

VIVIDTHREE HOLDINGS LTD.
Registration No. 201811828R
(Incorporated in Singapore)

2020 ANNUAL GENERAL MEETING

Date and Time : Monday, 27 July 2020 at 10.00 a.m.
Place : Held by way of electronic means
Present : See Attendance List

CHAIRMAN

Dr Ho Choon Hou presided at the Meeting.

QUORUM

After ascertaining the presence of a quorum, the Chairman called the meeting to order at 10.00 a.m.

NOTICE

Chairman welcomed the shareholders to the 2020 Annual General Meeting (“**AGM**”) of the Company and introduced the members of the Board present at the meeting to the shareholders.

Chairman informed the Meeting that Mr Hong Wei Chien was unable to login to the webinar and his absence with apology was noted.

A copy of the Company’s Notice of AGM together with the Annual Report had been circulated to the shareholders on 12 July 2020. The Notice of AGM was taken as read.

Shareholders have been invited to submit questions before the AGM via email to the Company. The response to the questions would be announced via the SGXNet and posted on the Company’s website after the AGM.

Chairman informed the shareholders of the following:-

- 1) All the resolutions tabled at the AGM would be voted by way of poll.
- 2) Shareholders who wish to vote on any or all of the resolutions have been requested to submit their proxy form to appoint the Chairman to vote on their behalf.
- 3) All the resolutions would be proposed by Chairman and seconded by Mr Jed Mok, the Chief Executive Officer who is also a shareholder of the Company.
- 4) B.A.C.S. Private Limited has been appointed the Polling Agent and FINOVA BPO Pte. Ltd. has been appointed the scrutineers for all the polls conducted at the AGM.

VIVIDTHREE HOLDINGS LTD.

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Page 2

RESOLUTION 1 – TO RECEIVE AND ADOPT THE DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020 TOGETHER WITH THE AUDITORS’ REPORT THEREON

RESOLVED that the Directors’ Statements and Audited Financial Statements for the financial year ended 31 March 2020 and the Auditors’ Report be and are hereby received and adopted.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

RESOLUTION 2 – TO RE-ELECT MR YEO ENG PU, CHARLES WHO IS RETIRING IN ACCORDANCE WITH REGULATION 117 OF THE COMPANY’S CONSTITUTION, AS A DIRECTOR OF THE COMPANY

RESOLVED that Mr Yeo Eng Pu, Charles, a Director retiring in accordance with Regulation 117 of the Company’s Constitution be and is hereby re-elected as Director of the Company.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

RESOLUTION 3 – TO RE-ELECT DR HO CHOON HOU, WHO IS RETIRING IN ACCORDANCE WITH REGULATION 117 OF THE COMPANY’S CONSTITUTION, AS A DIRECTOR OF THE COMPANY

For the motion on the re-election of Dr Ho Choon Hou which Chairman is abstaining from proposing, the Chair was taken over by Mr Charles Yeo.

RESOLVED that Dr Ho Choon Hou, a Director retiring in accordance with Regulation 117 of the Company’s Constitution be and is hereby re-elected as Director of the Company.

VIVIDTHREE HOLDINGS LTD.
Registration No. 201811828R
(Incorporated in Singapore)

Page 3

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

Dr Ho Choon Hou resumed as Chairman of the Meeting.

RESOLUTION 4 – TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF \$100,000 FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020

RESOLVED that the payment of Directors’ fees of \$100,000 for the year ended 31 March 2020 be hereby approved.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

RESOLUTION 5 – TO RE-APPOINT MESSRS NEXIA TS PUBLIC ACCOUNTING CORPORATION AS AUDITORS FOR THE ENSUING YEAR AND AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

RESOLVED that Nexia TS Public Accounting Corporation be and they are hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next Annual General Meeting and that the Directors be and are hereby authorised to fix their remuneration.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

SPECIAL BUSINESSES

RESOLUTION 6 - PROPOSED SHARE ISSUE MANDATE

RESOLVED that pursuant to Section 161 of the Companies Act, Cap. 50. ("Companies Act") and the Catalist Rules, authority be and is hereby given to the Directors of the Company to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:-

- (i) the aggregate number of shares and convertible securities to be issued pursuant to this Resolution does not exceed 100 per cent (100%) of the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company at the time this Resolution is passed after adjusting for:-
 - (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from exercising Share Options (the "Options") or vesting of Share Awards outstanding or subsisting at the time of the passing of the resolution approving the mandate, provided the Options or Awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or sub-division of Shares
- (iii) unless revoked or varied by the Company in general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

VIVIDTHREE HOLDINGS LTD.
Registration No. 201811828R
(Incorporated in Singapore)

Page 5

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	155,397,720	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

RESOLUTION 7 – AUTHORITY TO GRANT AWARDS AND TO ALLOT AND ISSUE SHARES UNDER THE VIVIDTHREE PERFORMANCE SHARE PLAN

RESOLVED that pursuant to Section 161 of the Companies Act and the Catalist Rules, approval be and is hereby given to the Directors of the Company to:

- a) grant Awards in accordance with the provisions of the Vividthree Performance Share Plan (“the Vividthree PSP”); and
- b) allot and issue from time to time such number of fully paid-up shares as may be required to be allotted and issued pursuant to the release of Awards under the Vividthree PSP provided that the aggregate number of Shares to be allotted and issued pursuant to the Vividthree PSP shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding Shares held by the Company as treasury shares) from time to time.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	145,519,800	100
No. of votes against the Resolution	-	-
No. of votes abstained from voting on the Resolution	9,877,920	-

Chairman declared the motion carried.

VIVIDTHREE HOLDINGS LTD.
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Page 6

TERMINATION OF MEETING

There being no other business, the Meeting ended at 10.15 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A TRUE RECORD OF MINUTES

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DR HO CHOON HOU
Chairman

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Hong Leong Finance Limited. It has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person of the Sponsor is Mr Kaeson Chui, Vice President, at 16 Raffles Quay, #01-05 Hong Leong Building, Singapore 048581, telephone (65) 6415 9886.

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ATTENDANCE LISTS

Attendance via webcast

Board of Directors

Ho Choon Hou
Wong Kim Soon Royson
Yeo Eng Pu, Charles
Chang Long Jong
Er Song Ngueng

Independent Director and Chairman
Independent Director
Managing Director
Non-Executive Director
Non-Executive Director

Management

Mok Wai Yin, Jed
Kok Pooi Wai

Chief Executive Officer
Financial Controller

Company Secretary

Yap Peck Khim

Professionals

Sponsor
Independent Auditor
Share registrar and Polling agent
Scrutineer

Hong Leong Finance Limited
Messrs Nexia TS Public Accounting Corporation
B.A.C.S. Private Limited
Finova BPO Pte. Ltd

Shareholders

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the name of the shareholders present at the meeting will not be published in this minutes.