TYE SOON LIMITED

Registration No. 195700114W
(Incorporated in the Republic of Singapore)

NOTICE OF 60TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 60th Annual General Meeting (***60th AGM***) of Tye Soon Limited (***Company***) will be held at Jurong Country Club, 9 Science Centre Road, Singapore 609078 on Thursday, 28 April 2016 at 10:00 am for the following purposes:

As Ordinary Business **Ordinary Resolution No.**

1. To receive and adopt the directors' statement and audited financial statements for the financial year ended 31 December 2015, together with the auditors' report thereon. **(Resolution 1)**
2. To approve directors' fees of S$538,000 payable by the Company for the financial year ended 31 December 2015 (2014: S$494,000). **(Resolution 2)**
3. To re-elect the following directors who are retiring by rotation under Article 104 of the Company's constitution (***Constitution***) and who, being eligible, offer themselves for re-election:
   (a) Mr Ong Eng Chian, Kelvin; **(Resolution 3)**
   (b) Mr Lim Lee Meng; and **(Resolution 4)**
   (c) Mr Hee Theng Fong. **(Resolution 5)**
4. To re-elect Mr Ong Eng Mien Malcolm, who is retiring by rotation under Article 108 of the Company's Constitution and who, being eligible, offer himself for re-election. **(Resolution 6)**
5. To re-appoint the following directors of the Company, who are retiring under the resolution passed at the Annual General Meeting of the Company held on 28 April 2015 pursuant to section 153(6) of the Companies Act, Chapter 50 (which was then in force):
   (a) Mr Ong Hock Siang @ Ong Huat Seong; and **(Resolution 7)**
   (b) Mr Ong Huat Kee. **(Resolution 8)**
6. To declare a final tax exempt one-tier dividend of 0.861 cents per ordinary share for the financial year ended 31 December 2015. **(Resolution 9)**
7. To re-appoint KPMG LLP as auditors of the Company for the financial year ending 31 December 2016 and to authorise the directors to fix their remuneration. **(Resolution 10)**
8. To transact any other ordinary business that may properly be transacted at an annual general meeting.

As Special Business

To consider and, if thought fit, to pass, with or without modifications, the following resolutions as ordinary resolutions:

9. Authority to allot and issue shares

   That, authority be and is hereby given to the directors of the Company to:

   (a) (i) issue shares in the capital of 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) warrants, debentures or other instruments convertible or exchangeable into Shares,

   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; and

   (b) (notwithstanding that the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the directors while this resolution was in force,

   provided that:

   (1) the aggregate number of Shares to be issued under this resolution (including Shares to be issued in pursuance of the Instruments made or granted under this resolution) does not exceed 50% of the total number of issued Shares (excluding treasury shares, if any) 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 Instruments made or granted under this resolution) does not exceed 20% of the Company's total number of issued Shares (excluding treasury shares, if any) (as calculated in accordance with sub-paragraph (2) below);

   (2) (subject to such manner of calculation and adjustments as may be prescribed by the Singapore Exchange Securities Trading Limited (***SGX-ST***) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares shall be calculated based on the total number of issued Shares (excluding treasury shares, if any) at the time of the passing of this resolution, after adjusting for:

   (a) new Shares arising from the conversion or exercise of convertible securities;

   (b) new Shares arising from the exercise of share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed; and

   (c) any subsequent bonus issue, consolidation or subdivision of Shares;

   (3) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Companies Act, Chapter 50, the Listing Manual of the SGX-ST 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 general meeting) the authority conferred by this resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier. **(Resolution 11)**

By Order of the Board of Directors

EVELYN WEE KIM LIN
Company Secretary
Tye Soon Limited

11 April 2016
Singapore

Notes:

1. The Chairman of the 60th AGM will be exercising his right under regulation 70 of the Company's Constitution to demand a poll in respect of each of the resolutions to be put to the vote of members at the 60th AGM and at any adjournment thereof. Accordingly, each resolution at the 60th AGM will be voted on by way of poll.
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 at the Annual General Meeting. A proxy need not be a member of the Company. Where such member's form of proxy appoints more than one proxy, the proportion (expressed as a percentage of the whole) of his shareholding to be represented by each proxy must be stated.
3. A member of the Company who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the appointments shall be invalid unless the member's form of proxy specifies the number and class of shares in relation to which each proxy has been appointed.

   "relevant intermediary" has the meaning ascribed to it in section 181 of the Companies Act, Chapter 50.
4. The instrument appointing a proxy must be deposited at the registered office of the Company at 3C Toh Guan Road East, #01-03, Singapore 608832 not less than 48 hours before the time appointed for holding the meeting.

Explanatory Notes and Statement under Article 63(3) of the Company's Constitution

Resolution 4

If re-elected, Mr Lim Lee Meng will remain as member of the Audit Committee, the Nominating Committee and the Remuneration Committee of the Company and will also remain as the Chairman of the Remuneration Committee of the Company. He is considered an independent director.

Resolution 5

If re-elected, Mr Hee Theng Fong will remain as member of the Audit Committee, the Nominating Committee and the Remuneration Committee of the Company and will also remain as the Chairman of the Nominating Committee of the Company. He is considered an independent director.

Resolutions 7 and 8

Mr Ong Hock Siang @ Ong Huat Seong and Mr Ong Huat Kee are over the age of 70 years and are retiring under the resolution passed at the Annual General Meeting held on 28 April 2015 pursuant to section 153(6) of the Act which was then in force, such resolution could only permit the re-appointment of the directors to hold office until this Annual General Meeting. If passed, Resolutions 7 and 8 will approve and authorise the continuation of such directors in office from the date of this Annual General Meeting onwards without limitations in tenure, save for prevailing applicable laws, listing rules and/or regulations, including the Company's Constitution.

Resolution 11

The proposed Resolution 11, if passed, will empower the directors, from the date of the 60th AGM until the next annual general meeting of the Company, to issue Shares and/or Instruments up to an aggregate number not exceeding 50% of the total number of issued Shares excluding treasury shares, with a sub-limit of 20% for Shares issued other than on a *pro rata* basis to Shareholders.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 60th AGM and/or any adjournment thereof, a member of the Company:

(i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the 60th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 60th AGM (including any adjournment thereof) and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "***Purposes***");

(ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and agrees to provide the Company with written evidence of such prior consent upon reasonable request; and

(iii) agrees to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF BOOKS CLOSURE AND PAYMENT DATE FOR FINAL DIVIDEND

NOTICE IS ALSO HEREBY GIVEN that, subject to the approval by the shareholders of the final dividend (***Dividend***) at the 60th Annual General Meeting (***60th AGM***), the Register of Members and the Transfer Books of the Company will be closed at 5:00 pm on 9 May 2016 (***Books Closure Date***) for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrars, M&C Services Private Limited, at 112 Robinson Road, #05-01, Singapore 068902 up to 5:00 pm on the Books Closure Date will be registered to determine shareholders' entitlements to the Dividend. In respect of ordinary shares in securities accounts with The Central Depository (Pte) Limited (***CDP***), the Dividend will be paid by the Company to CDP which will, in turn, distribute the Dividend entitlements to the CDP account-holders in accordance with its normal practice.

The Dividend, if so approved by shareholders, will be paid on 19 May 2016.

Special Note: Dress Code

Please be informed that the 60th AGM shall be held at the Jurong Country Club and Shareholders (and their respective proxies) are requested NOT to wear singlets, running shorts and slippers. Your co-operation in complying with Jurong Country Club's dress code is greatly appreciated.