# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of the Company will be held at 160 Robinson Road #06-01 SBF Centre Singapore 068914 on Friday, 10 October 2025 at 2.00 p.m. to transact the following businesses:

## Ordinary Business

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 March 2025 together with the Directors' Statement and the Auditors' Report thereon. **Resolution 1**

2. To approve the payment of Directors' fees of S$90,000 for the financial year ended 31 March 2025. [2024: S$120,000] **Resolution 2**

3. To re-elect Mr Sng Sze Hiang, a Director retiring pursuant to Article 93 of the Company's Constitution.
(*See Explanatory Note (a)*) **Resolution 3**

4. To re-appoint Foo Kon Tan LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 4**

5. To transact any other business that may be transacted at an AGM.

## Special Business

To consider and, if thought fit, to pass the following resolution as Ordinary Resolution, with or without modifications:

6. **Authority to allot and issue shares in the capital of the Company** **Resolution 5**

   (1) That pursuant to Section 161 of the Companies Act 1967 ("**Act**"), the Constitution 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% 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% 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.
*(See Explanatory Note (b))*

By Order of the Board

Tong Jia Pi Julia
Director

25 September 2025
Singapore

**Explanatory Notes**

(a) Ordinary Resolution 3 - Mr Sng Sze Hiang will, upon re-election as a Director of the Company, remain as the Executive Chairman and Chief Executive Officer of the Company.

Detailed information on Mr Sng Sze Hiang ("Mr Sng") can be found in the sections on "Profile of Directors", "Corporate Governance Report" and "Information on Directors Seeking Re-election" of the Annual Report 2025. Mr Sng is the spouse of Tong Jia Pi Julia, the Executive Director and substantial shareholder of the Company. Mr Sng is also the brother-in-law of Yap Hock Soon, the Executive Director of the Company.

(b) Ordinary Resolution 5, if passed, will empower the Directors from the date of this AGM until the date of the next AGM to issue Shares, make or grant instruments convertible into Shares and to issue Shares pursuant to such instruments up to a number not exceeding in total 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company, with a sub-limit of 20% for issues other than on a pro-rata basis to shareholders, as more particularly set out in the resolution.

**Notes**

**(A) Physical Meeting**

The AGM will be held at 160 Robinson Road #06-01 SBF Centre Singapore 068914. The Notice of AGM is available on SGXNET and the Company's website at www.tt-intl.com.

**(B) Submission of Proxy Form**

1. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

2. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, 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 form of proxy 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 form of proxy.

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

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

4. The Proxy Form is available on SGXNET and the Company's website at www.tt-intl.com. A printed copy of the Proxy Form can also be found in the Annual Report 2025 which will be despatched to members.

5. The Proxy Form must be submitted in the following manner:

   - if submitted via email, be received by the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com; or

   - if submitted personally or by post, be deposited at the office of the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03 Robinson 77 Singapore 068896.,

in either case, by **2.00 p.m.** on **8 October 2025,** (being not less than forty-eight (48) hours before the time appointed for holding the meeting (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

**Shareholders are strongly encouraged to submit Proxy Forms electronically via email.**

6. A member who wishes to submit a Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

7. CPF and SRS investors:

   (a) may attend the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 2.00 p.m. on 1 October 2025.

**(C) Submission of Questions**

1. Members can also submit their questions related to the resolutions to be tabled at the AGM to the Chairman of the meeting, in advance of the AGM, by email to IR@tt-intl.com or by post to the office of the Company's Share Registrar B.A.C.S. Private Limited at 77 Robinson Road #06-03 Robinson 77 Singapore 068896. All questions must be submitted by **2.00 p.m.** on **2 October 2025** ("**Cut-Off Time**").

   When sending in your questions by post or by email, please also provide the following details:

   a. your full name;

   b. number of shares held; and

   c. the manner in which you hold shares in the Company (e.g. via CDP, CPF or SRS).

2. The Company will endeavour to address all substantial and relevant questions received from members by the Cut-Off Time and publish its response on the SGXNET and at the Company's website no later than **2.00 p.m.** on **6 October 2025.** Where substantial and relevant questions are unable to be answered prior to the AGM, the Company will address them at the AGM.

   Verified members and proxy(ies) attending the Physical Meeting will be able to ask questions in person at the AGM venue.

   The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNET and the Company's website and the minutes will include the responses to the questions referred to above.

**(D) Annual Report**

The Annual Report 2025 has been made available on SGXNET and the Company's website at www.tt-intl.com. A printed copy of the Annual Report 2025 which includes the Notice of AGM and Proxy Form will be despatched to members.

**Personal data privacy**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, or submitting any question prior to the AGM in accordance with the Notice of AGM dated 25 September 2025, a member of the Company (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes: (i) processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof); (ii) addressing substantial and relevant questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions; (iii) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "Purposes"), (b) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (c) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.