**TRANSIT-MIXED CONCRETE LTD**
(Incorporated In The Republic Of Singapore)
Company Registration No. 197902587H

The following ordinary resolutions put to the 34th annual general meeting of the Company held on 25 June 2014 were duly passed:-

1 That the audited financial statements for the year ended 28 February 2014 and the reports of the directors and auditors thereon be and are hereby received and adopted.

2 That a one-tier tax exempt final dividend of 1.5 cents per ordinary share for the year ended 28 February 2014 be and is hereby approved.

3 That Mr Yap Boh Lim be and is hereby re-appointed as a director of the Company to hold office until the next annual general meeting of the Company pursuant to Section 153(6) of the Companies Act, Cap. 50.

(Mr Yap Boh Lim is a non-independent director. He will remain a member of the audit committee and Dr Yap Eng Ching will continue to act as his alternate.)

4 That Mr Low Wing Hong, a director retiring by rotation pursuant to Article 89 of the Articles of Association of the Company, be and is hereby re-elected as a director of the Company.

(Mr Low Wing Hong is a non-independent director. He will remain a member of the remuneration committee.)

5 That KPMG LLP be and are hereby re-appointed auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company at a remuneration to be fixed by the directors of the Company.

6 That directors' fees of S$90,000 for the year ended 28 February 2014 be and are hereby approved.

7 That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited, authority be and is hereby given to the directors of the Company to allot and issue shares and convertible securities in the Company (whether by way of rights, bonus or otherwise) at any time and from time to time thereafter to such persons and upon such terms and conditions and for such purposes as the directors may in their absolute discretion deem fit, provided always that the aggregate number of shares and convertible securities to be issued pursuant to this resolution does not exceed 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company as at the date of the passing of this resolution, of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20% of the total number of issued shares (excluding treasury shares) in the capital of the Company as at the date of the passing of this resolution, and for the purpose of this resolution, the total number of issued shares (excluding treasury shares) shall be based on the total number of issued shares (excluding treasury shares) 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 convertible securities or exercise of share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares), and unless revoked or varied by the Company in general meeting, such authority 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.