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

NOTICE OF ADJUSTMENT TO CONVERSION PRICE IN RELATION TO S$700,000 IN AGGREGATE PRINCIPAL AMOUNT OF CONVERTIBLE BONDS ISSUED ON 8 AUGUST 2024

The board of directors (the "**Board**" or "**Directors**") of Vividthree Holdings Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the Company's announcement dated 10 September 2025 and circular dated 2 October 2025 in relation to the proposed placement of 137,400,000 new ordinary shares ("**Shares**") in the capital of the Company ("**Placement Shares**") at an issue price of S$0.01615 per Placement Share for an aggregate consideration of S$2,219,010 (the "**Proposed Placement**") and the Company's announcements dated 12 July 2024, 22 July 2024, 26 July 2024 and 8 August 2024 on the issue of interest-bearing convertible bonds ("**Convertible Bonds**") pursuant to the bond subscription agreement entered into between the Company and various subscribers ("**Bondholders**") on 12 July 2024 ("**Bond Subscription Announcements**"). As at the date of this announcement, the Company has S$700,000 in aggregate principal amount of Convertible Bonds outstanding and none of the Bondholders has exercised their right to convert any Convertible Bonds.

Unless otherwise defined herein, capitalised terms in this announcement will have the meanings ascribed to them in the Bond Subscription Announcements.

Pursuant to the terms and conditions of the Convertible Bonds, the Convertible Bonds (together with any accrued but unpaid interest on the Convertible Bonds) can be converted into issued and fully paid new Shares ("**Conversion Shares**") in the Company at a conversion price of S$0.06 per Conversion Share ("**Conversion Price**").

Further, pursuant to condition 7.14(6) of the terms and conditions of the Convertible Bonds, if and whenever the Company shall issue (other than Shares issued on the exercise of Conversion Rights or on the exercise of any other rights of conversion into, or exchange or subscription for Shares) or issue or grant options, warrants or other rights to subscribe for, purchase or otherwise acquire any Shares, in each case at a price per Share which is less than the Current Market Price on the last trading day preceding the date of announcement of the terms of such issue, the Conversion Price shall be adjusted by multiplying the Conversion Price in force immediately before such issue by the following fraction:

$$(A + B) / C$$

where:

A	=	464,104,356, being the number of Shares in issue immediately before the issue of such additional Shares or the issue or grant of such options, warrants or other rights to subscribe for, purchase or otherwise acquire any Shares.
B	=	129,388,338, being the number of Shares which the aggregate consideration (if any) receivable for the issue of such additional Shares at such Current Market Price.
C	=	601,504,356, being the number of Shares in issue immediately after the issue of such additional Shares.
Current Market Price	=	S$0.01715, being the average of the closing price of one (1) Share for the twenty (20) consecutive trading days ending on the trading day immediately preceding the date of the Proposed Placement announcement dated 10 September 2025.

In addition, the terms and conditions of the Convertible Bonds also provide that, on any adjustment, the resultant Conversion Price, if not an integral multiple of one (1) Singapore cent, shall be rounded down to the nearest Singapore cent.

As a result of the Proposed Placement, the Conversion Price of S$0.06 per Conversion Share will be adjusted to S$0.05 per Conversion Share (rounded down to the nearest Singapore cent), with effect from the date of allotment and issuance of the Placement Shares pursuant to the Proposed Placement. Accordingly, as a result of this adjustment, up to 2,513,335 additional Conversion Shares ("**Additional Conversion Shares**") may be issued upon conversion of the Convertible Bonds. The calculation of the number of Additional Conversion Shares has also taken into account the aggregate interest payment of S$12,000 made by the Company to the Bondholders to-date, which has reduced the outstanding amount available for conversion.

An application will be made to the Singapore Exchange Securities Trading Limited ("**SGX-ST**") by the Sponsor, UOB Kay Hian Private Limited, on behalf of the Company for the listing of and quotation for the Additional Conversion Shares on the Catalist of the SGX-ST. The Company will make the necessary announcement(s) on SGXNet upon receipt of the listing and quotation notice from the SGX-ST.

For completeness, the Bondholders have provided their written consents to waive the requirement under condition 7.14(10) of the terms and conditions of the Convertible Bonds, which provides that in the event the Company determines an adjustment should be made to the Conversion Price, the Company shall, at its own expense, request an Independent Firm to determine, as soon as practicable, what adjustment to the Conversion Price is fair and reasonable and the date on which such adjustment should take effect. Accordingly, no Independent Firm has been appointed in connection with the adjustment to the Conversion Price.

BY ORDER OF THE BOARD

Yeo Eng Pu, Charles
Executive Director and Chief Executive Officer
8 October 2025

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*This announcement has been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "**Sponsor**").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST 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 for the Sponsor is Mr. Lance Tan, Senior Vice President, at 83 Clemenceau Avenue #10-01 UE Square, Singapore 239920, telephone (65) 6590 6881