NOTICE OF 67TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 67th Annual General Meeting (the "**AGM**") of Tye Soon Limited (the "**Company**") will be held at The Chevrons, 48 Boon Lay Way, Singapore 609961 on Wednesday, 26 April 2023 at 10:00 a.m. 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 2022, together with the auditors' report thereon.	**(Resolution 1)**
2. To approve directors' fees of S$311,600 payable by the Company for the financial year ended 31 December 2022 (2021: S$349,800).	**(Resolution 2)**
3. To re-elect the following directors who are retiring under Regulation 104 of the Company's constitution (the "**Constitution**") and who, being eligible, offer themselves for re-election:	
(a) Mr Chen Timothy Teck Leng @ Chen Teck Leng	**(Resolution 3)**
(b) Mr Ong Eng Chian Kelvin	**(Resolution 4)**
4. To declare a final tax exempt one-tier dividend of S$0.0085 per ordinary share for the financial year ended 31 December 2022.	**(Resolution 5)**
5. To re-appoint KPMG LLP as auditors of the Company for the financial year ending 31 December 2023 and to authorise the directors to fix their remuneration.	**(Resolution 6)**
6. 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:

7. Authority to allot and issue shares **(Resolution 7)**

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

(a) (i) issue shares in the capital of the Company (the "**Shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements, or options (collectively, the "**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 and subsidiary holdings, 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 and subsidiary holdings, 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 (the "**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 and subsidiary holdings, 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, provided the options or awards were granted in compliance with the Listing Manual of the SGX-ST; and

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

provided further that adjustments in accordance with sub-paragraphs (2)(a) and (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 the passing of this resolution;

(3) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Companies Act 1967, 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.

By Order of the Board of Directors

EVELYN WEE KIM LIN
Company Secretary
Tye Soon Limited

6 April 2023
Singapore

Explanatory Notes:

Resolution 3

The proposed Resolution 3 is to re-elect Mr Chen Timothy Teck Leng @ Chen Teck Leng who will be retiring by rotation pursuant to Regulation 104 of the Constitution.

If re-elected, Mr Chen Timothy Teck Leng @ Chen Teck Leng will remain as a member of the Audit and Risk Committee (the "**ARC**") and the Nomination and Remuneration Committee (the "**NRC**") and will also remain as the Chairman of the NRC of the Company and the independent non-executive Chairman of the Board of Directors. He is considered an independent director.

Resolution 4

The proposed Resolution 4 is to re-elect Mr Ong Eng Chian Kelvin who will be retiring by rotation pursuant to Regulation 104 of the Constitution.

If re-elected, Mr Ong Eng Chian Kelvin will remain as a member of the Executive Directors' Committee of the Company.

Detailed information on these directors (including information as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST) can be found on pages 99 to 100 and pages 127 to 132 of the Company's Annual Report 2022.

Resolution 7

The proposed Resolution 7, if passed, will empower the directors, from the date of the 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 and subsidiary holdings, if any, with a sub-limit of 20% for Shares issued other than on a *pro rata* basis to members.

NOTES:

1. The Chairman of the 67th 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 67th AGM and at any adjournment thereof. Accordingly, each resolution at the 67th AGM will be voted on by way of poll.

2. The members of the Company are invited to **attend physically** at the 67th AGM. There will be no option for members to participate virtually.

3. Members (including Central Provident Fund Investors Schemes and/or Supplementary Retirement Scheme) may participate in the AGM by:

   (a) attending the AGM in person;

   (b) raising questions at the AGM or submitting questions in advance of the AGM and/or;

   (c) voting at the AGM

      (i) themselves personally; or

      (ii) through their duly appointed proxy(ies).

   Please bring along your NRIC/passport so as to enable the Company to verify your identity. Members are requested to arrive early to facilitate the registration process and are advised not to attend the AGM if they are feeling unwell. Members are strongly encouraged to exercise social responsibility to rest at home and consider appoint a proxy(ies) to attend the meeting. We encourage members to mask up when attending the AGM.

4. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies, 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 instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

5. A proxy need not be a member of the Company.

6. For investors who hold shares through relevant intermediaries, including Central Provident Fund Investors Schemes (***CPF Investors***) and/or Supplementary Retirement Scheme (***SRS Investors***) should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the AGM. CPF/SRS Investors should contact their respective CPF Agent Banks or SRS Operators for any queries they may have with regard to the appointment of proxy for the AGM.

7. The instrument appointing a proxy(ies) must be submitted in the following manner:

   (a) if submitted by post, be deposited at 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 at gpb@mncsingapore.com.

   In any case, the instrument must be submitted not less than 48 hours before the time appointed for holding the AGM (i.e. by **10:00 a.m. on 24 April 2023)**.

8. The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument.

9. Members and Investors can submit questions relating to the business of the AGM in advance by **10:00 a.m**. **on 21 April 2023** via email at investor_relations@tyesoon.com and provide their particulars: (1) the member's full name; and (2) his/her/its identification/registration number, contact for verification purposes, failing which the submission will be treated as invalid; or the questions may be submitted by post and lodged at the office of the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902.

   The Company will endeavour to respond to substantial and relevant questions received from Members and Investors during the AGM.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) to attend, speak and vote at the 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 the processing, administration and analysis by the Company (or its agents or service providers) of proxy(ies) appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service provider) to comply with any applicable law, 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) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) for the Purposes, and (iii) agrees to provide the Company with written evidence of such prior consent upon reasonable request.

SPECIAL NOTE: DRESS CODE

Please be informed that the 67th AGM shall be held at The Chevrons, 48 Boon Lay Way, Singapore 609961 and Shareholders (and their respective proxies) are requested NOT to wear singlets, running shorts and slippers. Your co-operation in complying with the dress code is greatly appreciated.

NOTICE OF RECORD DATE 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 67th Annual General Meeting ("**AGM**"), the Register of Members and the Transfer Books of the Company will be closed at 5:00 p.m. on 9 May 2023 ("**Record 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 p.m. on the Record 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 at the forthcoming AGM, will be paid on 17 May 2023.