

**VIVIDTHREE HOLDINGS LTD.**

Registration No. 201811828R  
(Incorporated in Singapore)

**ANNUAL GENERAL MEETING  
PROXY FORM**
**IMPORTANT**

1. The Annual General Meeting (the "Meeting") will be held physically at 8 Wilkie Road #03-01 Wilkie Edge Singapore 228095. **There will be no option for shareholders to participate virtually.** The Notice of Meeting has been published on 13 July 2023 on the SGX website and the Company's website at <https://www.vividthreeholdings.com>.
2. For investors who have used their CPF monies and/or SRS monies to buy the Company's shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF and/or SRS investors who wish to vote should contact their CPF and/or SRS Approved Nominees to submit their voting instructions by 11.00 a.m. on 19 July 2023.
4. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms as set out in the Proxy Form and Notice of Annual General Meeting dated 13 July 2023.

I/We \_\_\_\_\_ NRIC/Passport No./Registration No. \_\_\_\_\_

of \_\_\_\_\_

being a member(s) of Vividthree Holdings Ltd (the "Company"), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)

and/or\*

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)

or failing \*him/her, the Chairman of the 2023 Annual General Meeting of the Company ("Annual General Meeting") as \*my/our \*proxy/proxies to vote for \*me/us on \*my/our behalf at the Annual General Meeting to be held at 8 Wilkie Road #03-01 Wilkie Edge Singapore 228095 on 28 July 2023 at 11.00 a.m. and at any adjournment thereof.

\*I/We direct \*my/our \*proxy/proxies to vote for or against, or abstain from voting the Ordinary Resolutions to be proposed at the Annual General Meeting as indicated hereunder. If no specified directions as to voting is given, the \*proxy/proxies will vote or abstain from voting at \*his/her/their discretion, as \*he/she/they will on any other matter arising at the Annual General Meeting and at any adjournment thereof.

No.	Resolutions	For	Against	Abstain
<b>ORDINARY BUSINESS</b>				
1.	To receive and adopt the Directors' Statement, Audited Financial Statements and Independent Auditor's Report			
2.	To re-elect Mr Yeo Eng Pu, Charles as Director			
3.	To re-elect Dr Ho Choon Hou as Director			
4.	To re-elect Mr Zhang Weiquan, Jonathan as Director			
5.	To approve the Directors' fees payable by the Company for the financial year ended 31 March 2023			
6.	To approve the Director's fee to the late Mr Er Song Ngueng for the financial year ending 31 March 2024			
7.	To re-appoint CLA Global TS Public Accounting Corporation as Auditors			
<b>SPECIAL BUSINESS</b>				
8.	To authorise the Directors to allot and issue new shares			
9.	To authorise the Directors to grant awards and allot and issue Shares under the Vividthree Performance Share Plan			
10.	To approve the proposed renewal of the Share Buyback Mandate			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

**Total number of Shares held**

--

\_\_\_\_\_  
Signature(s) of member(s) or common seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF**



## NOTES:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act 1967), 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 a proxy or proxies shall be deemed to relate to all the shares held by you.
2. A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote on his/her behalf at the Annual General Meeting. Where a member of the Company appoints more than one proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which, the nomination shall be deemed to be alternative.
3. A member who is a relevant intermediary entitled to vote at the AGM must appoint the Chairman of the Meeting to attend, speak and vote at the Meeting instead of the member.

**“Relevant intermediary”** means:

- (a) a banking corporation licensed under the Banking Act 1970, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the proxy or proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:

- (a) if by post, to the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896; or
- (b) or if submitted electronically, be submitted via emailed to the Company's Share Registrar at [main@zicoholdings.com](mailto:main@zicoholdings.com),

in either case, by 11.00 a.m. on 25 July 2023 or not less than 72 hours before the time for holding the AGM or at adjournment thereof.

A member who wishes to submit an instrument of proxy by (a) and (b) must first download the proxy form, which is available on SGX website at the URL <https://www.sgx.com/securities/company-announcements>, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the instrument appointing the proxy is executed by a corporation, it must be executed under its common seal or signed on its behalf by an attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.
7. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney (or other authority) 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.
8. The Company shall be entitled to reject the instrument appointing the Chairman of the Company 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 proxy or proxies. In addition, in the case of members whose Shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman as proxy lodged if such members are not shown to have shares entered against their names in the Depository Register at least seventy-two (72) hours before the time appointed for holding the Meeting as certified by The Central Depository (Pte) Limited to the Company.
9. For investors who have used their CPF monies (“**CPF Investor**”) and/or SRS monies (“**SRS Investor**”) (as may be applicable) to buy Shares, this proxy form is not valid for their use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF Investors and/or SRS Investors who wish to appoint the Chairman of the Meeting to act as their proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 11.00 a.m. on 19 July 2023).
10. The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 proxy or proxies. In addition, in the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such members are not shown to have shares entered against their names in the Depository Register at least **72 hours** before the time appointed for holding the Annual General Meeting as certified by The Central Depository (Pte) Limited to the Company.

## Personal Data Privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 13 July 2023.