# TAT HONG HOLDINGS LTD

**Incorporated in the Republic of Singapore**
**(Company Registration No. 199105392H)**

## RESOLUTIONS PASSED AT TAT HONG HOLDINGS LTD'S ANNUAL GENERAL MEETING ("AGM")

The board of directors (the "**Board**") of Tat Hong Holdings Ltd (the "**Company**") is pleased to announce, pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, that all resolutions set out in the Notice of AGM were passed by shareholders at the Company's AGM held on 28 July 2016.

The results of the poll on each resolution put to vote are set out below:

| Resolution number and details | Total number of Shares Represented by Votes For and Against the Resolution | For | | Against | |
|---|---|---|---|---|---|
| | | No. of Shares | Percentage (%) | No. of Shares | Percentage (%) |
| **Ordinary Business** | | | | | |
| Resolution 1<br>To adopt the Directors' Report and Audited Financial Statements for the financial year ended 31 March 2016 | 420,959,182 | 420,898,282 | 99.99 | 60,900 | 0.01 |
| Resolution 2<br>Re-Election of Mr Ng San Tiong Roland as a Director | 421,328,282 | 420,320,183 | 99.76 | 1,008,099 | 0.24 |
| Resolution 3<br>Re-Election of Dr Leong Horn Kee as a Director | 421,249,282 | 419,498,682 | 99.58 | 1,750,600 | 0.42 |
| Resolution 4<br>Re-Election of Mr Tse Po Shing Andy as a Director | 420,194,182 | 419,196,183 | 99.76 | 997,999 | 0.24 |
| Resolution 5<br>Approval of Directors' Fees amounting to S$383,733 for the financial year ended 31 March 2016 | 418,427,782 | 416,965,182 | 99.65 | 1,462,600 | 0.35 |
| Resolution 6<br>Re-Appointment of Messrs KPMG LLP as Auditors | 421,591,282 | 420,414,382 | 99.72 | 1,176,900 | 0.28 |
| **Special Business** | | | | | |
| Resolution 7<br>Authority to Allot and Issue New Shares | 420,127,682 | 402,299,140 | 95.76 | 17,828,542 | 4.24 |
| Resolution 8<br>Authority to Allot and Issue Shares under the Tat Hong Share Option Scheme 2006 | 412,960,332 | 400,289,544 | 96.93 | 12,670,788 | 3.07 |
| Resolution 9<br>Authority to Allot and Issue Shares under the Tat Hong Performance Shares Plan | 412,922,332 | 400,342,044 | 96.95 | 12,580,288 | 3.05 |
| Resolution 10<br>Proposed Renewal of Mandate for Interested Person Transactions | 98,614,477 | 97,443,577 | 98.81 | 1,170,900 | 1.19 |
| Resolution 11<br>Proposed Renewal of Share Buyback Mandate | 420,301,682 | 420,203,682 | 99.98 | 98,000 | 0.02 |

**Details of parties who are required to abstain from voting on any resolution(s)**

1. All of the Non-Executive Directors, who are also shareholders of the Company and collectively hold 3,439,500 shares abstained from voting on Resolution 5 in respect of the payment of Directors' Fees to Non-Executive Directors for the year ended 31 March 2016.

2. Messrs Ng San Tiong Roland, Ng Sun Ho Tony, Ng Sang Kuey Michael, Ng San Wee David, Ng Sun Giam Roger, Ng Chwee Cheng, Chwee Cheng & Sons Pte Ltd and their Associates, who collectively hold 363,166,668 shares abstained from voting on Resolution 10 in respect of the Mandate for Interested Person Transactions.

In demonstration of good corporate governance practices, the following parties have also voluntarily abstained from voting:

1. Mr Ng San Tiong Roland abstained from voting on all resolutions tabled at the AGM in respect of his personal shareholdings in the Company.

2. Dr Leong Horn Kee who holds 600,000 shares abstained from voting on Resolution 3 in respect of his own re-election as Director of the Company.

3. With respect to Resolution 4, Mr Tse Po Shing Andy is not a shareholder of the Company.

4. All the Directors of the Company, who collectively hold 7,004,850 shares, abstained from voting on Resolution 8 and Resolution 9 relating to the Directors' authority to allot and issue shares under the Tat Hong Share Option Scheme 2006 and the Tat Hong Performance Shares Plan, respectively.

**Name of firm and/or person appointed as scrutineer**

RHT Corporate Advisory Pte Ltd was appointed as the scrutineers for the poll conducted at the AGM.

**Re-Appointment of Directors**

Mr Ng San Tiong Roland, the Managing Director of the Company, was re-elected at the AGM and remains a member of the Nominating Committee and the Share Option/Performance Shares Plan Committee.

Dr Leong Horn Kee, the Chairman and an Independent Director of the Company, was re-elected at the AGM. He remains as the Chairman of the Nominating Committee and a member of the Audit Committee and the Remuneration Committee.

Mr Tse Po Shing Andy, a Non-Executive and Non-Independent Director of the Company, was re-elected at the AGM. He remains a member of the Audit Committee and the Risk Management Committee.

By Order of the Board
**TAT HONG HOLDINGS LTD**

Jennie Hong Chok Hane
Group CFO / Company Secretary
28 July 2016