



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of TT International Limited (the "**Company**") will be held at 1 Venture Avenue #07-07 Big Box Singapore 608521 on 23 March 2019 at 10 a.m (or any adjournment thereof) for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION: THE PROPOSED SALE OF THE SALE COMPANIES (AS DEFINED HEREIN) BY THE COMPANY TO CELESTIAL PALACE LIMITED

THAT

- a) approval be and is hereby given, including for the purposes of section 160 of the Companies Act (Cap 50) of Singapore and Rule 1014 of the Listing Manual, to the Company to sell the Sale Companies (as defined herein) to Celestial Palace Limited, on the terms and subject to the conditions of the SPA (as defined herein) and the actions and transactions contemplated thereby (i.e. the Proposed Disposal); and
- b) the Directors and any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Disposal and/or this Ordinary Resolution; and
- c) all other agreements, documents, instruments and amendments executed and/or delivered and any and all actions heretofore taken by any Director of the Company in connection with any transactions contemplated in these resolutions, be and are hereby approved, ratified and confirmed in all respects as the act and deed of the Company, as applicable.

BY ORDER OF THE BOARD

Tong Jia Pi Julia

Executive Director

6 March 2019

Notes:

1. Each of the resolutions to be put to the vote of members at the EGM (and at any adjournment thereof) will be voted by way of a poll.
2. (a) A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. 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.
(b) A member of the Company who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, 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.
(c) "relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.
3. A proxy need not be a member of the Company. An instrument appointing a proxy must be deposited at the registered office of the Company, 1 Venture Avenue #07-07 Big Box Singapore 608521, not less than 48 hours before the time for holding the EGM or any adjournment thereof.
4. The instrument appointing a proxy must be signed by the appointor or his attorney. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be either executed under its common seal or signed on its behalf by an attorney or a duly authorized officer of the corporation.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM 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 proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for 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**"), (H) 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 (Hi) 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.