

## **TELECHOICE INTERNATIONAL LIMITED**

(REG. NO. 199802072R)

## **ANNUAL GENERAL MEETING TO BE HELD ON 27 APRIL 2023**

- 1. **Introduction**: TeleChoice International Limited ("**TeleChoice**" or "**Company**") refers to:
  - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, among other things, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
  - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 ("**Order**") which sets out the alternative arrangements in respect of, among other things, general meetings of companies; and
  - (c) the joint statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the FAQs on "The Holding of General Meetings" dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
- 2. Date, time and conduct of Annual General Meeting: TeleChoice hereby announces that pursuant to the Order, its Twenty-Fifth Annual General Meeting for the financial year ended 31 December 2022 will be held, in a wholly physical format, on <u>27 April 2023 at 10.30 a.m.</u> (Singapore time) ("AGM") to transact the business set out in the Notice of the AGM. There will be no option for shareholders to participate virtually.
- 3. **Notice of AGM and Proxy Forms.** The Notice of the AGM and proxy form have been sent to shareholders on 5 April 2023 by electronic means via publication on the SGXNet website at URL: <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> and on the Company's corporate website at URL: <a href="http://telechoice.listedcompany.com/newsroom.html">https://telechoice.listedcompany.com/newsroom.html</a>. Printed copies of the Notice of the AGM and proxy form will not be sent to shareholders.
- 4. **Arrangements for participation at the AGM**: Shareholders (including CPF and SRS investors) may participate at the AGM by:
  - (a) attending the AGM in person;
  - (b) submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or
  - (c) voting at the AGM (i) themselves; or (ii) through duly appointed proxy(ies).

Details of the steps for registration, submission of questions and voting at the AGM are set out in the Appendix to this announcement. In particular, and as highlighted in the Notice of AGM and the proxy form, CPF and SRS investors who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as their proxy in respect of the TeleChoice shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 April 2023**.

- 5. **Persons who hold shares through relevant intermediaries**: Persons who hold shares of the Company through relevant intermediaries (as defined in section 181 of the Companies Act, 1967), other than CPF and SRS investors, and who wish to participate in the AGM by:
  - (a) attending the AGM in person;
  - (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or
  - voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the Meeting as proxy in respect of the TeleChoice shares held by such relevant intermediary on their behalf.

should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

- 6. **2022 Annual Report and Appendix**: The Company's Annual Report for the financial year ended 31 December 2022 ("**2022 Annual Report**") and the Appendix to Annual Report dated 5 April 2023 in relation to the proposed renewal of the Shareholders' Mandate for Interested Person Transactions and Share Purchase Mandate ("**2022 Appendix**") have been published on the Investor Relations page of the Company's corporate website and may be accessed as follows:
  - (a) The 2022 Annual Report may be accessed at URL: <a href="http://telechoice.listedcompany.com/ar.html">http://telechoice.listedcompany.com/ar.html</a>; and
  - (b) The 2022 Appendix may be accessed at URL: http://telechoice.listedcompany.com/appendix.html.

The above documents may also be accessed on the SGXNet website at URL: <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a>. Printed copies of these documents will not be sent to shareholders.

7. **Key dates/deadlines**: In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
5.00 p.m. on 17 April 2023 (Monday)	Deadline for CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
5.00 p.m. on 22 April 2023 (Saturday)	Deadline for shareholders to submit questions in advance of the AGM.
10.30 a.m. on 24 April 2023 (Monday)	Deadline for shareholders to submit proxy forms.
After trading hours on 25 April 2023 (Tuesday)	Publication by the Company of its responses to the substantial and relevant questions submitted by shareholders by the submission deadline of 22 April 2023 on the SGXNet website at URL:

Key dates	Actions	
	https://www.sgx.com/securities/company-announcements and on the Company's corporate website at URL: http://telechoice.listedcompany.com/newsroom.html.	
Date and time of AGM – 10.30 a.m. on 27 April 2023 (Thursday)	Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies may attend the AGM in person at Sunflower Room L1 @ The Chevrons, 48 Boon Lay Way, Singapore 609961.  There will be no option to participate virtually.	
Registration commences at 9.30am	Please bring along your NRIC/passport to enable the Company to verify your identity.	

- 8. **Further queries**: If shareholders have further queries on participation at the AGM, please submit such queries by email to <a href="mailto:enquiry@telechoice.com.sg">enquiry@telechoice.com.sg</a>.
- 9. Shareholders are reminded to check the Company's corporate website at URL: <a href="http://telechoice.listedcompany.com/newsroom.html">http://telechoice.listedcompany.com/newsroom.html</a> and the SGXNet website at URL: <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> for the latest updates on the status of the AGM.

By Order of the Board

Lim Shuh Moh Vincent President & CEO

15 April 2023

## **APPENDIX**

## Steps for registration, submission of questions and voting at the AGM

Shareholders, including CPF and SRS investors, will be able to attend the AGM in person, submit questions to the Chairman of the Meeting in advance of, or at, the AGM and/or vote at the AGM by themselves or through duly appointed proxy(ies).

To do so, please complete the following steps:

No.	Steps	Details
1.	Register in person to attend the AGM	Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can attend the AGM in person.
		To do so, they will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Registration will commence at 9.30a.m. on that day. Please bring along your NRIC/passport to enable the Company to verify your identity.
		Shareholders are advised not to attend the AGM if they are feeling unwell.
2.	Submit questions in advance	<b>Submission of questions</b> : Shareholders, including CPF and SRS investors, can submit questions related to the resolutions to be tabled for approval at the AGM in advance of, or at, the AGM.
		Submission of substantial and relevant questions in advance of AGM. Shareholders can submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:
		(a) <b>By email:</b> Shareholders may submit their questions by email to enquiry@telechoice.com.sg.
		(b) <b>By post</b> : Shareholders may also submit their questions by post to the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01 Singapore 068902.
		When sending in your questions by email or post, please also provide us with the following details:
		<ul> <li>your full name;</li> <li>your address; and</li> <li>the manner in which you hold shares in TeleChoice (e.g., via CDP, CPF or SRS).</li> </ul>
		Deadline to submit questions in advance of AGM: All questions submitted in advance of the AGM must be submitted by 5.00 p.m. on 22 April 2023.
		Asking substantial and relevant questions at the AGM. Shareholders, including CPF and SRS investors, and (where applicable)

No.	Steps	Details
		duly appointed proxies can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself.
		Addressing questions: The Company will endeavour to address all substantial and relevant questions received from shareholders by the submission deadline of 5.00 p.m. on 22 April 2023 by publishing its responses to such questions on the Company's corporate website URL: <a href="http://telechoice.listedcompany.com/newsroom.html">http://telechoice.listedcompany.com/newsroom.html</a> and on the SGXNet website at URL: <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> after trading hours on 25 April 2023.
		The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the AGM) received after the submission deadline of 5.00 p.m. on 22 April 2023 which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM, at the AGM itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.
		<b>Minutes of AGM</b> : The Company will publish the minutes of the AGM on the Company's corporate website and on the SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.
3.	Submit proxy forms to vote	Voting: Shareholders can vote at the AGM themselves or through duly appointed proxy(ies). Shareholders who wish to appoint a proxy(ies) <u>must</u> submit a proxy form to appoint a proxy(ies).
		<b>Submission of proxy forms</b> : Proxy forms must be submitted in the following manner:
		(a) if submitted by post, be lodged with the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01 Singapore 068902; or
		(b) if submitted electronically, be submitted via email to the Company's Share Registrar, M & C Services Private Limited, at <a href="mailto:gpb@mncsingapore.com">gpb@mncsingapore.com</a> ,
		in either case, by <b>10.30 a.m. on 24 April 2023</b> .
		A shareholder who wishes to submit a proxy form by post or via email must first download, print, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it to the email address provided above.
		Deemed revocation of proxy appointment if shareholder attends the AGM in person. Completion and submission of a proxy form to appoint a proxy(ies) by a shareholder will not prevent him/her from

No.	Steps	Details
		attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the shareholder attends the AGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
		CPF and SRS Investors: CPF or SRS investors:
		(a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their CPF Agent Banks or SRS Operators if they have queries regarding their appointment as proxies; or
		(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 17 April 2023.