

TSH CORPORATION LIMITED
Company Registration No. 200003865N
(Incorporated in Republic of Singapore)

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 29 APRIL 2022 AT 3.00 P.M. BY ELECTRONIC MEANS THROUGH LIVE WEBCAST OR AUDIO DIAL-IN ONLY.

BY LIVE WEBCAST

Directors	:	Dr Yu Lai Boon (Chairman of the Board and Independent Director)
	:	Mr Chua Khoon Hui (Chief Executive Officer and Executive Director)
	:	Mr Tan Dah Ching (Non-Executive Independent Director)
	:	Mr Teo Kok Woon (Non-Executive Non-Independent Director)
In Attendance	:	Mr Ng Kim Chew (Group Chief Financial Officer) (" Group CFO ")
	:	Ms Chan Lai Yin (Company Secretary)
	:	Mr Terry Wee (Ernst & Young LLP)
	:	Mr Ian Lim (Ernst & Young LLP)
	:	Mr Soh Wei Hsiang (Reliance 3P Advisory Pte Ltd)
	:	Mr Ho Chu Cheng (Boardroom Corporate & Advisory Services Pte. Ltd.)
	:	Ms Lau Shee Ren (Boardroom Corporate & Advisory Services Pte. Ltd.)
	:	Ms Chin Teng Teng (Tricor WP Corporate Services Pte. Ltd.)
Shareholders	:	As per attendance record maintained by the Company

WELCOME BY CHAIRMAN

The Chairman, Dr Yu Lai Boon, welcomed shareholders to the Annual General Meeting ("**AGM**") of TSH Corporation Limited ("**TSH**") conducted by electronic means.

On behalf of the Board of Directors, the Chairman introduced the Directors, Group CFO, Company Secretary and Auditors of the Company who have attended the AGM by live webcast.

The Chairman thanked shareholders or members who had pre-registered for the live webcast or audio dial-in only for observation of the AGM proceedings and attended the AGM of the Company by electronic means. The Chairman acknowledged the shareholders or members were present at the AGM by electronic means.

The Chairman exercised his rights as Chairman of the Meeting and demanded for all resolutions tabled at the Meeting be voted by way of poll.

The Chairman informed the Meeting he had requested the Company Secretary, Ms Chan Lai Yin, to assist him with the proceedings of the AGM.

QUORUM

As the quorum was present, on behalf of the Chairman, the Company Secretary called the AGM to order.

CONDUCT OF AGM VIA ELECTRONIC MEANS

As mentioned in the Notice of AGM and SGX announcement, shareholders will not be able to vote through live webcast. The only way for shareholders to exercise their voting rights is by appointing the Chairman as proxy. The Chairman has voted in accordance with their respective instructions to vote for or against or abstain from voting on the resolutions tabled at the AGM as shareholders have appointed the Chairman as proxy.

At the invitation of the Chairman, the Company Secretary assisted with the AGM proceedings. The Company has appointed Boardroom Corporate & Advisory Services Pte Ltd as Polling Agent and Reliance 3P Advisory Pte Ltd ("**Reliance**") as Scrutineer for the poll at the AGM. Proxy forms received by the Company by 3.00 p.m. on 26 April 2022 have been checked and validated. Votes of valid proxy forms have been counted by the Polling Agent and verified by the Scrutineer.

Shareholders have been given the opportunity before the AGM to submit questions related to the resolutions to be tabled for approval at the AGM. The Company had, on 21 April 2022, published on the SGXNet and the Company's website, responses to substantial and relevant questions submitted in advance by shareholders and the Securities Investors Association (Singapore) ("**SIAS**"). Subsequent to the announcement on 21 April 2022, the social distancing restriction had been lifted since 26 April 2022.

NOTICE

With the consent of the Meeting, the Notice of AGM dated 12 April 2022 convening the Meeting was taken as read.

The Company Secretary informed that the Chairman had proposed all resolutions tabled at the AGM.

ORDINARY BUSINESSES

1. AUDITED FINANCIAL STATEMENTS AND DIRECTORS' STATEMENT

The result of the poll for the Resolution 1 to receive and adopt the audited financial statements of the Company for the financial year ended 31 December 2021 together with the Directors' Statement and the Auditor's Report thereon was read and presented at the AGM:

	For	Against
Number of shares	11,793,426	0
Percentage	100%	0%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 1 carried.

2. DIRECTORS' FEES

The result of the poll for the Resolution 2 related to the approval of Directors' fees of S\$80,000.00 for the financial year ended 31 December 2021 was read and presented at the AGM:

	For	Against
Number of shares	11,793,416	10
Percentage	100%	0%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 2 carried.

3. **RE-ELECTION OF MR TEO KOK WOON**

The Resolution 3 was related to the re-election of Mr Teo Kok Woon, a Director retiring pursuant to Regulation 107 of the Company's Constitution. In accordance with Regulation 107 of the Constitution of the Company, Mr Teo Kok Woon retires as a Director at the AGM and being eligible, offered himself for re-election. Mr Teo Kok Woon has consented to continue in office. Mr Teo Kok Woon, upon re-election as a Director of the Company would remain as Non-Executive Non-Independent Director and a member of the Audit Committee, Nominating Committee and Remuneration Committee.

The result of the poll for the re-election of Mr Teo Kok Woon as a Director of the Company was read and presented at the AGM:

	For	Against
Number of shares	11,793,426	0
Percentage	100%	0%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 3 carried.

4. **RE-ELECTION OF MR TAN DAH CHING**

The Resolution 4 was related to the re-election of Mr Tan Dah Ching, a Director retiring pursuant to Regulation 107 of the Company's Constitution. In accordance with Regulation 107 of the Constitution of the Company, Mr Tan Dah Ching retires as a Director at the AGM and being eligible, offered himself for re-election. Mr Tan Dah Ching has consented to continue in office. Mr Tan Dah Ching, upon re-election as a Director of the Company, would remain as Non-Executive Independent Director, Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee.

The result of the poll for the re-election of Mr Tan Dah Ching as a Director of the Company was read and presented at the AGM:

	For	Against
Number of shares	11,743,426	50,000
Percentage	99.58%	0.42%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 4 carried.

5. **RE-APPOINTMENT OF AUDITORS**

The Resolution 5 was related to the re-appointment of Ernst & Young LLP as Auditors of the Company and the Directors be authorised to fix their remuneration. The Auditors, Ernst & Young LLP, had expressed their willingness to accept the re-appointment as Auditors of the Company.

The result of the poll for the re-appointment of Ernst & Young LLP as Auditors of the Company and to authorise the Directors to fix their remuneration was read and presented at the AGM:

	For	Against
Number of shares	11,793,426	0
Percentage	100%	0%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 5 carried.

SPECIAL BUSINESS

6. AUTHORITY TO ALLOT AND ISSUE SHARES

The Resolution 6 was related to authorisation of the Directors of the Company to allot and issue shares in the Company. The full text of the resolution was set out in the Notice of Annual General Meeting dated 12 April 2022.

The result of the poll for the authority to Directors to allot and issue shares was read and presented at the AGM:

	For	Against
Number of shares	11,743,416	50,010
Percentage	99.58%	0.42%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 6 carried.

7. CONTINUED APPOINTMENT OF MR TAN DAH CHING AS AN INDEPENDENT DIRECTOR FOR PURPOSES OF RULE 406(3)(d)(III)(A) OF THE CATALIST RULES BY ALL SHAREHOLDERS

The Resolution 7 was related to approval of continued appointment of Mr Tan Dah Ching as an Independent Director by all shareholders for purposes of Rule 406(3)(d)(iii)(A) of the Catalist Rules. The full text of the resolution was set out in the Notice of Annual General Meeting dated 12 April 2022.

The result of the poll for the continued appointment of Mr Tan Dah Ching as an Independent Director by all shareholders for purposes of Rule 406(3)(d)(iii)(A) was read and presented at the AGM:

	For	Against
Number of shares	11,743,426	50,000
Percentage	99.58%	0.42%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 7 carried.

8. CONTINUED APPOINTMENT OF MR TAN DAH CHING AS AN INDEPENDENT DIRECTOR FOR PURPOSES OF RULE 406(3)(d)(III)(B) OF THE CATALIST RULES BY SHAREHOLDERS, EXCLUDING THE DIRECTORS AND THE CEO OF THE COMPANY, AND THEIR ASSOCIATES

After all shareholders had approved Resolution 7 on the continued appointment of Mr Tan Dah Ching as Independent Director of the Company, the meeting proceeded to Resolution 8 related to approval of the continued appointment of Mr Tan Dah Ching, as an Independent Director by shareholders, excluding the Directors and CEO of the Company and their associates, for purposes of Rule 406(3)(d)(iii)(B) of the Catalist Rules. The full text of the resolution was set out in the Notice of Annual General Meeting dated 12 April 2022.

Mr Tan Dah Ching, upon re-election as Independent Director of the Company, would remain as Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee. He would be considered independent for the purpose of Rule 704(7) of the Catalist Rules.

The result of the poll for the continued appointment of Mr Tan Dah Ching, as an Independent Director by shareholders, excluding the Directors and CEO of the Company and their associates, for purposes of Rule 406(3)(d)(iii)(B) of the Catalist Rules was read and presented at the AGM:

	For	Against
Number of shares	2,214,847	50,000
Percentage	97.79%	2.21%

Based on the results of the poll, on behalf of the Chairman, the Company Secretary declared Resolution 8 carried.

CONCLUSION

There being no other business, the Company Secretary informed the Chairman on the completion of all matters tabled at the AGM.

The Chairman thanked shareholders for their attendance at the AGM and declared the meeting closed at 3.18 p.m.

Confirmed as a correct record

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Dr Yu Lai Boon
Chairman

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr David Yeong, at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542, telephone: (65) 6232 3210.