TT INTERNATIONAL LIMITED
Company Registration No. 198403771D
(Incorporated in the Republic of Singapore)
(the "Company")

Minutes of the Annual General Meeting of the Company held at 10 Anson Road, International Plaza #34-08, Singapore 079903 on Tuesday, 31 October 2023 at 2.00 p.m.

PRESENT

Directors

Mr Sng Sze Hiang	– Chairman and Chief Executive Officer
Ms Tong Jia Pi Julia	– Executive Director
Mr Yap Hock Soon	– Executive Director
Mr Koh Bock Swi, Raymond	– Independent Director
Mr Ng Leok Cheng	– Independent Director

(Absent with apologies: Mr Yo Nagasue)

Members

As per attendance record maintained by the Company.

In Attendance

As per attendance record maintained by the Company.

1. CHAIRMAN

Mr Sng Sze Hiang chaired the meeting. On behalf of the Board, Mr Sng extended a warm welcome to members who attended the meeting. As a quorum was present, the Chairman declared the meeting open.

2. NOTICE OF MEETING

The notice convening the meeting was taken as read.

The Chairman informed that voting would be by poll and Agile 8 Solutions Pte Ltd had been appointed by the Company to act as scrutineer for the meeting.

3. QUESTIONS FROM MEMBERS

The Company did not receive any questions from members.

4. RESOLUTIONS

All the ordinary resolutions set out below were put to vote by poll at the meeting and duly passed.

4a. AS ORDINARY BUSINESS

Ordinary Resolution 1 – Adoption of directors' statement and audited financial statements

It was resolved that the directors' statement and audited financial statements for the year ended 31 March 2023 and the auditors' report thereon be received and adopted.

Ordinary Resolution 2 – Approval of directors' fees

It was resolved that a sum of S$120,000/- be approved for payment as directors' fees for the year ended 31 March 2023.

Ordinary Resolution 3(a) - Re-election of Mr Sng Sze Hiang

It was resolved that Mr Sng Sze Hiang, retiring by rotation pursuant to Article 93 of the Company's Constitution but being eligible and offering himself for re-election, be re-elected as director of the Company.

Ordinary Resolution 3(b) - Re-election of Mr Yap Hock Soon

It was resolved that Mr Yap Hock Soon, retiring by rotation pursuant to Article 93 of the Company's Constitution but being eligible and offering himself for re-election, be re-elected as director of the Company.

Ordinary Resolution 4 – Re-appointment of auditors

It was resolved that Foo Kon Tan LLP be re-appointed auditors of the Company to hold office until the conclusion of the next Annual General Meeting and that the directors be authorised to fix their remuneration.

4b. AS SPECIAL BUSINESS

Ordinary Resolution 5 - Authority for directors to issue shares

It was resolved:-

(1) that pursuant to Section 161 of the Companies Act 1967 and the rules of the listing manual ("Listing Manual") of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the directors of the Company to:-

(i) issue shares in the capital of the Company ("Shares") (whether by way of placements, 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 warrants, debentures or any 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

(2) notwithstanding the authority conferred by this resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the directors while this resolution is in force, PROVIDED THAT:

(i) the aggregate number of Shares to be issued pursuant to this resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this resolution but excluding Shares which may be issued pursuant to any adjustments effected under any relevant Instrument) does not exceed 50 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) 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 pursuant to this resolution but excluding Shares which may be issued pursuant to any adjustments effected under any relevant Instrument) does not exceed 20 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below);

(ii) subject to such manner of calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above:

(a) the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company at the time of the passing of this resolution, after adjusting for:

(aa) new Shares arising from the conversion or exercise of any convertible securities and share options that have been issued pursuant to any previous shareholders' approval and which are outstanding as at the date of the passing of this resolution; and

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

(b) in relation to an Instrument, the number of Shares shall be taken to be that number as would have been issued had the rights therein been fully exercised or effected on the date of the making or granting of the Instrument;

(iii) in exercising the authority conferred by this resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and 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 for the time being; and

(iv) 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.

The Chairman thanked the members for their attendance and declared the meeting closed. The meeting ended at 2.40 p.m.

Approved by
Sng Sze Hiang
Chairman