

**DIGILIFE TECHNOLOGIES LIMITED**  
**(previously known as SEVAK LIMITED)**  
(Company Registration Number: 199304568R)  
(the “**Company**”)  
(Incorporated in the Republic of Singapore)

**MINUTES OF ANNUAL GENERAL MEETING HELD ON FRIDAY, 30 APRIL 2021 BY WAY OF ELECTRONIC MEANS**

<b>DETAIL</b>	Held by electronic means via live audio-visual webcast or live audio-only stream pursuant to and in accordance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (as amended) and the Joint Statement of the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 13 April 2020 (updated on 27 April 2020, 22 June 2020 and 1 October 2020) on guidance governing the conduct of general meetings during the elevated safe distancing period
<b>DATE</b>	: Friday, 30 April 2021
<b>TIME</b>	: 11.30 a.m.
<b>PRESENT</b>	: <u>Board of Directors</u>  <u>Present in person at broadcast venue</u> Mr. Doraraj S – Lead Independent Director Mr. Tushar S/O Pritamlal Doshi – Independent Director Ms. Chada Anitha Reddy – Non-Independent Non-Executive Director
<b>ABSENT WITH APOLOGIES</b>	: Dr. Bhupendra Kumar Modi – Non-Independent Non-Executive Chairman
<b>IN ATTENDANCE</b>	: <u>Present in person at broadcast venue</u> Mr. Mayank Vishnoi – Chief Executive Officer (“CEO”) Ms. Kim Yi Hwa – Company Secretary (“Secretary”)  <u>Present remotely via webcast</u> Mr. Abhrajit Shaw – Chief Financial Officer (“CFO”)  <u>By invitation - Present remotely via webcast</u> From Moore Stephens LLP (“Auditors”) Ms. Lao Mei Leng - Partner  From RHT Capital Pte. Ltd. (“Sponsor”): Mr. Shervyn Essex Mr. Jerron Ong Ms. Sheilla Christie
<b>SHAREHOLDERS AND INVITEES WHO ATTENDED VIA “LIVE” AUDIO-AND-VISUAL WEBCAST OR “LIVE” AUDIO-ONLY STREAM</b>	: As per attendance list maintained by the Company.
<b>CHAIRMAN OF MEETING</b>	: Mr. Doraraj S

## **CHAIRMAN**

The Chairman of the Company, Dr. Bhupendra Kumar Modi had extended his apologies for not being able to attend the Annual General Meeting (the “**Meeting**”) as he was in a health programme in the United States of America in a different time zone 12-hour behind Singapore (i.e. Eastern Standard Time). In his absence, Mr. Doraraj S was appointed as Chairman of the Meeting.

The Secretary of the Company introduced the Directors and the CEO and CFO, who were present at the Meeting. Additionally, the representatives of the Auditor, Moore Stephens LLP and the Sponsor, RHT Capital Pte. Ltd. who were present at the Meeting through electronic means.

## **QUORUM**

The Chairman of Meeting welcomed all present to the Meeting. As a quorum was present, the Meeting was declared open.

Due to COVID-19 situation, the Meeting was held by electronic means through “live” audio-visual webcast or “live” audio-only stream pursuant to and in accordance with Singapore laws and regulations governing the conduct of general meetings during the COVID-19 safe distancing period.

## **NOTICE**

The notice of the Meeting, which was sent to shareholders by electronic means via publication on the Company’s website and SGXNet, was in the hands of shareholders for the requisite period and was taken as read.

The Meeting was informed that all resolutions tabled at the Meeting were voted by proxy and only the Chairman of Meeting was appointed as proxy. There was no live voting on the resolutions during the Meeting. As the Chairman held valid proxies in respect of all the resolutions from eligible shareholders, the Chairman would vote in accordance with shareholders’ wishes.

It was noted that Complete Corporate Services Pte Ltd and Kreston David Yeung PAC have been appointed as the Polling Agent and the Scrutineer respectively. The votes of all valid proxies submitted before the time appointed for the holding of the Meeting had been counted and verified by the Scrutineer accordingly.

The Chairman informed the Meeting that the questions received from shareholders before the start of Meeting have been answered and these questions and answers have been announced and published on SGXNet prior to the Meeting.

The Chairman of Meeting proceeded with the business of the Meeting.

### **1. ORDINARY BUSINESS:**

#### **DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020 – ORDINARY RESOLUTION 1**

The Meeting proceeded to receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the year ended 31 December 2020 together with the Auditors’ Report thereon.

The Chairman of Meeting proposed the motion as follows:

“That the Directors’ Statement and Audited Financial Statements for the year ended 31

December 2020 together with the Auditors' Report thereon be received and adopted."

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 1 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,048,538	6,043,638	99.92%	4,900	0.08%

The Chairman declared the resolution was duly carried and it was **RESOLVED**:

"That the Directors' Statement and the Audited Financial Statements of the Company for the year ended 31 December 2020 together with the Auditors' Report thereon be received and adopted."

The Chairman of Meeting passed the chair to Mr. Tushar Doshi to conduct the next agenda item.

## **2. ORDINARY BUSINESS:**

### **RE-ELECTION OF MR. DORARAJ S AS A DIRECTOR – ORDINARY RESOLUTION 2**

The Meeting was informed that the next item on the agenda was to re-elect Mr. Doraraj S. as a Director of the Company. Mr. Doraraj S was retiring under Article 89 of the Constitution of the Company and had signified his consent to continue in office.

It was proposed that Mr. Doraraj S be re-elected as a Director of the Company.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 2 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,043,638	6,043,638	100.00%	0	0.00%

The Chairman of Meeting declared the resolution was duly carried and it was **RESOLVED**:

"That Mr. Doraraj S be re-elected as a Director of the Company."

Mr. Doraraj S, upon re-election as a Director of the Company, remain as Chairman of the Audit Committee and a member of the Remuneration Committee and Nominating Committee, and will be considered independent.

The chair was returned to Mr. Doraraj S, the Lead Independent Director to conduct the next item on the agenda.

## **3. ORDINARY BUSINESS:**

### **RE-ELECTION OF MR. TUSHAR s/o PRITAMLAL DOSHI AS A DIRECTOR – ORDINARY RESOLUTION 3**

The Meeting was informed that the next item on the agenda was to re-elect Mr. Tushar s/o Pritamlal Doshi as a Director of the Company. Mr. Tushar Doshi who was retiring under Article 89 of the Constitution of the Company had signified his consent to continue in office.

The Chairman of the Meeting proposed that Mr. Tushar s/o Pritamlal Doshi be re-elected as a Director of the Company.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 3 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,043,638	6,043,638	100.00%	0	0.00%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

"That Mr. Tushar s/o Pritamlal Doshi be re-elected as a Director of the Company."

Mr. Tushar s/o Pritamlal Doshi, upon re-election as a Director of the Company, remain as Chairman of the Nominating Committee and the Remuneration Committee and a member of the Audit Committee, and will be considered independent.

#### **4. ORDINARY BUSINESS:**

##### **APPROVAL OF DIRECTORS' FEES AMOUNTING TO S\$79,000 FOR THE YEAR ENDED 31 DECEMBER 2020 – ORDINARY RESOLUTION 4**

The Meeting was informed that the next item on the agenda was to approve the payment of Directors' fees of S\$79,000 for the year ended 31 December 2020.

The Directors recommended the payment of a sum of S\$79,000 as Directors' fees for the year ended 31 December 2020 and the motion to pass the resolution was proposed.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 4 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,048,538	6,048,538	100.00%	0	0.00%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

"That the payment of Directors' fees of S\$79,000 for the year ended 31 December 2020 be approved."

#### **5. ORDINARY BUSINESS:**

##### **RE-APPOINTMENT OF MOORE STEPHENS LLP AS AUDITORS – ORDINARY RESOLUTION 5**

The Meeting was informed that the next item on the agenda was to re-appoint Moore Stephens LLP as Auditors of the Company until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors. Moore Stephens LLP had expressed their willingness to continue in office.

The Chairman of Meeting proposed the motion as follows:

“That Moore Stephens LLP, be re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.”

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 5 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes “FOR”</b>	<b>% “FOR”</b>	<b>No. of votes “AGAINST”</b>	<b>% “AGAINST”</b>
6,048,538	6,048,538	100.00%	0	0.00%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

“That Moore Stephens LLP be re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

**6. ANY OTHER ORDINARY BUSINESS:**

As no notice of any other ordinary business had been received by the Secretary, the Meeting proceeded to deal with the special business of the Meeting.

**7. SPECIAL BUSINESS:**

**SHARE ISSUE MANDATE IN ACCORDANCE WITH SECTION 161 OF THE COMPANIES ACT, CHAPTER 50 AND RULE 806(2)(a) OF SECTION B: RULES OF CATALIST OF THE LISTING MANUAL – ORDINARY RESOLUTION 6**

The Meeting was informed that the next item on the agenda was to authorise the Directors of the Company to issue shares pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806(2)(a) of the Listing Manual Section B: Rules of the Catalist of the SGX-ST.

It was noted that in the event Special Resolution 1 relating to the authority to issue shares in accordance with Section 161 of the Companies Act, Cap 50 and Rule 806(2)(b) of the Rules of Catalist, was passed, this Ordinary Resolution 6 would not be passed.

The Chairman proposed the motion, the text of which was set out under item 6 of the Notice of the Meeting.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 6 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes “FOR”</b>	<b>% “FOR”</b>	<b>No. of votes “AGAINST”</b>	<b>% “AGAINST”</b>
6,048,538	6,043,638	99.92%	4,900	0.08%

However, the Chairman of Meeting deferred the declaration of the motion as the resolution was dependent on the passing of Special Resolution 1.

**8. SPECIAL BUSINESS:**

**SHARE ISSUE MANDATE IN ACCORDANCE WITH SECTION 161 OF THE COMPANIES ACT, CHAPTER 50 AND RULE 806(2)(b) OF SECTION B: RULES OF CATALIST OF THE LISTING MANUAL – SPECIAL RESOLUTION 1**

The Meeting was informed that the next item on the agenda was to authorise the Directors of the Company to issue shares pursuant to Section 161 of the Companies Act, Chapter 50 and Rule 806(2)(b) of the Listing Manual Section B: Rules of the Catalist of the SGX-ST.

The Chairman proposed the motion, the text of which was set out under item 7 of the Notice of the Meeting.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Special Resolution 1 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,048,538	6,043,638	99.92%	4,900	0.08%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

"THAT pursuant to Section 161 of the Companies Act and Rule 806(2)(b) of the Listing Manual Section B: Rules of the Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST") ("Catalist Rules"), authority be and is hereby given to the Directors of the Company to:

- (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (b) 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) warrants, debentures, convertible securities or other instructions convertible into Shares;

at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this special resolution, issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this special resolution was in force, provided that:

- (c) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this special resolution) to be issued pursuant to this special resolution, whether on a pro rata or non pro rata basis, shall not exceed one hundred percent (100%) of the total number of issued shares (as calculated in accordance with sub-paragraph (d) below);
- (d) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (c) above, the total number of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this special resolution, after adjusting for:

- (i) new Shares arising from the conversion or exercise of any convertible securities;
- (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this special resolution; and
- (iii) any subsequent bonus issue, consolidation or subdivision of shares;

(e) in exercising the authority conferred by this special resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all legal requirements under the Companies Act and the Constitution of the Company; and

(f) unless revoked or varied by the Company in a general meeting, such authority shall 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.”

**9. AUTHORITY TO ISSUE SHARES UNDER THE 2014 EMPLOYEE STOCK OPTION PLAN – ORDINARY RESOLUTION 7**

The Meeting was informed that the next item on the agenda was to authorise the Directors to grant options and to issue shares under the 2014 Employee Stock Option Plan.

The Chairman proposed the motion as set out under item 8 of the notice of the Meeting.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 7 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes “FOR”</b>	<b>% “FOR”</b>	<b>No. of votes “AGAINST”</b>	<b>% “AGAINST”</b>
6,048,538	6,043,638	99.92%	4,900	0.08%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

“That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to grant options under the prevailing 2014 Employee Stock Option Plan (“2014 ESOP”) and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the terms and conditions under the 2014 ESOP, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of ordinary shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that 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.”

**10. AUTHORITY TO ISSUE SHARES UNDER THE SEVAK PERFORMANCE SHARE PLAN 2021– ORDINARY RESOLUTION 8**

The Meeting was informed that the next item on the agenda was to authorise the Directors to grant options and to issue shares under the Sevak Performance Share Plan 2021.

The Chairman proposed the motion as set out under item 9 of the notice of the Meeting.

As the votes of shareholders who had cast their votes by proxy through the Chairman of the Meeting had been counted and verified prior to the Meeting, the poll results of Ordinary Resolution 8 were as follows:

<b>Total no. of valid votes cast</b>	<b>No. of votes "FOR"</b>	<b>% "FOR"</b>	<b>No. of votes "AGAINST"</b>	<b>% "AGAINST"</b>
6,048,538	6,043,638	99.92%	4,900	0.08%

The Chairman of Meeting declared the motion carried and it was **RESOLVED**:

"That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to grant awards under the Sevak Performance Share Plan 2021 and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the terms and conditions under the Sevak Performance Share Plan 2021, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of ordinary shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that 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."

## **CONCLUSION**

There being no other business to transact, the Chairman of Meeting declared the Meeting of the Company concluded at 11:47 a.m. and thanked everyone for their attendance.

The Chairman further informed that the Extraordinary General Meeting would convene at 12.00 p.m.

## **CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD**

**DORARAJ S**  
**CHAIRMAN OF MEETING**