



TIONG SENG HOLDINGS LIMITED

(Incorporated in Singapore on 15 April 2008)

(Company Registration No. 200807295Z)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of Tiong Seng Holdings Limited (the "**Company**") be held at Orchid Country Club, Emerald Suite, 1 Orchid Club Road, Singapore 769162, on Monday, 28 April 2014 at 10:30 a.m. (or as soon thereafter following the conclusion or adjournment of the annual general meeting of the Company to be held at 9:30 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolution which will be proposed as an Ordinary Resolution.

Ordinary Resolution

THE ADOPTION OF THE PROPOSED INTERESTED PERSON TRANSACTIONS MANDATE

That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual ("**Chapter 9**") of the Singapore Exchange Securities Trading Limited, for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" under Chapter 9, or any of them, to enter into any of the transactions falling within the types of interested person transactions described in Section 2 of the Company's Circular to Shareholders dated 11 April 2014 (the "**Circular**"), with any party who is of the class of interested persons described in Section 2 to the Circular, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions (the "**Proposed IPT Mandate**");
- (b) the Proposed IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and
- (c) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed IPT Mandate and/or this Resolution

BY ORDER OF THE BOARD

Pek Lian Guan

Executive Director and Chief Executive Officer

11 April 2014

Notes:

1. A Member entitled to attend and vote at the Extraordinary General Meeting (the "Meeting") is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a Member of the Company.
2. If the appointor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer or attorney.
3. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 510 Thomson Road #08-00 SLF Building Singapore 298135, not less than forty-eight (48) hours before the time appointed for holding the Meeting.