

**THIS CIRCULAR TO SHAREHOLDERS (“CIRCULAR”) IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.**

This Circular is issued by Creative Technology Ltd (the “**Company**”). If you are in any doubt as to the contents of this Circular or the action you should take, you should consult your bank manager, stockbroker, solicitor, accountant or other professional adviser immediately.

If you have sold or transferred all your ordinary shares in the capital of the Company (“**Shares**”) held through The Central Depository (Pte) Limited (“**CDP**”), you need not forward this Circular to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee. If you have sold or transferred all your Shares represented by physical share certificate(s) which are not deposited with the CDP, you should immediately inform the purchaser or transferee, or to the stockbroker, bank or agent through whom the sale or transfer was effected for onward notification that this Circular, together with the notice of Extraordinary General Meeting and the accompanying Proxy Form (as defined herein) may be accessed at the Company’s website at the URL <https://sg.creative.com/corporate/investor/reports> as well as at the SGX website at the URL <http://www.sgx.com/securities/company-announcements>.

This Circular has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Circular, including the accuracy of any of the statements or opinions made or reports contained in this Circular.



(Incorporated in the Republic of Singapore)  
Company Registration No. 198303359D

**CIRCULAR TO SHAREHOLDERS**

in relation to

**THE PROPOSED CAPITAL REDUCTION TO REDUCE THE SHARE CAPITAL OF THE COMPANY**

**IMPORTANT DATES AND TIMES:**

Last date and time for lodgement of Proxy Form	:	3 May 2021 at 10.30 a.m.
Date and time of Extraordinary General Meeting	:	6 May 2021 at 10.30 a.m.
Place of Extraordinary General Meeting	:	By way of electronic means.

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## DEFINITIONS

In this Circular, the following definitions apply throughout unless the context otherwise requires or is otherwise stated:

<b>“Accumulated Losses”</b>	:	The Company’s accumulated losses as at 30 June 2020 of US\$217,713,000
<b>“Board” or “Directors”</b>	:	The directors of the Company as at the date of this Circular
<b>“Capital Reduction Resolution”</b>	:	Has the meaning ascribed to it in section 2.6(a) of this Circular
<b>“CDP”</b>	:	The Central Depository (Pte) Limited
<b>“Circular”</b>	:	This circular to Shareholders dated 13 April 2021
<b>“Companies Act”</b>	:	The Companies Act (Chapter 50) of Singapore, as amended, modified or supplemented from time to time
<b>“Company”</b>	:	Creative Technology Ltd
<b>“Constitution”</b>	:	The constitution of the Company, as amended, modified or supplemented from time to time
<b>“Court”</b>	:	Has the meaning ascribed to it in Section 4(1) of the Companies Act
<b>“Effective Date”</b>	:	Has the meaning ascribed to it in section 2.8 of this Circular
<b>“EGM”</b>	:	The extraordinary general meeting of Shareholders to be held on 6 May 2021, notice of which is set out on page N-1 of this Circular
<b>“EPS”</b>	:	Earnings per Share
<b>“Existing Share Capital”</b>	:	The existing issued and paid-up share capital of the Company (excluding treasury shares) of US\$250,718,000 comprising 70,396,649 Shares, as at the Latest Practicable Date
<b>“FY”</b>	:	Financial year ended, or ending, as the case may be, on 30 June
<b>“Group”</b>	:	The Company and its subsidiaries
<b>“Latest Practicable Date”</b>	:	9 April 2021
<b>“Listing Manual”</b>	:	The listing manual of the SGX-ST and its relevant rules, as amended, modified or supplemented from time to time
<b>“Notice of EGM”</b>	:	The notice of the EGM as set out on page N-1 of this Circular
<b>“NTA”</b>	:	Net tangible assets
<b>“Pre-Reduction Share Capital”</b>	:	The existing issued and paid-up share capital of the Company (excluding treasury shares) as at the Effective Date
<b>“Proposed Capital Reduction”</b>	:	The proposed capital reduction exercise to be carried out by the Company, pursuant to Section 78A read with Section 78C of the Companies Act, to reduce the share capital of the Company as at the Effective Date by the cancellation of the share capital of the Company that has been lost or is unrepresented by available assets to the extent of the amount of the Accumulated Losses
<b>“Proxy Form”</b>	:	The proxy form in respect of the EGM as attached to this Circular
<b>“Register of Members”</b>	:	Register of members of the Company
<b>“Registrar”</b>	:	The Registrar of Companies appointed under the Companies Act and includes any deputy or assistant registrar of companies
<b>“Securities Account”</b>	:	A securities account maintained by a Depositor with CDP (but does not include a securities sub-account maintained with a Depository Agent)
<b>“SFA”</b>	:	The Securities and Futures Act (Chapter 289) of Singapore, as amended, modified or supplemented from time to time

“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“SGXNET”	:	Singapore Exchange Network, the corporate announcement system maintained by the SGX-ST for the submission of information and announcements by listed companies
“Shareholders”	:	Registered holders of Shares in the Register of Members of the Company, except that where the registered holder is CDP, the term “Shareholders” shall, where the context admits, mean the persons named as Depositors in the Depository Register maintained by CDP and into whose Securities Accounts those Shares are credited
“Shares”	:	Ordinary shares in the capital of the Company
“Substantial Shareholder”	:	A person who has an interest in one or more Shares and the total votes attaching to which represent not less than 5.0% of the total votes attaching to all the voting Shares (excluding treasury shares) of the Company
“%” or “per cent.”	:	Percentage or per centum
“US\$”	:	United States dollars

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them respectively in Section 81SF of the SFA. The term “**subsidiary**” shall have the same meaning ascribed to it in Section 5 of the Companies Act.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter gender and vice versa. References to persons shall, where applicable, include corporations.

Any reference in this Circular to any enactment is a reference to that statute or enactment for the time being amended or re-enacted. Any term defined under the Companies Act, the SFA or the Listing Manual or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA or the Listing Manual or any statutory modification thereof, as the case may be, unless otherwise provided.

Any discrepancies in tables included herein between the amounts in the columns of the tables and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

## LETTER TO SHAREHOLDERS

**Board of Directors:**

Mr Sim Wong Hoo (Chairman and Chief Executive Officer)  
Mr Lee Kheng Nam (Independent Non-Executive Director)  
Mr Ng Kai Wa (Independent Non-Executive Director)  
Mr Lee Gwong-Yih (Independent Non-Executive Director)

**Registered Office:**

31 International Business Park,  
#03-01, Singapore 609921

13 April 2021

To: The Shareholders of Creative Technology Ltd

Dear Sir / Madam,

### THE PROPOSED CAPITAL REDUCTION

#### 1. INTRODUCTION

As announced on 7 April 2021, the Company intends to undertake a capital reduction exercise, pursuant to Section 78A read with Section 78C of the Companies Act, to reduce the share capital of the Company by the cancellation of the share capital of the Company that has been lost or is unrepresented by available assets to the extent of the amount of the accumulated losses of the Company up to 30 June 2020 of US\$217,713,000 (the “**Proposed Capital Reduction**”).

The Directors are convening an EGM on 6 May 2021 at 10.30 a.m. to be held by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, to seek Shareholders’ approval for the Proposed Capital Reduction.

This Circular has been prepared to provide Shareholders with information relating to the Proposed Capital Reduction, which will be tabled at the EGM, notice of which is set out on page N-1 of this Circular.

**Shareholders are advised that the SGX-ST assumes no responsibility for the accuracy of any of the statements or opinions made or reports contained in this Circular.**

#### 2. THE PROPOSED CAPITAL REDUCTION

##### 2.1 Introduction

The purpose of the Proposed Capital Reduction is to write off the Accumulated Losses of the Company up to 30 June 2020 amounting to US\$217,713,000. The Accumulated Losses arose mainly from operational losses incurred and accumulated over the years.

It is a requirement under the Companies Act that a company proposing to undertake a capital reduction exercise should, inter alia, obtain the approval of its shareholders at a general meeting of shareholders by way of a special resolution, to be tabled at such general meeting.

## 2.2 Details of the Proposed Capital Reduction

The Company proposes to carry out the Proposed Capital Reduction pursuant to Section 78A read with Section 78C of the Companies Act.

The Proposed Capital Reduction will be effected in the following manner:

- (a) by reducing the Pre-Reduction Share Capital by the cancellation of the share capital of the Company that has been lost or is unrepresented by the available assets of the Company to the extent of the amount of the Accumulated Losses, i.e., by US\$217,713,000; and
- (b) thereafter by applying the amount of US\$217,713,000, being the credit arising from the aforesaid cancellation of share capital, towards writing off the Accumulated Losses.

## 2.3 Resultant effect on the share capital of the Company

As at the Latest Practicable Date, the Company had an issued and paid-up share capital (excluding treasury shares) of US\$250,718,000 comprising 70,396,649 Shares. Upon completion of the Proposed Capital Reduction, the Company's share capital will be reduced by the extent of the amount of the Accumulated Losses.

The Proposed Capital Reduction will reduce the Company's Accumulated Losses as at 30 June 2020 by the cancellation of the share capital of the Company to the extent of US\$217,713,000.

**The Proposed Capital Reduction does not entail any outflow of cash or change in the net assets of the Company. There will be no change in the total number of issued Shares in the Company held by the Shareholders immediately after the Proposed Capital Reduction nor will the Proposed Capital Reduction involve the payment to any Shareholder of any paid-up share capital of the Company.**

## 2.4 Rationale for the Proposed Capital Reduction

The purpose of the Proposed Capital Reduction is to write off the Accumulated Losses with a view to restructuring the finances of the Company. This serves to rationalise the balance sheet of the Company for it to be an accurate reflection of the value of its underlying assets, and accordingly, the financial position of the Company. In addition, the Proposed Capital Reduction will facilitate future equity-related fund raising exercises to recapitalise and strengthen the balance sheet of the Company. The Company would also be in a better position to retain profits and enhance its ability to pay future dividends, when appropriate, if the Accumulated Losses are written off. The Directors will take into consideration the present and future funding needs of the Company and the Group before declaring any dividends.

Pursuant to Section 78C(2) of the Companies Act, the Company is not required to meet the solvency requirements under Section 78C(1)(b) of the Companies Act as the Proposed Capital Reduction does not involve a reduction or distribution of cash or other assets by the Company, or a release of any liability owed to the Company.

## 2.5 Financial Effects of the Proposed Capital Reduction

The Proposed Capital Reduction is an accounting procedure that reduces the Existing Share Capital of the Company to write off the Accumulated Losses. The Proposed Capital Reduction represents merely a change in the composition of reserves and does not entail any reduction or distribution of cash or other assets of the Company.

For illustrative purposes only, the financial effects of the Proposed Capital Reduction have been prepared based on the latest audited consolidated financial statements of the Group for FY2020. The financial effects of the Proposed Capital Reduction as illustrated are based on, inter alia, the assumption that the Proposed Capital Reduction was completed on 30 June 2020.

(a) **Share Capital**

	As at 30 June 2020	
	Before the Proposed Capital Reduction	After the Proposed Capital Reduction
Number of Shares <sup>(1)</sup>	70,396,649	70,396,649
Share capital (US\$) <sup>(1)</sup>	250,718,000	33,005,000

**Notes:**

(1) Excluding treasury shares.

The Proposed Capital Reduction will reduce the paid-up share capital of the Company by US\$217,713,000 to write off the Accumulated Losses. The number of issued Shares and the percentage of Shares held by the Shareholders immediately after the Proposed Capital Reduction will remain unchanged. No capital will be returned to the Shareholders.

(b) **Equity attributable to Shareholders**

	As at 30 June 2020			
	Group		Company	
	Before the Proposed Capital Reduction (US\$'000)	After the Proposed Capital Reduction (US\$'000)	Before the Proposed Capital Reduction (US\$'000)	After the Proposed Capital Reduction (US\$'000)
Share capital <sup>(1)</sup>	250,718	33,005	250,718	33,005
Fair value reserve	836	836	–	–
Capital reserve	1,192	1,192	–	–
Share-based compensation reserve	39,460	39,460	27,113	27,113
Accumulated (losses)/earnings	(200,164)	17,549	(217,713)	–
<b>Equity attributable to Shareholders</b>	<b>92,042</b>	<b>92,042</b>	<b>60,118</b>	<b>60,118</b>

**Notes:**

(1) Excluding treasury shares.

(c) **NTA, EPS and gearing**

The Proposed Capital Reduction will not have any impact on the NTA, EPS or gearing of the Company and the Group.

**2.6 Conditions for the Proposed Capital Reduction**

The Proposed Capital Reduction is subject to, inter alia, the following:

- (a) the approval of the Shareholders by way of special resolution at the EGM (the “**Capital Reduction Resolution**”);
- (b) compliance with the relevant publicity requirements as prescribed in the Companies Act;
- (c) no application having been made for the cancellation of the Capital Reduction Resolution by any creditor of the Company within the timeframe prescribed in the Companies Act; and

- (d) the Company must after the end of six (6) weeks (but before the end of eight (8) weeks) beginning with the date of the Capital Reduction Resolution, lodge with the Registrar:
  - (i) a statement made by the Directors confirming that the requirements under Section 78C(1)(c) of the Companies Act have been complied with, and that no application for cancellation of the resolution has been made; and
  - (ii) a notice containing information in relation to the Proposed Capital Reduction specified under the Companies Act.

The Company will make an immediate announcement on SGXNET to update Shareholders if any of the conditions for the Proposed Capital Reduction as set out in this section 2.6 is not met.

## 2.7 Creditor objections

In the event that during the six (6) weeks beginning with the Capital Reduction Resolution date, one (1) or more applications for the cancellation of the Capital Reduction Resolution has been made under Section 78D(2) of the Companies Act, for the Proposed Capital Reduction to take effect, the following conditions must be satisfied:

- (a) the Company must give the Registrar notice of the application(s) for the cancellation of the Capital Reduction Resolution as soon as possible after such application(s) have been served on the Company by the creditor(s);
- (b) the proceedings in relation to each application for the cancellation of the Capital Reduction Resolution must be brought to an end by either (i) the dismissal of the application under Section 78F of the Companies Act; or (ii) without determination (for example, because the application has been withdrawn); and
- (c) the Company must, within fifteen (15) days beginning with the date on which the last such proceeding was brought to an end in accordance with paragraph (b) above, lodge with the Registrar:
  - (i) a statement made by the Directors confirming that the requirements under Section 78C(1)(c) and Section 78D(4) of the Companies Act have been complied with, and that the proceedings in relation to each such application have been brought to an end by the dismissal of the application or without determination;
  - (ii) in relation to each such application which has been dismissed by the Court, a copy of the order of the Court dismissing the application; and
  - (iii) a notice containing information in relation to the Proposed Capital Reduction specified under the Companies Act.

## 2.8 Effective date of the Proposed Capital Reduction

If no application is received from any creditor of the Company for the cancellation of the Capital Reduction Resolution within six (6) weeks beginning with the date of the Capital Reduction Resolution, the Company will after the end of the aforesaid six (6) weeks and before the end of eight (8) weeks, beginning with the date of the Capital Reduction Resolution, lodge the relevant documents required under Sections 78E(2)(i) and (ii) of the Companies Act with the Registrar, upon which the Proposed Capital Reduction will take effect ("**Effective Date**").

The Company will thereafter publicly announce and notify Shareholders of the Effective Date of the Proposed Capital Reduction through an announcement on SGXNET.



### 3. INTEREST OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

#### 3.1 As at the Latest Practicable Date, the interests of the Directors and Substantial Shareholders in the Shares are as follows:

Directors	Direct interest	Indirect / Deemed Interest	Total Interest	%( <sup>(1)</sup> )
	Number of Shares	Number of Shares	Number of Shares	
Sim Wong Hoo	23,270,652	–	23,270,652	33.06
Lee Kheng Nam <sup>(2)(3)</sup>	45,000	10,000	55,000	0.08
Ng Kai Wa <sup>(4)</sup>	2,148,555	–	2,148,555	3.05
Lee Gwong-Yih <sup>(5)</sup>	45,000	–	45,000	0.06
<b>Substantial Shareholders (other than Directors)</b>	–	–	–	–

#### Notes:

- (1) Based on the Existing Share Capital as at the Latest Practicable Date.
- (2) Lee Kheng Nam is deemed to have an interest in the Shares held by his spouse, Yong Su Pa.
- (3) Lee Kheng Nam holds 30,000 share options granted to him on 4 December 2020 pursuant to the Creative Share Option Scheme (2019).
- (4) Ng Kai Wa holds 30,000 share options granted to him on 4 December 2020 pursuant to the Creative Share Option Scheme (2019).
- (5) Lee Gwong-Yih holds 30,000 share options granted to him on 4 December 2020 pursuant to the Creative Share Option Scheme (2019).

#### 3.2 Interest in the Proposed Capital Reduction

None of the Directors or Substantial Shareholders of the Company has any interest, direct or indirect, in the Proposed Capital Reduction save for their respective directorship and/or shareholdings in the Company.

### 4. DIRECTORS' RECOMMENDATIONS

Having considered the terms and rationale of the Proposed Capital Reduction and the financial effects thereof, the Directors are of the view that the Proposed Capital Reduction is in the interests of the Company and accordingly, recommend that the Shareholders vote in favour of the Proposed Capital Reduction at the EGM to be convened. In giving their recommendations above, the Directors have not had regard to the investment objectives or unique needs of any individual Shareholder.

### 5. EXTRAORDINARY GENERAL MEETING

An EGM, notice of which is attached to this Circular, will be held by way of electronic means on 6 May 2021 at 10.30 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications the Capital Reduction Resolution set out in the Notice of EGM.

### 6. ACTIONS TO BE TAKEN BY SHAREHOLDERS

The EGM will be held by way of electronic means. Shareholders will not be able to attend the EGM in person and should refer to the alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the EGM can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream), submission of questions in advance of the EGM, addressing of substantial and relevant questions prior to the EGM and voting by appointing the Chairman of the EGM as proxy, are set out in the Notice of EGM and the Company's announcement dated 13 April 2021.

The Circular of the Company, the Notice of EGM, and the proxy form may be accessed at the Company's website at the URL <https://sg.creative.com/corporate/investor/reports> as well as at the SGX website at the URL <http://www.sgx.com/securities/company-announcements>.

## **7. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Capital Reduction and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in the Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Circular in its proper form and context.

## **8. DOCUMENTS AVAILABLE FOR INSPECTION**

Copies of the following documents are available for inspection at the registered office of the Company during normal business hours from the date hereof up to and including the date of the EGM:

- (i) the Constitution; and
- (ii) the Annual Report of the Company for the financial year ended 30 June 2020.

Yours faithfully  
For and on behalf of the Board of Directors of  
**CREATIVE TECHNOLOGY LTD**

Sim Wong Hoo  
Chairman and Chief Executive Officer  
13 April 2021

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

*Unless otherwise defined, all capitalised terms which are not defined herein shall bear the same meanings as used in the circular dated 13 April 2021 issued by Creative Technology Ltd (the “Circular”).*

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of the Shareholders of Creative Technology Ltd (the “**Company**”) will be held by way of electronic means on 6 May 2021 at 10.30 a.m. for the purposes of considering, and if thought fit, passing, with or without modifications, the following resolution as a special resolution:

**SPECIAL RESOLUTION – THE PROPOSED CAPITAL REDUCTION**

**THAT:**

Pursuant to Regulation 51 of the Constitution of the Company, and Section 78A read with Section 78C of the Companies Act:

- (a) the issued and paid-up share capital of the Company be reduced by the cancellation of the share capital of the Company that has been lost or is unrepresented by available assets of the Company to the extent of US\$217,713,000; and
- (b) the Directors be and are hereby authorised to do and complete all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Special Resolution.

**BY ORDER OF THE BOARD**

**NG KEH LONG**  
Company Secretary  
Singapore

13 April 2021

**Notes:**

- (1) The Extraordinary General Meeting (“EGM”) is being convened, and will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. This Notice will be sent to members by electronic means via publication on the Company’s website at the URL <https://sg.creative.com/corporate/investor/reports>, and also available on the SGXNet at the URL <http://www.sgx.com/securities/company-announcements>.
- (2) Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the EGM, addressing substantial and relevant questions prior to the EGM and voting by appointing the Chairman of the Meeting as proxy at the EGM, are set out in the Company’s announcement dated 13 April 2021. This announcement may be accessed at the Company’s website at the URL <https://sg.creative.com/corporate/investor/reports>, and also available on the SGXNet at the URL <http://www.sgx.com/securities/company-announcements>.
- (3) Due to the current COVID-19 situation in Singapore, a member will not be able to attend the EGM in person. A member of the Company (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM. The accompanying proxy form for the EGM may be accessed at the Company’s website at the URL <https://sg.creative.com/corporate/investor/reports>, and will also be made available on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

Where a member (whether individual or corporate) appoints the Chairman of the Meeting 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 form of proxy, failing which the appointment of the Chairman of Meeting as proxy for that resolution will be treated as invalid.

CPFIS or SRS investors who hold Shares through CPF Agent Banks or SRS Operators and who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as proxy in respect of the Shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 26 April 2021.

- (4) The Chairman of the Meeting, as proxy, need not be a member of the Company.
- (5) The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing.
- (6) Where an instrument appointing a proxy is signed on behalf of the appointor by the attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- (7) The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623: or
  - (b) if submitted electronically, be submitted via email to the Company’s Share Registrar at [srs.teamd@boardroomlimited.com](mailto:srs.teamd@boardroomlimited.com),

in either case, not less than seventy-two (72) hours before the time appointed for holding the EGM.

**Personal Data Privacy:** By submitting an instrument appointing the Chairman of the Meeting to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.



CREATIVE TECHNOLOGY LTD  
(Incorporated in the Republic of Singapore)  
Company Registration Number: 198303359D

## EXTRAORDINARY GENERAL MEETING PROXY FORM

### **IMPORTANT**

1. The Extraordinary General Meeting (“EGM”) is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
2. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the EGM in advance of the EGM, addressing substantial and relevant questions prior to the EGM and voting by appointing the Chairman of the EGM as proxy, are set out in the Company’s announcement dated 13 April 2021 (“EGM Alternative Arrangements Announcement”).
3. The EGM Alternative Arrangements Announcement, the Notice of EGM and this proxy form may be accessed at the Company’s website at the URL <https://sg.creative.com/corporate/investor/reports>, and are also available on the SGXNET at the URL <http://www.sgx.com/securities/company-announcements>.
4. **Due to the current COVID-19 situation in Singapore, a member will not be able to attend the EGM in person. 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 if such member wishes to exercise his/her/its voting rights at the EGM.**
5. **Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the EGM as a member’s proxy to attend, speak and vote on his/her/its behalf at the EGM.**
6. CPFIS or SRS investors who hold Shares through CPF Agent Banks or SRS Operators and who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as proxy in respect of the Shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 26 April 2021.

### **Personal Data Privacy**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of the EGM dated 13 April 2021.

I/We \_\_\_\_\_

of \_\_\_\_\_

being a member/members of Creative Technology Ltd. (the “**Company**”) hereby appoint the Chairman of the Extraordinary General Meeting (“**EGM**”), as my/our proxy to attend, speak and vote for me/us on my/our behalf, at the EGM of the Company to be convened and held by way of electronic means on 6 May 2021 at 10.30 a.m. (Singapore time) and at any adjournment thereof.

I/We have indicated with an “X” against the Resolutions set out in the Notice of EGM and summarised below how I/we wish the Chairman of the EGM to vote for or against or to abstain.

SPECIAL RESOLUTION	BY POLL		
	FOR*	AGAINST*	ABSTAIN*
The Proposed Capital Reduction			

\*If you wish the Chairman of the EGM as your proxy to cast all your votes “For” or “Against” a resolution, please tick with “X” in the “For” or “Against” box in respect of that resolution. Alternatively, please indicate the number of votes “For” or “Against” in the “For” or “Against” box in respect of that resolution. If you wish the Chairman of the EGM as your proxy to “Abstain” from voting on a resolution, please tick with “X” in the “Abstain” box in respect of that resolution. Alternatively, please insert the relevant number of shares in the “Abstain” box provided in respect of that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the EGM as your proxy for that resolution will be treated as invalid.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021

**Total Number of Shares (see Note 1)**

\_\_\_\_\_  
Signature(s) of Member(s) or Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Notes:**

1. Please insert the total number of shares in the share capital of the Company ("Shares") held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing the Chairman of the EGM as a proxy shall be deemed to relate to all the Shares held by you.
2. Due to the current COVID-19 situation in Singapore, a member will not be able to attend the EGM in person. A member of the Company (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 if such member wishes to exercise his/her/its voting rights at the EGM. This proxy form may be accessed at the Company's website at the URL <https://sg.creative.com/corporate/investor/reports>, and will also be made available on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

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 form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

CPFIS or SRS investors who hold Shares through CPF Agent Banks or SRS Operators and who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the EGM as proxy in respect of the Shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 26 April 2021.

3. The Chairman of the EGM, as proxy, need not be a member of the Company.
4. The instrument appointing the Chairman of the EGM as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the EGM as proxy is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing.
5. Where an instrument appointing a proxy is signed on behalf of the appointor by the attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
6. The instrument appointing the Chairman of the EGM as proxy must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company's Share Registrar office at Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623: or
  - (b) if submitted electronically, be submitted via email to the Company Share Registrar at [srs.teamd@boardroomlimited.com](mailto:srs.teamd@boardroomlimited.com),

in either case, not less than seventy-two (72) hours before the time appointed for holding the EGM.

**General:**

The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the EGM as proxy (including any related attachment). In addition, in the case of members whose Shares are entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing the Chairman of the EGM as his/her/its proxy, the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 13 April 2021.