TELECHOICE INTERNATIONAL LIMITED
(REG. NO. 199802072R)

PROPOSED CHANGES TO THE COMPOSITION OF THE BOARD OF DIRECTORS AND BOARD COMMITTEES AND ESTABLISHMENT OF A COMBINED NOMINATING AND REMUNERATION COMMITTEE

The Board of Directors ("**Board**") of TeleChoice International Limited ("**Company**") refers to the Company's announcement dated 2 April 2024 and wishes to announce the following:

1. Re-designation of Mr Ronald Seah Lim Siang as Non-Executive and Non-Independent Chairman

Mr Ronald Seah Lim Siang ("**Mr Ronald Seah**") will retire by rotation pursuant to Regulation 99 of the Constitution of the Company and is seeking re-election as a Director at the annual general meeting of the Company to be held on 24 April 2024 ("**AGM**"). Subject to re-election, Mr Ronald Seah will be re-designated from a Non-Executive and Independent Director to a Non-Executive and Non-Independent Director upon the conclusion of the AGM on 24 April 2024. It is proposed that Mr Ronald Seah will remain as the Chairman of the Board and the Executive Committee and a member of the Risk and Sustainability Committee, but will step down as Chairman of the Nominating Committee and the Remuneration Committee.

2. Appointment of two (2) additional Non-Executive and Independent Directors

Provision 2.2 of the Code of Corporate Governance 2018 ("**Code**") states that independent directors make up a majority of the board where the chairman is not independent.

In view of the proposal for Mr Ronald Seah to remain as Chairman upon his re-designation as a Non-Executive and Non-Independent Director upon conclusion of the AGM, the following two (2) additional Non-Executive and Independent Directors will be appointed to the Board:

(a) Mr Adrian Chan Pengee ("**Mr Adrian Chan**"); and

(b) Ms Jennifer Duong Young ("**Ms Jenny Young**").

The above appointments will take effect immediately after the conclusion of the AGM on 24 April 2024, whereupon the Board will comprise five (5) Non-Executive and Independent Directors out of a total of nine (9) Directors, which is in compliance with Provision 2.2 of the Code.

Pursuant to Rule 704(7) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), announcements in relation to the appointment of Mr Adrian Chan and Ms Jenny Young as Non-Executive and Independent Directors have been released in separate announcements to the SGX-ST.

3. Appointment of Lead Independent Director

Provision 3.3 of the Code states that the board has a lead independent director to provide leadership in situations where the chairman is conflicted, and especially when the chairman is not independent. The lead independent director is available to shareholders where they have concerns and for which contact through the normal channels of communication with the chairman or management are inappropriate or inadequate.

In view of the proposal for Mr Ronald Seah to remain as Chairman upon his re-designation as a Non-Executive and Non-Independent Director, Mr Yeo Siew Chye Stephen ("**Mr Stephen Yeo**") will be appointed as the Lead Independent Director immediately upon conclusion of the AGM on 24 April 2024.

4. Changes to the Composition of the Audit Committee

Mr Adrian Chan will be appointed as the Chairman, and Ms Jenny Young will be appointed as a member, of the Audit Committee. Ms Cheah Sui Ling has stepped down as Chairman, and will remain as a member, of the Audit Committee. These appointments will take effect immediately after the conclusion of the AGM on 24 April 2024.

For the purpose of Rule 704(8) of the SGX-ST Listing Manual, Mr Adrian Chan, Ms Cheah Sui Ling and Ms Jenny Young are considered independent by the Board.

5. Establishment of a combined Nominating and Remuneration Committee

The Board proposes to combine the Nominating Committee and Remuneration Committee into a single Nominating and Remuneration Committee in order to streamline the structure of the Board Committees and to achieve greater efficiency. Immediately after the conclusion of the AGM, the Nominating and Remuneration Committee will be established to replace, and to take on the roles of, the existing Nominating Committee and Remuneration Committee. Mr Stephen Yeo will be appointed as Chairman, and Mr Stephen Geoffrey Miller and Mr Adrian Chan will be appointed as members, of the Nominating and Remuneration Committee.

Following the above changes, the composition of the Board of Directors, the Audit Committee, the Risk and Sustainability Committee, the Nominating and Remuneration Committee and the Executive Committee of the Company will, immediately after the conclusion of the AGM on 24 April 2024, be as follows:

Board of Directors

Mr Ronald Seah, Chairman and Non-Executive and Non-Independent Director
Mr Stephen Geoffrey Miller, Deputy Chairman and Non-Executive and Non-Independent Director
Ms Pauline Wong Mae Sum, Executive Director and President and Chief Executive Officer
Mr Adrian Chan, Non-Executive and Independent Director
Ms Cheah Sui Ling, Non-Executive and Independent Director
Mr Stephen Yeo, Lead Independent Director and Non-Executive and Independent Director
Mr Shailesh Anand Ganu, Non-Executive and Independent Director
Ms Jenny Young, Non-Executive and Independent Director
Mr Lim Yong, Non-Executive and Non-Independent Director

Audit Committee

Mr Adrian Chan, Chairman
Ms Cheah Sui Ling, Member
Ms Jenny Young, Member

Risk and Sustainability Committee

Mr Shailesh Anand Ganu, Chairman
Mr Ronald Seah, Member
Mr Lim Yong, Member

Nominating and Remuneration Committee

Mr Stephen Yeo, Chairman
Mr Stephen Geoffrey Miller, Member
Mr Adrian Chan, Member

Executive Committee

Mr Ronald Seah, Chairman
Mr Stephen Geoffrey Miller, Member
Mr Stephen Yeo, Member

By Order of the Board

Pauline Wong Mae Sum
Executive Director and President and Chief Executive Officer
22 April 2024