

# TIH LIMITED

(the "Company")

(Incorporated In the Republic Of Singapore)

Unique Entity No: 199400941K

## RESULTS OF THE 25<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 24 APRIL 2019

The Board of Directors of TIH Limited (the "Board") wishes to announce that at the Annual General Meeting ("AGM") of the Company held on 24 April 2019, all resolutions, as set out in the Notice of AGM, were duly passed without modification.

(a) The results of the poll on the resolutions put to the vote at the AGM are set out below for information:

Resolution Details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 1: To receive and adopt the Directors' Report and the Audited Accounts for the financial year ended 31 December 2018, together with the Auditors' Report thereon.	150,642,419	150,567,420	99.95%	74,999	0.05%
Resolution 2: To declare a final tax-exempt one-tier ordinary dividend of S\$0.01 per share for the financial year ended 31 December 2018	150,633,083	150,603,084	99.98%	29,999	0.02%
Resolution 3: To re-elect Mr Kin Chan as Director under Article 107.	150,048,951	149,975,285	99.95%	73,666	0.05%
Resolution 4: To re-elect Mr Vince Feng as Director under Article 107.	149,987,618	149,954,953	99.98%	32,665	0.02%
Resolution 5: To re-elect Ms Li Yick Yee Angie as Director under Article 107.	150,029,285	149,940,955	99.94%	88,330	0.06%
Resolution 6: To re-elect Mr Alex Shiu Leung Au as Director under Article 111.	150,052,285	149,973,286	99.95%	78,999	0.05%

- Results of the 25<sup>th</sup> Annual General Meeting held on 24 April 2019

Resolution 7: To re-elect Mr Sin Boon Ann as Director under Article 111.	149,893,162	149,856,164	99.98%	36,998	0.02%
Resolution 8: To re-elect Mr Tan Chade Phang (Roger) as Director under Article 111.	149,865,818	149,827,486	99.97%	38,332	0.03%
Resolution 9: To approve Directors' fees of S\$357,025.	149,860,486	149,661,590	99.87%	198,896	0.13%
Resolution 10: To re-appoint Messrs KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.	149,876,483	149,763,087	99.92%	113,396	0.08%
Resolution 11: To authorise Directors to allot and issue Shares under the TIH Limited Scrip Dividend Scheme.	149,884,483	149,825,487	99.96%	58,996	0.04%
Resolution 12: To authorise Directors to allot and issue Shares pursuant to Section 161 of the Companies Act, Cap. 50.	149,825,150	149,607,834	99.85%	217,316	0.15%
Resolution 13: Renewal of the Interested Person Transactions Mandate	98,364,319	98,262,323	99.90%	101,996	0.10%

**(b) Details of parties who are required to abstain from voting on any resolution(s), including the number of shares held and the individual resolution(s) on which they are required to abstain from voting; and**

Please refer to Annex A.

**(c) Name of firm and/or person appointed as scrutineer.**

Moore Stephens LLP was appointed as Scrutineers for the Annual General Meeting held on 24 April 2019.

**(d) Reappointment of Directors to the Audit Committee**

Mr Vince Feng, who has been re-elected as a Director of the Company, remains as an independent Director of the Company, the Chairman of the Remuneration Committee as well as a member of the Audit Committee. He also remains as a member of the Board Investment Committee.

Mr Alex Shiu Leung Au, who has been re-elected as a Director of the Company, remains as a non-executive Director of the Company and he will also continue to be a member of the Audit Committee as well as the Board Investment Committee.

**BY ORDER OF THE BOARD**

Tham Shook Han  
Company Secretary

24 April 2019

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**ANNEX A**

**Details of shareholders required to abstain from voting on Resolution 13 at AGM to be held on 24 April 2019, 10a.m.:**

Name of Substantial Shareholders	No. of Shares Held			
	Direct Interest	Percentage (%) of Shareholding <sup>1</sup>	Deemed Interest	Percentage (%) of Shareholding <sup>1</sup>
Alexandra Road Limited <sup>2</sup>	--	--	51,473,500	21.3
ASM Ventures Limited <sup>3</sup>	--	--	51,473,500	21.3
ASM Asia Recovery (Master) Fund <sup>4</sup>	--	--	51,473,500	21.3
ASM Asia Recovery Fund <sup>5</sup>	--	--	51,473,500	21.3
ASM Hudson River Fund <sup>6</sup>	--	--	51,473,500	21.3
Argyle Street Management Limited <sup>7</sup>	--	--	51,473,500	21.3
Argyle Street Management Holdings Limited <sup>8</sup>	--	--	51,473,500	21.3
Kin Chan <sup>9</sup>	--	--	51,473,500	21.3
V-Nee Yeh <sup>9</sup>	--	--	51,473,500	21.3
Li Yick Yee Angie <sup>9</sup>	--	--	51,473,500	21.3

**Notes:**

- 1 Percentage computed is based on 241,685,638 shares in issue as at 6 March 2019. As at 24 April 2019, the number of shares in issue remains the same.
- 2 Alexandra Road Limited (“**ARL**”) holds 51,473,500 TIH shares in the name of its nominee, CGS-CIMB Securities (Singapore) Pte. Ltd..
- 3 ASM Ventures Limited (“**ASMVL**”) is deemed interested in all the TIH shares held by ARL as it is a 20% or more holder of the shares in ARL.
- 4 ASM Asia Recovery (Master) Fund (“**ASMARMF**”) is deemed interested in all the TIH shares held by ARL as it is a 20% or more holder of the shares in ARL.
- 5 ASM Asia Recovery Fund is deemed interested in all the TIH shares held by ARL as it is a 20% or more holder of the shares in ASMARMF which in turn holds 20% or more of the shares in ARL.
- 6 ASM Hudson River Fund is deemed interested in all the TIH shares held by ARL as it is a 20% or more holder of the shares in ASMVL which in turn holds 20% or more of the shares in ARL.
- 7 Argyle Street Management Limited (“**ASML**”) is deemed interested in all the TIH shares held by ARL as it has the ability to exercise or control the exercise of rights attached to all the TIH shares held by ARL.
- 8 Argyle Street Management Holdings Limited is deemed interested in all the TIH shares owned by ARL as it is the holding company of ASML.
- 9 Messrs Kin Chan, V-Nee Yeh and Angie Li are deemed substantial shareholders through bodies corporate which (i) they have controlling interests in/or (ii) which are accustomed to act in accordance with their directions.