

**ANNUAL REPORT, CIRCULAR TO SHAREHOLDERS AND
ANNUAL GENERAL MEETING TO BE HELD ON 14 AUGUST 2020**

The Board of Directors (the "**Board**") of Valuetronics Holdings Limited (the "**Company**") wishes to announce the following:

(a) Annual Report and Circular to Shareholders

The Company has today posted its Annual Report for the financial year ended 31 March 2020 ("**Annual Report**") and Circular to Shareholders in relation to the Proposed Renewal of the Share Buyback Mandate dated 21 July 2020 ("**Circular to Shareholders**"), on SGXNet. The Annual Report and Circular to Shareholders are also available for download from the Company's website at the URL <http://www.valuetronics.com.hk/ir/announce.html>.

Printed copies of the Annual Report and Circular to Shareholders will not be sent to shareholders.

(b) Annual General Meeting

Reference is made to the following:

- (i) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, teleconferencing or other electronic means;
- (ii) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order**") which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (iii) 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 and 22 June 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 September 2020,

the Annual General Meeting ("**AGM**") of the Company will be held **via electronic means** on **Friday, 14 August 2020** at **10.00 a.m.** (Singapore time).

Printed copies of the Notice of AGM and proxy form have been despatched to shareholders (including depositors whose names are listed against the Depository Register maintained by The Central Depository (Pte) Limited on 14 July 2020). These documents are also published on the Company's corporate website at the URL <http://www.valuetronics.com.hk/ir/announce.html> and on SGXNet.

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

1. Participation in the AGM via live webcast

Due to the current Covid-19 restriction orders in Singapore, shareholders will not be able to attend the AGM in person. Shareholders will also not be able to vote online on the resolutions to be tabled for approval at the AGM. Shareholders may participate in the AGM by –

- a) observing and/or listening to the AGM proceedings via “live” audio-and-visual webcast via their mobile phones, tablets or computers or “live” audio-only stream via telephone;
- b) submitting questions in advance of the AGM; and
- c) appointing the Chairman of the AGM (“**Chairman**”) as proxy to attend, speak and vote on their behalf at the AGM.

2. Pre-registration for Live Webcast

To access the live webcast and the audio-only means, shareholders (including investors holding shares through the Central Provident Fund (“**CPF**”) or Supplementary Retirement Scheme (“**SRS**”) (“**CPF/SRS investors**”)) need to pre-register by **10.00 a.m. on 11 August 2020** being 72 hours before the time fixed for the AGM (“**Registration Deadline**”) to enable the Company to verify their status. Following verification of shareholders’ particulars and shareholdings’ status by the Company’s Share Transfer Agent in Singapore, authenticated shareholders will receive an email a day before the AGM, containing the link and the telephone number through which the live webcast and the audio-only means can be accessed and the login details and credentials. Shareholders are advised to register early via the URL <https://globalmeeting.bigbangdesign.co/valuetronics/>.

3. Investors holding shares through Relevant Intermediaries – Pre-registration for Live Webcast

Investors holding shares through Relevant Intermediaries (“**Investors**”) (other than CPF/SRS investors) will not be able to pre-register for the “live” broadcast of the AGM. An Investor who wishes to participate in the “live” broadcast of the AGM should approach his/her Relevant Intermediary as soon as possible in order to make the necessary arrangements. The Relevant Intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/Passport number), via email to the Company at main@zicoholdings.com **no later than 10.00 a.m. on 11 August 2020**.

4. Shareholders to appoint Chairman as Proxy

Shareholders and Investors (whether individual or corporate) who wish to exercise their votes must appoint the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.

Shareholders (whether individual or corporate) appointing the Chairman as proxy must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in the proxy form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.

The Chairman, as proxy, need not be a member of the Company.

5. Proxy Form

Printed copies of the instrument for the appointment of proxy (“**Depositor Proxy Form**”) together with the Notice of AGM have been despatched to depositors whose names are listed against the Depository Register maintained by The Central Depository (Pte) Limited on 14 July 2020. The Depositor Proxy Form is also available for download from the Company’s website at the URL <http://www.valuetronics.com.hk/ir/announce.html> or, the SGXNet.

6. Investors holding shares through Relevant Intermediaries (including CPF/SRS investors) – Proxy Appointment

The Depositor Proxy Form is not valid for use by Investors holding shares through Relevant Intermediaries (including CPF/SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor (other than CPF/SRS investors) who wishes to vote should instead approach his/her Relevant Intermediary as soon as possible to specify his/her voting instructions.

A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator to submit his/her vote by **5.00 p.m. on 3 August 2020**, being 7 working days before the date of the AGM.

7. Corporate Shareholder

If the appointor is a corporation, the Depositor Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney.

8. Submission of Proxy Form

The proxy form must be submitted to the Company by **10.00 a.m. on 11 August 2020** in the following manner-

- (a) by depositing a physical copy at the office of the Singapore share transfer agent of the Company, B.A.C.S. Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
- (b) by sending a scanned PDF copy via email to main@zicoholdings.com.

9. Submission of Questions

Shareholders will not be able to ask questions "live" during the webcast of the AGM.

Shareholders and Investors who pre-register to watch the live webcast or listen to the live audio feed may submit questions relating to the business of the AGM, in advance, during the pre-registration process at the URL <https://globalmeeting.bigbangdesign.co/valuetrionics/>. All questions must be submitted by **10.00 a.m. on 11 August 2020**.

The Company will endeavour to respond to substantive and relevant questions received from Shareholders/Investors via SGXNet and the Company's website prior to the AGM. Where there are substantially similar questions, the Company will consolidate such questions; consequently not all questions may be individually addressed.

By Order of the Board

VALUETRONICS HOLDINGS LIMITED

Tse Chong Hing
Chairman and Managing Director
21 July 2020