

SPACKMAN ENTERTAINMENT GROUP LIMITED
(Company Registration No. 201401201N)
(Incorporated in the Republic of Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING

- PLACE** : via a live video streaming
- DATE** : Tuesday, 19 October 2021
- TIME** : 10.30 a.m.
- PRESENT** :
- | | |
|---------------------------|---|
| Mr Na Kyoungwon | - Chief Operating Officer, President and Executive Director |
| Mr Anthony Wong | - Non-executive & Independent Chairman |
| Mr Richard Lee | - Non-executive Director |
| Ms Thong Yuen Siew Jessie | - Lead Independent Director |
| Mr Ng Hong Whee | - Independent Director |
| * Ms Yoo Jin Lee | - Executive Director and Chief Producer (absent with apologies) |
- IN ATTENDANCE** : As set out in the live video streaming attendees report.
- CHAIRPERSON** : Mr Na Kyoungwon (the “**Chairperson**”)

OPENING

The Chairperson welcomed Shareholders to the Live Video Streaming Extraordinary General Meeting (“**EGM**” or the “**Meeting**”).

The Chairperson informed that in convening the EGM via a live video streaming pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies) Order 2020 issued by Minister of Law on 13 April 2020, as amended from time to time (“**Alternative Arrangements Order**”), the Company had adhered to the various advisories and guidance issued by the authorities on holding meetings amid the current COVID-19 outbreak.

The Chairperson informed that Ms Yoo Jin Lee, the Executive Director and Chief Producer, cannot be present at the EGM.

QUORUM

The quorum was met by the attendance of Mr Na Kyoungwon and Ms Jasmine Leong as the shareholders of the Company who were present in person. Mr Na Kyoungwon, the Chairperson has been appointed as proxy by the shareholders. The Chairperson called the meeting to order at 10.30 a.m..

NOTICE OF MEETING

The Chairperson informed that the notice of EGM was released to SGXNET on 4 October 2021 (“**Notice**”). The Notice convening the Meeting was taken as read.

The Chairperson further informed that in his capacity as Chairperson of the Meeting, he has been appointed as proxy by the shareholders and would be voting on their instructions.

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Shareholders were given the opportunity to ask questions by submitting their questions in advance of the meeting. There were no questions received from the shareholders by the stipulated deadline.

POLL VOTING PROCEDURE

The Chairperson explained the poll voting procedure.

The Ordinary Resolution at the EGM were voted by poll pursuant to the Company's Constitution and Rule 730A(2) of the Catalist Rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). In accordance with the Alternative Arrangements Order, the poll votes were collected in advance and the results would be presented at the EGM.

Tricor Barbinder Share Registration Services and Duane Morris & Selvam LLP were appointed as Polling Agent and Scrutineer respectively for purposes of the poll.

ORDINARY RESOLUTION

Approval of the Proposed Disposal by the Company's Subsidiaries of their Entire Shareholding Interest in Zip Cinema Co., Ltd. as a Major Transaction

The Board announced on 14 September 2021 that the Company, ZIP Cinema (HK) Limited, Spackman Equities Limited and Zip Korea have entered into the sale and purchase agreement ("**SPA**") with the Purchaser, for the disposal of an aggregate of 16,790 shares of common stock in Zip Korea, representing 100% of the total issued and outstanding capital stock of Zip Korea on the terms and subject to the conditions of the SPA.

The ordinary resolution is to seek shareholders' approval to approve the proposed disposal by the Company's subsidiaries of their entire shareholding interest in Zip Cinema Co., Ltd. as a major transaction as defined under Chapter 10 of the Catalist Rules.

The resolution as stated in the Notice of the Meeting dated 4 October 2021 was tabled. The Chairperson proposed and Ms Jasmine Leong seconded the motion which was put to a vote by poll.

The results of Ordinary Resolution taken on a poll were as follows:

Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST		ABSTAIN
	Number of shares	As a percentage of total number of votes for and against the resolution	Number of shares	As a percentage of total number of votes for and against the resolution	Number of shares
640,755,284	640,755,284	100.00	0	0	0

It was **RESOLVED** as an Ordinary Resolution that -

- (a) the entry by the Company into the SPA with the Purchaser in connection with the Proposed Disposal be approved, confirmed and ratified, and adopted as the act and deed of the Company;
- (b) the sale of Sale Shares by the Company to the Purchaser pursuant to, and in accordance with, the terms of the SPA be and is hereby approved; and
- (c) the Directors of the Company and/or each of them be and is hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Disposal) as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Ordinary Resolution and to the SPA as they or he may in their or each of their absolute discretion deem fit.

CONCLUSION

There being no other business, the Meeting ended at 10.39 a.m. and the Chairperson thanked those present for their attendance at the Meeting.

**CERTIFIED AS A TRUE
RECORD OF MINUTES**

Na Kyoungwon
Chairperson of Meeting