



(Incorporated in the Republic of Singapore)
(Company Registration Number: 197901039W)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of San Teh Ltd (the **"Company"**) will be held at Village Hotel Katong, Saffron Ballroom, Level 4, 25 Marine Parade, Singapore 449536 on 26 September 2016 at 2.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION: PROPOSED CHANGE OF AUDITORS

That:

Messrs RSM Chio Lim LLP (**"RSM"**) be hereby appointed as the Auditors of the Company in place of Messrs Ernst & Young LLP (**"EY"**) to hold office until the conclusion of the next annual general meeting of the Company at a fee and on such terms to be agreed between the Directors and RSM (the **"Proposed Change of Auditors"**).

The Directors and each of them be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Resolution.

(See Explanatory Notes to Shareholders)

BY ORDER OF THE BOARD

Lim Wee Tziang
Company Secretary

9 September 2016
Singapore

Explanatory Notes to Shareholders:

- (a) EY has confirmed that it is not aware of any professional reasons why RSM, being the new Auditors, should not accept appointment as Auditors;
- (b) the Board of Directors confirms that there were no disagreements with EY on accounting treatments within the last 12 months from the date of the Circular;
- (c) the Board of Directors confirms that the Company is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders;
- (d) the Board of Directors requested for EY to resign because the Board of Directors is of the view that a change of auditors should take place to reduce the costs and expenses of the Company and its subsidiaries, and, EY agreed to provide the Group with its resignation; and
- (e) the Board of Directors confirms that it has complied with Rules 712 and 715 in relation to the Proposed Change of Auditors.

Notes:

- (1) A member of the Company (except the relevant intermediary mentioned in Note 2 below) entitled to vote at the above Meeting is entitled to appoint one or two proxies to attend in his stead. Such proxy need not be a member of the Company and, where there are two proxies, the number of shares to be represented by each proxy must be stated.
- (2) A member of the Company who is a relevant intermediary (as defined in Section 181(1C) of the Companies Act, Cap. 50) and who is entitled to attend and vote at the above Meeting may appoint more than two proxies to attend and vote on his behalf, but each proxy must be appointed to exercise the rights attached to the respective share or on shares held by the member (which number and class of shares shall be specified). In such an event, the relevant intermediary shall submit a list of its proxies together with the information required in this proxy form to the Company.
- (3) The instrument or form appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a body corporate, signed by an attorney duly authorised, or by a duly authorised officer on behalf of the corporation, or the common seal must be affixed thereto.
- (4) The instrument or form appointing a proxy, duly executed, must be deposited at the Company's registered office not less than 48 hours before the time for holding of the above Meeting.