

TEHO INTERNATIONAL INC LTD.
(the “Company”)
Registration Number 200811433K

(Incorporated in the Republic of Singapore)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE : The Extraordinary General Meeting of the Company was held by way of electronic means.
DATE : Wednesday, 27 October 2021
TIME : 3.15 p.m.

All capitalised terms used herein which are not otherwise defined shall have the same meanings as ascribed to them in the Company’s circular to its shareholders dated 5 October 2020 (the “Circular”).

1. CHAIRMAN

Mr Lim See Hoe (the “**Chairman**”) took the chair of the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”) and thanked members for taking their time to watch the proceedings of the Meeting.

To minimise physical interactions and COVID-19 transmission risks, the Meeting was conducted via “live” webcast.

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 3.15 p.m..

3. NOTICE

The notice of Meeting together with the Circular, both dated 5 October 2021, having been previously made available to the members on the SGXNET and the Company’s website for the requisite period, were taken as read.

The Chairman informed the Meeting that in accordance with Rule 730A(2) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”), all motions tabled at the Meeting would be voted on by way of a poll, pursuant to Regulation 80 of the Company’s Constitution.

The Company had appointed In.Corp Corporate Services Pte. Ltd. as polling agent and Agile 8 Advisory Pte. Ltd. as scrutineer for the poll.

The Chairman further informed the Meeting that he had been appointed as proxy by certain members to vote on their behalf in his capacity as Chairman of the Meeting and had voted according to such members’ instructions. The votes had been counted and verified by the polling agent and scrutineer, and the results of each resolution would be announced after the respective resolution is read, proposed and seconded.

4. QUESTIONS FROM MEMBERS

The Chairman informed that the Company had not received any questions from members on the items on the agenda of the Meeting.

5. ORDINARY RESOLUTION: PROPOSED ADOPTION OF THE TEHO PERFORMANCE SHARE PLAN 2021

The Chairman presented the first item on the notice which was to seek members' approval for the Company's proposed adoption of the TEHO Performance Share Plan 2021. The proposed ordinary resolution set out in the notice of Meeting was taken as read.

The Chairman put the following motion to the Meeting:

"That:

- (a) a share plan to be known as TEHO Performance Share Plan 2021 (the "**TEHO PSP 2021**"), the rules of which have been submitted to the meeting and, for the purpose of identification, subscribed by the Chairman thereof, under which awards ("**Awards**") of fully paid-up ordinary shares in the capital of the Company (the "**Shares**"), their equivalent cash value or combinations thereof will be granted, free of payment, to selected employees of the Company and/or its subsidiaries, including the Directors of the Company, and other selected participants, details of which are set out in the Circular, be approved;
- (b) the Directors of the Company be authorised to:
 - (i) implement, establish and administer the TEHO PSP 2021; and
 - (ii) modify and/or amend the TEHO PSP 2021 from time to time, provided that such modification and/or amendment is effected in accordance with the provisions of the TEHO PSP 2021 and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the TEHO PSP 2021; and
 - (iii) subject to the same being allowed by law, apply any share purchased under any share buyback mandate towards the satisfaction of Awards granted under the TEHO PSP 2021; and
- (c) the Directors of the Company be authorised to offer and grant Awards in accordance with the provisions of the TEHO PSP 2021 and to allot and issue from time to time such number of fully paid-up Shares as may be required to be allotted and issued pursuant to the vesting of Awards under the TEHO PSP 2021, provided that the aggregate number of Shares issued and/or issuable and/or transferred and transferable pursuant to the TEHO PSP 2021 and all other share option or share incentive schemes implemented by the Company for the time being in force, will not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time."

The motion was duly proposed and seconded by members respectively.

The Chairman announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Ordinary Resolution	23,945,179	100%	0	0%

Based on the results, the Chairman declared the Ordinary Resolution carried.

6. SPECIAL RESOLUTION: PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

The next item on the notice was to seek members' approval by special resolution for the Company's proposed adoption of the new Constitution of the Company. The proposed special resolution set out in the notice of Meeting was taken as read.

The Chairman proposed the following motion to the Meeting:

"That:

- (a) the regulations contained in the New Constitution of the Company submitted to this meeting and reproduced in its entirety in Appendix II of the Circular, be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) the Directors and/or any of them be authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to this Special Resolution."

The motion was duly seconded by a member.

The Chairman announced the poll results as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Special Resolution	178,934,690	100%	0	0%

Based on the results, the Chairman declared the Special Resolution carried.

7. END OF MEETING

The Chairman declared the Meeting closed at 3.20 p.m. and thanked all present for attending the Meeting.

Signed as a correct record,

Mr Lim See Hoe
Chairman