

QT VASCULAR LTD.
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201305911K)
(the “Company”)

MINUTES OF ANNUAL GENERAL MEETING (THE “AGM” OR “MEETING”)

DATE : Friday, 30 April 2021

PLACE : Held by way of electronic means

TIME : 9.00 a.m.

BOARD OF DIRECTORS

Present

1. Amir Belson - Independent Chairman
2. Eitan Konstantino - Executive Director & Chief Executive Officer
3. Sho Kian Hin - Independent Director
4. Gregory Casciaro - Independent Director

IN ATTENDANCE

As set out in the attendance list maintained by the Company.

1. QUORUM OF MEETING

Dr Eitan Konstantino, acting as chairman of the Meeting (the “Chairman”), called the Meeting to order at 9.01 a.m. after confirming the presence of a quorum.

2. NOTICE OF MEETING

The Chairman noted that the Notice of AGM dated 15 April 2021, the Annual Report and the Appendix in relation to the Proposed Renewal of the Share Buy-Back Mandate had been uploaded to SGXNet and the Company’s website for the requisite statutory period. As such, the Notice of AGM was taken as read.

3. MEETING PROCEEDINGS

The Chairman informed Shareholders that the Meeting will be carried out by way of electronic means and elaborated upon the changes to the proceedings and the voting arrangements. The Chairman highlighted that Kreston David Yeung PAC and Complete Corporate Services Pte Ltd have been appointed as the Scrutineer and the Polling Agent for the Meeting respectively.

The Chairman informed that Shareholders had been given the opportunity to ask questions prior to the Meeting. The Company had received questions from the Singapore Exchange Regulation Pte Ltd and Securities Investors Association (Singapore) in respect of the resolutions tabled in the Notice of AGM and have published the Company’s responses to the questions on SGXNet prior to the Meeting on 28 April 2021.

4. ORDINARY BUSINESS
ORDINARY RESOLUTION 1: ADOPTION OF THE DIRECTORS' STATEMENT, AUDITED FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

The Chairman proposed and tabled Ordinary Resolution 1 to be considered for approval, in relation to the adoption of the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2020 together with the Independent Auditor's Report thereon.

The Ordinary Resolution 1 was put to the vote and the results of the poll on Ordinary Resolution 1 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 1:</u>	70,186,741	97.95%	1,471,484	2.05%

Based on the results of the poll, the Chairman declared Ordinary Resolution 1 carried.

5. ORDINARY BUSINESS
ORDINARY RESOLUTION 2: RE-ELECTION OF SHO KIAN HIN AS A DIRECTOR OF THE COMPANY

The Chairman informed shareholders that Sho Kian Hin, who holds an aggregate interest in 60 ordinary shares of the Company has abstained from voting on the Ordinary Resolution 2.

The Chairman proposed and tabled Ordinary Resolution 2 to be considered for approval, in relation to Sho Kian Hin's retirement from office in accordance with Article 98 of the constitution of the Company ("**Constitution**"), and being eligible, offering himself for re-election, be and is hereby re-elected as a Director of the Company.

Sho Kian Hin, having been re-elected as a Director of the Company, remains as an Independent Director of the Company and Chairman of the Audit Committee. The Board considers Sho Kian Hin independent for the purposes of Rule 704(7) of the Catalist Rules.

The Ordinary Resolution 2 was put to the vote and the results of the poll on Ordinary Resolution 2 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 2:</u>	71,609,125	99.93%	49,100	0.07%

Based on the results of the poll, the Chairman declared Ordinary Resolution 2 carried.

6. ORDINARY BUSINESS
ORDINARY RESOLUTION 3: APPROVE DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 TO BE PAID IN ARREARS

The Chairman proposed and tabled Ordinary Resolution 3 to be considered for approval, in relation to the Directors' fees of US\$212,000 for the financial year ended 31 December 2020.

The Ordinary Resolution 3 was put to the vote and the results of the poll on Ordinary Resolution 3 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 3:</u>	70,186,741	97.95%	1,471,484	2.05%

Based on the results of the poll, the Chairman declared Ordinary Resolution 3 carried.

7. ORDINARY BUSINESS
ORDINARY RESOLUTION 4: RE-APPOINTMENT OF MOORE STEPHENS LLP AS AUDITORS OF THE COMPANY AND TO AUTHORISE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman proposed and tabled Ordinary Resolution 4 to be considered for approval, in relation to Moore Stephens LLP, who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors of the Company until the conclusion of the next AGM of the Company and that the Directors of the Company be authorised to fix their remuneration.

The Ordinary Resolution 4 was put to the vote and the results of the poll on Ordinary Resolution 4 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 4:</u>	71,609,125	99.93%	49,100	0.07%

Based on the results of the poll, the Chairman declared Ordinary Resolution 4 carried.

8. SPECIAL BUSINESS
ORDINARY RESOLUTION 5: AUTHORITY TO ALLOT AND ISSUE SHARES

The Chairman proposed and tabled Ordinary Resolution 5 to be considered for approval in relation to the authority to allot and issue shares, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 5 was put to the vote and the results of the poll on Ordinary Resolution 5 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 5:</u>	67,534,863	97.87%	1,471,484	2.13%

Based on the results of the poll, the Chairman declared Ordinary Resolution 5 carried.

9. SPECIAL BUSINESS

ORDINARY RESOLUTION 6: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE QTV 2013 SHARE PLAN, THE 2005 STOCK PLAN AND THE 2010 EQUITY INCENTIVE PLAN

The Chairman proposed and tabled Ordinary Resolution 6 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the QTV 2013 Share Plan, 2005 Stock Plan and the 2010 Equity Incentive Plan.

The Ordinary Resolution 6 was put to the vote and the results of the poll on Ordinary Resolution 6 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 6:</u>	70,186,741	97.95%	1,471,484	2.05%

Based on the results of the poll, the Chairman declared Ordinary Resolution 6 carried.

9. SPECIAL BUSINESS

ORDINARY RESOLUTION 7: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE 2014 QTV EMPLOYEE SHARE OPTION SCHEME

The Chairman proposed and tabled Ordinary Resolution 7 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the 2014 QTV Employee Share Option Scheme.

The Ordinary Resolution 7 was put to the vote and the results of the poll on Ordinary Resolution 7 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 7:</u>	70,186,741	97.95%	1,471,484	2.05%

Based on the results of the poll, the Chairman declared Ordinary Resolution 7 carried.

10. SPECIAL BUSINESS
ORDINARY RESOLUTION 8: AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE QT VASCULAR RESTRICTED SHARE PLAN 2015

The Chairman proposed and tabled Ordinary Resolution 8 to be considered for approval in relation to the approval for the allotment and issuance of Shares under the QT Vascular Restricted Share Plan 2015.

The Ordinary Resolution 8 was put to the vote and the results of the poll on Ordinary Resolution 8 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 8:</u>	70,186,741	97.95%	1,471,484	2.05%

Based on the results of the poll, the Chairman declared Ordinary Resolution 8 carried.

11. SPECIAL BUSINESS
ORDINARY RESOLUTION 9: PROPOSED RENEWAL OF SHARE BUYBACK MANDATE

The Chairman proposed and tabled Ordinary Resolution 9 to be considered for approval in relation to the approval for the proposed Renewal of Share Buyback Mandate, the full text of which was as set out in the Notice of AGM.

The Ordinary Resolution 9 was put to the vote and the results of the poll on Ordinary Resolution 9 were as follows:

Resolution	FOR		AGAINST	
	Number of shares	(%)	Number of shares	(%)
<u>Ordinary Resolution 9:</u>	71,609,125	99.93%	49,100	0.07%

Based on the results of the poll, the Chairman declared Ordinary Resolution 9 carried.

12. CONCLUSION OF MEETING

There being no other business, the meeting concluded at 9:14 a.m..

**CONFIRMED AS TRUE AND CORRECT RECORD
OF THE MEETING PROCEEDINGS**

**DR EITAN KONSTANTINO
CHAIRMAN OF THE MEETING**