

TAT SENG PACKAGING GROUP LTD
(Company Registration No. 197702806M)
(Incorporated in Singapore)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : By way of electronic means
DATE : Thursday, 29 April 2021
TIME : 2.00 p.m.
CHAIRMAN OF THE MEETING : Mr Lien Kait Long

QUORUM

There being a quorum present, Mr Lien Kait Long, Chairman of the meeting (the “**Chairman**”) called the Annual General Meeting (the “**Meeting**”) to order at 2.00 p.m.

The Meeting was convened by way of electronic means via live audio-visual or live audio-only stream in accordance with the COVID-19 Alternative Arrangements for Meetings Order. Shareholders who had pre-registered online, together with the Board of Directors of the Company, had attended the Meeting via webcast. As shareholders will not be allowed to attend this Meeting physically, they had to appoint the Chairman of the Meeting as proxy to attend and vote on their behalf.

INTRODUCTION

The Chairman proceeded to introduce the members of the Board, Company Secretary, Management, external auditors, and the scrutineer who were present at the Meeting physically and through webcast to the shareholders.

NOTICE

All pertinent information relating to the proposed Resolutions are set out in the Notice of this Meeting dated 14 April 2021 together with the Annual Report for the financial year ended 31 December 2020 which have been circulated to the shareholders. The Notice convening the Meeting was taken as read.

The Chairman of the Meeting thanked those shareholders who have submitted their votes appointing him as proxy to vote on their behalf. All the proxy forms submitted at least 72 hours before the Meeting have been checked, counted and verified by the polling agent and scrutineer and found to be in order.

The Chairman also informed the shareholders that the Company’s responses to the substantial and relevant questions on the proposed AGM resolutions had been uploaded on SGXNet and the Company’s corporate website prior to the commencement of the AGM proceedings.

ORDINARY BUSINESSES:

RESOLUTION 1 – DIRECTORS’ STATEMENT AND AUDITED FINANCIAL STATEMENTS

The Meeting proceeded to receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2020 together with the Auditors’ Report thereon.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That the Directors’ Statement and Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2020 together with the Auditors’ Report thereon be and are hereby received and adopted.”

RESOLUTION 2 – DECLARATION OF FINAL ORDINARY AND SPECIAL DIVIDENDS (TAX EXEMPT ONE-TIER)

The Board had recommended the payment of final ordinary dividend (tax exempt one-tier) of S\$0.01 per ordinary share and special dividend (tax exempt one-tier) of S\$0.01 per ordinary share for the financial year ended 31 December 2020. The dividends, if approved, will be paid on 28 May 2021.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That the payment of final ordinary dividend (tax exempt one-tier) of S\$0.01 per ordinary share and special dividend (tax exempt one-tier) of S\$0.01 per ordinary share for the financial year ended 31 December 2020, be and is hereby approved.”

RESOLUTION 3 – RE-ELECTION OF DIRECTOR

Dr Tang Cheuk Chee (“**Dr Tang**”) who was retiring as a Director of the Company pursuant to Regulation 91 of the Constitution of the Company had signified her consent to continue in office.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 99.81 |
| Against the Resolution | 237,000 | 0.19 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That Dr Tang, who retired from the office in accordance with the Regulation 91 of the Constitution of the Company and being eligible, had offered herself for re-election, be and is hereby re-elected as a Director of the Company.”

Dr Tang was re-elected as a Director of the Company, remain as the Executive Director of the Board.

RESOLUTION 4 – RE-ELECTION OF DIRECTOR

Dr Chen Seow Phun, John (“**Dr John Chen**”) who was retiring as a Director of the Company pursuant to Regulation 91 of the Constitution of the Company had signified his consent to continue in office.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,065,500 | 99.83 |
| Against the Resolution | 212,700 | 0.17 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That Dr John Chen, who retired from the office in accordance with the Regulation 91 of the Constitution of the Company and being eligible, had offered himself for re-election, be and is hereby re-elected as a Director of the Company.”

Dr John Chen was re-elected as a Director of the Company, remain as Deputy Non-Executive Chairman and Independent Director, Chairman of Remuneration Committee and Nominating Committee, a member of Audit Committee and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

RESOLUTION 5 – APPROVAL OF CONTINUED APPOINTMENT AS INDEPENDENT DIRECTOR BY SHAREHOLDERS

Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the *Singapore Exchange Securities Trading Limited* (“**SGX-ST**”) which will take effect from 1 January 2022, shareholders to approve the continued appointment of Dr John Chen as an Independent Director of the Company and that upon due approval, the continued appointment shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM of the Company from the aforesaid approval.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,065,500 | 99.83 |
| Against the Resolution | 212,700 | 0.17 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That pursuant to Rule 210(5)(d)(iii) of the Listing Rules of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Dr John Chen as Independent Director of the Company be approved and the approval shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM from the aforesaid approval.”

RESOLUTION 6 – APPROVAL OF CONTINUED APPOINTMENT AS INDEPENDENT DIRECTOR BY SHAREHOLDERS (EXCLUDING THE DIRECTORS, THE CHIEF EXECUTIVE OFFICER AND THEIR ASSOCIATES)

Contingent upon the passing of Ordinary Resolution 5 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Dr John Chen as an Independent Director of the Company by shareholders, excluding the directors, the chief executive officer and their associates and that upon due approval, the continued appointment shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM of the Company from the aforesaid approval.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 669,500 | 75.89 |
| Against the Resolution | 212,700 | 24.11 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That pursuant to Rule 210(5)(d)(iii) of the Listing Rules of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Dr John Chen as Independent Director of the Company by shareholders, excluding the directors, the chief executive officer and their associates, be approved and the approval shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM from the aforesaid approval.”

RESOLUTION 7 – RE-ELECTION OF DIRECTOR

As Resolutions 7, 8 and 9 were pertaining to the Chairman’s re-election as a Director, the Chairman invited Dr John Chen to take over the Chairmanship of the Meeting for this resolution.

Mr Lien Kait Long (“**Mr Lien**”) who was retiring as a Director of the Company pursuant to Regulation 91 of the Constitution of the Company had signified his consent to continue in office.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That Mr Lien, who retired from the office in accordance with the Regulation 91 of the Constitution of the Company and being eligible, had offered himself for re-election, be and is hereby re-elected as a Director of the Company.”

Mr Lien was re-elected as a Director of the Company, remain as Independent Non-Executive Chairman, Chairman of Audit Committee and Risk Management Committee, a member of Nominating Committee and Remuneration Committee and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

RESOLUTION 8 – APPROVAL OF CONTINUED APPOINTMENT AS INDEPENDENT DIRECTOR BY SHAREHOLDERS

Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which will take effect from 1 January 2022, shareholders to approve the continued appointment of Mr Lien as an Independent Director of the Company and that upon due approval, the continued appointment shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM of the Company from the aforesaid approval.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That pursuant to Rule 210(5)(d)(iii) of the Listing Rules of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Mr Lien as Independent Director of the Company be approved and the approval shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM from the aforesaid approval.”

RESOLUTION 9 – APPROVAL OF CONTINUED APPOINTMENT AS INDEPENDENT DIRECTOR BY SHAREHOLDERS (EXCLUDING THE DIRECTORS, THE CHIEF EXECUTIVE OFFICER AND THEIR ASSOCIATES)

Contingent upon the passing of Ordinary Resolution 8 and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Mr Lien as an Independent Director of the Company by shareholders, excluding the directors, the chief executive officer and their associates and that upon due approval, the continued appointment shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM of the Company from the aforesaid approval.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 882,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That pursuant to Rule 210(5)(d)(iii) of the Listing Rules of the SGX-ST which will take effect from 1 January 2022, the continued appointment of Mr Lien as Independent Director of the Company by shareholders, excluding the directors, the chief executive officer and their associates, be approved and the approval shall remain in force until the earlier of: (a) the retirement or resignation of the Director; or (b) the conclusion of the third AGM from the aforesaid approval.”

Dr John Chen returned the Chairmanship to the Chairman after the resolutions were resolved.

RESOLUTION 10 – DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2021 TO BE PAID HALF YEARLY IN ARREARS

The Board had recommended the payment of Directors’ fees of up to S\$230,000.00 to Non-Executive and Independent Directors for the financial year ending 31 December 2021 to be paid half yearly in arrears.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|-------------|-------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That the payment of Directors’ fees of up to S\$230,000.00 for the financial year ending 31 December 2021 to be paid half yearly in arrears be approved.”

RESOLUTION 11 – RE-APPOINTMENT OF AUDITORS

The retiring auditors, Messrs KPMG LLP, had expressed their consent to act as Auditors of the Company for the ensuring year.

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|--------------------|--------------------------------------|
| For the Resolution | 125,278,200 | 100.00 |
| Against the Resolution | 0 | 0.00 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

“That Messrs KPMG LLP, who have expressed their consent to continue in office, be and is hereby re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

SPECIAL BUSINESS – ORDINARY RESOLUTION:

RESOLUTION 12 – AUTHORITY TO ISSUE SHARES

The voting result of the poll was as follows:

| | Total Votes | Percentage of Total Votes (%) |
|------------------------|--------------------|--------------------------------------|
| For the Resolution | 125,165,500 | 99.91 |
| Against the Resolution | 112,700 | 0.09 |

Based on the above result, the Chairman of the Meeting declared the motion carried and it was **RESOLVED**:

*“That pursuant to Section 161 of the Companies Act, Cap. 50 (the “**Companies Act**”) and Rule 806 of the Listing Manual of the SGX-ST, 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 (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 in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,*

*(the “**Share Issue Mandate**”)*

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) and Instruments to be issued pursuant to this Resolution shall not exceed 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), of which the aggregate number of shares and Instruments to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed 20% 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 calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares and Instruments that may be issued under sub-paragraph (1) above, the total number of issued shares and Instruments 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:*
 - (i) *new shares arising from the conversion or exercise of the Instruments or any convertible securities;*
 - (ii) *new shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and*
 - (iii) *any subsequent bonus issue, consolidation or subdivision of shares.*

Adjustments in accordance with 13(2)(a) or 13(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 passing of the Share Issue Mandate.

- (3) *in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provisions of 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 of the Company; and*
- (4) *unless revoked or varied by the Company in general meeting, the Share Issue Mandate shall continue in force (i) 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 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, whichever is earlier."*

CONCLUSION

Save for those Q&A that the Company has received from shareholders and the Securities Investors Association (Singapore) and announced on 28 April 2021, there were no further questions received from the shareholders.

The Chairman of the Meeting closed the Annual General Meeting of the Company at 2.20 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF THE PROCEEDINGS OF THE MEETING

MR LIEN KAIT LONG
CHAIRMAN OF THE MEETING