

**ASIA VETS HOLDINGS LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 201003501R)

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**IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY'S ANNUAL  
GENERAL MEETING TO BE HELD ON 3 JUNE 2020**

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**1. INTRODUCTION**

The board of directors (the “**Board**”) of Asia Vets Holdings Ltd. (the “**Company**”) refers to:-

- a) the Notice of Annual General Meeting issued on 12 May 2020 (the “**AGM Notice**”) to convene the Annual General Meeting of the Company for the financial year ended 31 December 2019 to be held on 3 June 2020 at 3.00 p.m. (“**AGM**”);
- b) the implementation of the circuit breaker measures (enhanced safe distancing measures and closure of workplace premises) announced by the Singapore Government on 3 April 2020 to curb the further spread of COVID-19;
- c) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 (“**COVID-19 Act**”) which enables the Minister for Law by order to prescribe alternative arrangements for companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- d) the COVID-19 (Temporary Measures) Act 2020 (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 published on 13 April 2020 (“**COVID-19 Order**”) which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- e) the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (and updated on 27 April 2020) providing a checklist (which provides further guidance on COVID-19 Act and COVID-19 Order) to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place.

This announcement is circulated with and forms part of the AGM Notice in respect of the AGM.

In light of the above developments and the evolving COVID-19 situation, the Board wishes to inform shareholders of the Company (“**Shareholders**”) that the Company will conduct the AGM by way of electronic means pursuant to First Schedule of the COVID-19 Order, and the physical location for the AGM is purely to facilitate the conduct of the AGM by way of electronic means.

The Company will be applying for the automatic time-limited exemption with the Ministry of Trade and Industry to have temporary operations in the same physical location for the purpose

of holding the AGM. For the duration of the AGM, the Company will ensure that it complies with all regulations, in particular, on the number of persons at the same physical location of the AGM not exceeding six (6); and the safe distancing measures contained in the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 or the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020 (and any subsequent advisories or regulations as may be issued).

## 2. DOCUMENTS FOR THE AGM

Documents relating to the business of the AGM, which comprise the Company's annual report for the financial year ended 31 December 2019 as well as the AGM Notice and the accompanying proxy form for the AGM will be sent to Shareholders solely by electronic means via publication on (i) the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at the URL <http://asiavets.com/investor-relations/>. Printed copies of these documents will NOT be sent to Shareholders.

## 3. NO PHYSICAL ATTENDANCE AT THE AGM

Due to the current COVID-19 restriction orders in Singapore, Shareholders will NOT be able to attend the AGM in person. **Any Shareholder seeking to attend the AGM physically in person will be turned away.**

## 4. ALTERNATIVE ARRANGEMENTS FOR PARTICIPATION AT THE AGM

The Company has made the following alternative arrangements for Shareholders to participate at the AGM:-

- (a) observing or listening to the proceedings of the AGM contemporaneously via a "live" audio-visual webcast of the AGM ("**LIVE WEBCAST**") or a "live" audio-only stream (via telephone) of the AGM ("**LIVE AUDIO STREAM**"), respectively;
- (b) submitting questions in advance of the AGM; and
- (c) voting on their behalf, by appointing the Chairman of the Meeting as proxy at the AGM.

Persons who hold the shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore), including SRS investors, and who wish to participate at the AGM by:-

- (i) observing or listening to the proceedings of the AGM contemporaneously via LIVE WEBCAST or LIVE AUDIO STREAM, respectively;
- (ii) submitting questions in advance of the AGM; and
- (iii) voting on their behalf, by appointing the Chairman of the Meeting as proxy at the AGM,

should contact the relevant intermediary (which would include, in the case of SRS investors, their respective SRS Operators) through which they hold such shares of the Company as soon as possible in order for the necessary arrangements to be made for their participation at the AGM.

## 5. REGISTRATION PROCESS FOR LIVE WEBCAST OR LIVE AUDIO STREAM

Shareholders who wish to participate at the AGM by observing or listening to the proceedings of the AGM through the LIVE WEBCAST (via their smart phones, tablets or laptops/computers) or the LIVE AUDIO STREAM (via telephone) must register for an account online at <http://avhl.availease.com/> (the “**Registration Link**”) by **3.00 p.m. on 26 May 2020** (the “**Registration Deadline**”) to enable the Company to verify the Shareholders’ status.

Following the verification, authenticated Shareholders will receive an email **on 1 June 2020** containing a unique link and a password to access the LIVE WEBCAST as well as a dial-in number, a webinar ID and a password to access the LIVE AUDIO STREAM of the proceedings of the AGM, using the account created.

Shareholders must not forward the abovementioned email to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the LIVE WEBCAST or LIVE AUDIO STREAM.

Shareholders who register by the Registration Deadline but do not receive an email response **on 1 June 2020** may contact the Company by email at [general@asiavets.com](mailto:general@asiavets.com) for assistance.

## 6. SUBMISSION OF PROXY FORMS TO VOTE

**Voting at the AGM is by proxy ONLY. Please note that Shareholders will not be able to vote through the LIVE WEBCAST or LIVE AUDIO STREAM and can only vote with their proxy forms which are required to be submitted in accordance with the following paragraphs.**

Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the Meeting as their proxy to vote on their behalf by completing the proxy form for the AGM. Shareholders must specifically indicate how they wish to vote for or vote against (or abstain from voting on) in respect of a resolution set out in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

The completed proxy form, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must be deposited at 21 Bukit Batok Crescent, #29-84 Wcega Tower, Singapore 658065 by post or via email to [general@asiavets.com](mailto:general@asiavets.com), in either case, **by no later than 3.00 p.m. on 31 May 2020** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (the “**Proxy Form Deadline**”) (or at any adjournment thereof) and in default the proxy form for the AGM shall not be treated as valid.

A Shareholder who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit completed proxy forms electronically via email.**

SRS investors who wishes to appoint the Chairman of the Meeting as their proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. **by 3.00 p.m. on 22 May 2020**) in order to allow sufficient time for their respective SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

## **7. SUBMISSION OF QUESTIONS**

**Shareholders will NOT be able to ask questions during the AGM via LIVE WEBCAST or LIVE AUDIO STREAM, and therefore it is important for Shareholders to submit their questions in advance of the AGM.**

Shareholders may submit any questions related to the items on the agenda of the AGM through the Registration Link **by no later than 3.00 p.m. on 26 May 2020**.

The Company will endeavour to provide its answers and responses to the substantial and relevant questions from Shareholders relating to the agenda of the AGM ("**Response**") prior to the AGM via publication on (i) the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at the URL <http://asiavets.com/investor-relations/>, or at the AGM via LIVE WEBCAST and LIVE AUDIO STREAM. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters.

The Response, together with the minutes of the AGM, will thereafter be published on (i) the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at the URL <http://asiavets.com/investor-relations/>, within one (1) month after the date of the AGM.

## **8. OTHERS**

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures and/or changes to the Company's AGM arrangement as may be appropriate up to the date of the AGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of COVID-19. Shareholders are encouraged to check regularly the SGX's website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates with respect to the Company's AGM.

Should Shareholders have any questions that has not been addressed above, you are advised to forward your questions to [general@asiavets.com](mailto:general@asiavets.com). The Company will endeavour to provide the answers in as timely a manner as possible but the Company seeks your understanding if there are any delays.

**By Order of the Board**

Tan Tong Guan  
Executive Chairman and Chief Executive Officer  
12 May 2019

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.*

# ASIA VETS HOLDINGS LTD.

(Company Registration No. 201003501R)  
(Incorporated in the Republic of Singapore)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (“**AGM**”) of ASIA VETS HOLDINGS LTD. (the “**Company**”) will be held by way of electronic means on Wednesday, 3 June 2020 at 3.00 p.m. for the following purposes:

### AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019, together with the Auditor’s Report thereon.

**(Resolution 1)**
2. To re-elect Mr Teo Yi-Dar, a Director of the Company who is retiring pursuant to Regulation 95 of the Constitution of the Company and who, being eligible, offer himself for re-election, as a Director of the Company.

**(Resolution 2)**

[See Explanatory Note (i)]
3. To re-elect Mr Kim Seah Teck Kim, a Director of the Company who is retiring pursuant to Regulation 101 of the Constitution of the Company and who, being eligible, offer himself for re-election, as a Director of the Company.

**(Resolution 3)**

[See Explanatory Note (ii)]
4. To re-elect Mr Henry Tan Song Kok, a Director of the Company who is retiring pursuant to Regulation 101 of the Constitution of the Company and who, being eligible, offer himself for re-election, as a Director of the Company.

**(Resolution 4)**

[See Explanatory Note (iii)]
5. To approve the payment of Directors’ fees of S\$109,500 for the financial year ended 31 December 2019 (2018: S\$109,500).

**(Resolution 5)**
6. To re-appoint Messrs Ernst & Young LLP, Public Accountants and Chartered Accountants, as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.

**(Resolution 6)**
7. To transact any other ordinary business which may properly be transacted at an AGM.

### AS SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without any modifications, the following resolution as an Ordinary Resolution:

#### 8. **Authority to issue shares**

That pursuant to Section 161 of the Companies Act (Cap. 50) and Rule 806 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”), the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or

- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares pursuant to any Instrument made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to shareholders of the Company (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation 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 (1) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
  - (a) new Shares arising from the conversion or exercise of any convertible securities;
  - (b) new Shares arising from exercising share options or vesting of share awards, provided the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
  - (c) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with sub-paragraph (2)(a) or sub-paragraph (2)(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force (i) until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier or (ii) in the case of Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such Shares in accordance with the terms of the Instruments.

**(Resolution 7)**

[See Explanatory Note (iv)]

By Order of the Board

Fiona Lim Pei Pei  
Company Secretary  
Singapore, 12 May 2020

**Explanatory Notes:**

- (i) Mr Teo Yi-Dar will, upon re-election as a Director of the Company, remain as the Lead Independent Director, Chairman of the Remuneration Committee and a member of the Audit Committee and the Nominating Committee of the Company. Mr Teo Yi-Dar is considered independent by the Board of Directors of the Company (the "**Board**") pursuant to Rule 704(7) of the Catalist Rules. There are no relationships (including immediate family relationships) between Mr Teo Yi-Dar and the other Directors of the Company, the Company, its related corporations, its substantial shareholders or its officers, which may affect his independence. Please refer to pages 19 to 23 of the Report on Corporate Governance in the Annual Report 2019 for the detailed information of Mr Teo Yi-Dar as required pursuant to Rule 720(5) of the Catalist Rules.
- (ii) Mr Kim Seah Teck Kim will, upon re-election as a Director of the Company, remain as an Independent Director, Chairman of the Nominating Committee and a member of the Audit Committee and the Remuneration Committee of the Company. Mr Kim Seah Teck Kim is considered independent by the Board pursuant to Rule 704(7) of the Catalist Rules. There are no relationships (including immediate family relationships) between Mr Kim Seah Teck Kim and the other Directors of the Company, the Company, its related corporations, its substantial shareholders or its officers, which may affect his independence. Please refer to pages 19 to 23 of the Report on Corporate Governance in the Annual Report 2019 for the detailed information of Mr Kim Seah Teck Kim as required pursuant to Rule 720(5) of the Catalist Rules.
- (iii) Mr Henry Tan Song Kok will, upon re-election as a Director of the Company, remain as an Independent Director, Chairman of the Audit Committee and a member of the Nominating Committee and the Remuneration Committee of the Company. Mr Henry Tan Song Kok is considered independent by the Board pursuant to Rule 704(7) of the Catalist Rules. There are no relationships (including immediate family relationships) between Mr Henry Tan Song Kok and the other Directors of the Company, the Company, its related corporations, its substantial shareholders or its officers, which may affect his independence. Please refer to pages 19 to 23 of the Report on Corporate Governance in the Annual Report 2019 for the detailed information of Mr Henry Tan Song Kok as required pursuant to Rule 720(5) of the Catalist Rules.
- (iv) Ordinary Resolution 7 in item 8 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held, or such authority is revoked or varied by the Company in a general meeting, whichever is the earlier, to issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to a number not exceeding, in total, one hundred per centum (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to fifty per centum (50%) may be issued other than on a *pro-rata* basis to shareholders of the Company.

For determining the aggregate number of Shares that may be issued, the percentage of issued Shares in the capital of the Company will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed after adjusting for new Shares arising from the conversion or exercise of any convertible securities, or share options or vesting of share awards which were issued and outstanding or subsisting at the time when this Resolution is passed and any subsequent bonus issue, consolidation or subdivision of Shares.

**Notes:**

1. The Annual General Meeting of the Company (the "**Meeting**") is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice and the accompanying proxy form for the Meeting will not be sent to members. Instead, this Notice and the accompanying proxy form for the Meeting will be sent to members by electronic means via publication on (i) the SGX's website at the URL

<https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at the URL <http://asiavets.com/investor-relations/>.

2. Alternative arrangements relating to attendance at the Meeting via electronic means (including arrangements by which the Meeting can be electronically accessed via "live" audio-visual webcast ("**LIVE WEBCAST**") or "live" audio-only stream ("**LIVE AUDIO STREAM**")), submission of questions in advance of the Meeting, addressing of substantial and relevant questions at the Meeting and voting by appointing the Chairman of the Meeting as proxy at the Meeting, are set out in the accompanying Company's announcement dated 12 May 2020 (the "**Announcement**"), which has been published together with this Notice on the same day. For the avoidance of doubt, the Announcement is circulated together with and forms part of this Notice in respect of the Meeting.
3. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. Pursuant to Part 4 of the COVID-19 (Temporary Measures) Act 2020, a member of the Company (whether individual or corporate and including a Relevant Intermediary\*) entitled to vote at the Meeting must appoint the Chairman of the Meeting to act as proxy and direct the vote at the Meeting. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate and including a Relevant Intermediary\*) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Meeting as proxy must be deposited at 21 Bukit Batok Crescent, #29-84 Wcega Tower, Singapore 658065 by post or via email to [general@asiavets.com](mailto:general@asiavets.com), in either case, by 3.00 p.m. on 31 May 2020 (being not less than 72 hours before the time appointed for holding the Meeting).

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

6. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointer or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing the Chairman of the Meeting as proxy is executed by an attorney on behalf of the appointer, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
7. An investor who holds shares under the Supplementary Retirement Scheme ("**SRS Investor**") and wishes to appoint the Chairman of the Meeting as proxy should approach his/her respective SRS Operators to submit his/her votes at least 7 working days before the Meeting (i.e. by 3.00 p.m. on 22 May 2020).
8. This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**"), in accordance with Rule 226(2)(b) of the Catalist Rules.

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made, or reports contained in this notice.

The contact person for the Sponsor is Ms. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.

\* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Cap. 19) 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; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), 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.

## **PERSONAL DATA PRIVACY**

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the AGM of the Company and/or any adjournment thereof, or (b) submitting details for the registration to observe the proceedings of the AGM of the Company via LIVE WEBCAST or LIVE AUDIO STREAM, or (c) submitting any question prior to the AGM of the Company in accordance with this Notice, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing and administration and analysis by the Company (or its agents or service providers) of the instruments appointing the Chairman of the Meeting as proxy for the AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM of the Company (including any adjournment thereof);
- (ii) processing of the registration for purpose of granting access to members (or their corporate representatives in the case of members which are legal entities) to the LIVE WEBCAST or LIVE AUDIO STREAM to observe the proceedings of the AGM of the Company and providing them with any technical assistance where necessary;
- (iii) addressing substantial and relevant questions from members received before the AGM of the Company and if necessary, following up with the relevant members in relation to such questions; and
- (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound and/or video recordings of the AGM of the Company may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM of the Company. Accordingly, the personal data of a member (such as his name, his presence at the AGM of the Company and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

**ASIA VETS HOLDINGS LTD.**  
(Company Registration No. 201003501R)  
(Incorporated in the Republic of Singapore)

**PROXY FORM**

(Please see notes overleaf before completing this Form)

**IMPORTANT:**

1. The Annual General Meeting of the Company (the "AGM") is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of AGM and this accompanying proxy form for the AGM will not be sent to members. Instead, the Notice of AGM and this accompanying proxy form for the AGM will be sent to members by electronic means via publication on (i) the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at the URL <http://asiavets.com/investor-relations/>.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream), submission of questions in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 12 May 2020 (the "Announcement"), which has been published together with the Notice of AGM on the same day. For the avoidance of doubt, the Announcement is circulated together with and forms part of the Notice of AGM in respect of the AGM.
3. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. Pursuant to Part 4 of the COVID-19 (Temporary Measures) Act 2020, a member of the Company (whether individual or corporate and including a Relevant Intermediary\*) entitled to vote at the AGM must appoint the Chairman of the Meeting to act as proxy and direct the vote at the AGM.

I/We, ..... (Name) ..... (NRIC/Passport No.)

of .....

being a member/members of Asia Vets Holdings Ltd. (the "Company"), hereby appoint the Chairman of the Annual General Meeting of the Company (the "Meeting") as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Meeting to be held by way of electronic means on Wednesday, 3 June 2020 at 3.00 p.m. and at any adjournment thereof.

\*I/We direct the Chairman of the Meeting, being \*my/our proxy, to vote for or against, or abstain from voting on the Resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the appointment of the Chairman of the Meeting as \*my/our proxy will be treated as invalid.

All Resolutions put to the vote at the Meeting shall be decided by way of poll.

No.	Resolutions relating to:	No. of votes 'For'**	No. of votes 'Against'**	No. of votes 'Abstain'**
1	Adoption of the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019, together with the Auditor's Report thereon.			
2	Re-election of Mr Teo Yi-Dar as a Director of the Company.			
3	Re-election of Mr Kim Seah Teck Kim as a Director of the Company.			
4	Re-election of Mr Henry Tan Song Kok as a Director of the Company.			
5	Approval of the payment of Directors' fees amounting to S\$109,500 for the financial year ended 31 December 2019.			
6	Re-appointment of Messrs Ernst & Young LLP as Auditors of the Company and authority to Directors of the Company to fix their remuneration.			
7	Authority to issue shares in the capital of the Company.			

\* Delete as appropriate

\*\* If you wish the Chairman of the Meeting as your proxy to exercise all your votes 'For' or 'Against' or 'Abstain' from voting a resolution, please tick (✓) within the box provided in respect of that resolution. Alternatively, please indicate the number of votes as appropriate in the relevant box provided in respect of that resolution. If you mark the abstain box for a particular resolution, you are directing the Chairman of the Meeting as your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.

Dated this ..... day of ..... 2020

Total no. of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

.....  
Signature of Member(s)  
and/or Common Seal of Corporate Member

**Notes:**

**Due to the fast-evolving COVID-19 situation in Singapore, the Company may be required to change its Meeting arrangements at short notice. The Company is taking the relevant steps in accordance with the Part 4 of the COVID-19 (Temporary Measures) Act 2020.**

1. Please insert the total number of shares in the capital of the Company (“Shares”) held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), 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 the Chairman of the Meeting as proxy shall be deemed to relate to all the Shares held by you.
2. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. Pursuant to Part 4 of the COVID-19 (Temporary Measures) Act 2020, a member of the Company (whether individual or corporate and including a Relevant Intermediary\*) entitled to vote at the Meeting must appoint the Chairman of the Meeting to act as proxy and direct the vote at the Meeting. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate and including a Relevant Intermediary\*) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
3. The Chairman of the Meeting, as proxy, need not be a member of the Company.
4. The instrument appointing the Chairman of the Meeting as proxy must be deposited at 21 Bukit Batok Crescent, #29-84 Wcega Tower, Singapore 658065 by post or via email to [general@asiavets.com](mailto:general@asiavets.com), in either case, by 3.00 p.m. on 31 May 2020 (being not less than seventy-two (72) hours before the time appointed for holding the Meeting).

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

5. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing the Chairman of the Meeting as proxy is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
6. A corporation which is a member of the Company may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore, and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
7. This proxy form is not valid for use by an investor who holds shares under the Supplementary Retirement Scheme (“SRS Investor”) and shall be ineffective for all intents and purposes if used or purported to be used by him/her. A SRS Investor who wishes to appoint the Chairman of the Meeting as proxy should approach his/her respective SRS Operators to submit his/her votes at least seven (7) working days before the Meeting (i.e. by 3.00 p.m. on 22 May 2020).

\* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore 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; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36 of Singapore, 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.

**General:**

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting 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 Chairman of the Meeting as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if the member of the Company, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing the Chairman of the Meeting as proxy, the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 12 May 2020.