submit Proxy Form must do so in the following manner:</p> <p>(a) if submitted by post, be lodged at the Share Registrar’s office at Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(b) if submitted electronically,</p> <p>(i) be submitted via email to the Share Registrar at srs.teamd@boardroomlimited.com; or</p> <p>(ii) via the pre-registration website at the URL: https://go.lumiengage.com/vertexagm2023</p> <p>in each case not later than 2.00 p.m. on 26 April 2023.</p> <p>Where to obtain Proxy Form: A Shareholder who wishes to submit Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before sending it by email to the email address provided above or via the pre-registration website at the URL provided above.</p> <p>The Proxy Form must be executed under the hand (or if submitted electronically via email, alternatively by way of affixation of an electronic signature) of the appointor or of his or her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand (or if submitted electronically via email, alternatively by way of affixation of an electronic signature) of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy</p>

No.	Steps	Details
		<p>thereof (failing previous registration with the Company), if the Proxy Form is submitted by post, must be lodged with the Proxy Form (or if submitted electronically via email, be emailed with the Proxy Form), failing which the Proxy Form may be treated as invalid.</p> <p>Shareholders are strongly encouraged to submit completed proxy forms electronically via email or via the pre-registration website.</p>
3(d)	<p>Voting by (a) CPF/SRS investors; and (b) persons holding Shares through relevant intermediaries</p>	<p>How CPF/SRS investors may vote: CPF/SRS investors who wish to:</p> <p>(a) vote “live” via electronic means at the AGM should contact their respective CPF Agent Banks or SRS Operators as soon as possible to make the necessary arrangements; or</p> <p>(b) wish to appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their CPF Agent Banks or SRS Operators to submit their votes,</p> <p>in either case, by 5.00 p.m. on 18 April 2023.</p> <p>How Investors holding Shares through relevant intermediaries may vote: These Investors who wish to vote “live” via electronic means at the AGM should contact their relevant intermediary as soon as possible to make the necessary arrangements to participate.</p>