

# TEHO INTERNATIONAL INC LTD.

(Company Registration Number 200811433K)  
(Incorporated in the Republic of Singapore)

## ANNUAL GENERAL MEETING PROXY FORM

### IMPORTANT

- SRS Investors:
  - may vote at the AGM in person if they are appointed as proxies by their respective SRS Operators, and should contact their respective SRS Operators if they have any queries regarding their appointment as proxies; or
  - may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective SRS Operators,
- This Proxy Form is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

I/We\*, \_\_\_\_\_ (Name)

(NRIC/Passport/Registration number\* \_\_\_\_\_)

of \_\_\_\_\_ (Address)

being a shareholder/shareholders\* of **TEHO INTERNATIONAL INC LTD.** (the “**Company**”) hereby appoint:

Name	NRIC/Passport Number	Proportion of Shareholding	
		Number of Shares	%
Address			

\*and/or (delete as appropriate)

Name	NRIC/Passport Number	Proportion of Shareholding	
		Number of Shares	%
Address			

or if no proxy is named, the Chairman of the Annual General Meeting (“**AGM**”) of the Company as my/our\* proxy/proxies\* to attend and vote for me/us\* on my/our\* behalf at the AGM of the Company to be held at Carlton Hotel Singapore, Empress Ballroom 4, 76 Bras Basah Road, Singapore 189558 on Friday, 27 October 2023 at 3.00 p.m. and at any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* to vote for, vote against or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies\* will vote or abstain from voting at his/their\* discretion, as he/they\* will on any other matter arising at the AGM and at any adjournment thereof.

NO.	RESOLUTIONS	NUMBER OF VOTES		
		FOR**	AGAINST**	ABSTAIN**
<b>ORDINARY BUSINESS</b>				
1.	To receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 30 June 2023 together with the Independent Auditor’s Report thereon			
2.	To declare a first and final dividend of 0.10 Singapore cents per ordinary share for the financial year ended 30 June 2023			
3.	To approve the payment of Directors’ fees of \$160,000 for the financial year ending 30 June 2024, to be paid quarterly in arrears			
4.	To re-elect Ms Lim Siew Cheng as a Director of the Company			
5.	To re-elect Mr Chua Kim Leng as a Director of the Company			
6.	To re-appoint KPMG LLP as auditor of the Company and to authorise the Directors to fix its remuneration			
<b>SPECIAL BUSINESS</b>				
7.	To authorise the Directors to allot and issue shares and convertible securities			

\* Delete where inapplicable.

\*\* If you wish to exercise all your votes “For”, “Against” or “Abstain”, please indicate with a tick [✓] within the boxes provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

**Total number of Shares held  
in CDP Register (Note 1)**

\_\_\_\_\_  
Signature(s) and/or Common Seal of Shareholder(s)

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Notes:**

1. If the shareholder has shares entered against his name in the Depository Register, he should insert that number of shares. If the shareholder has shares registered in his name in the Register of Members, he should insert that number of shares. If the shareholder has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this Proxy Form will be deemed to relate to all the shares held by the shareholder.
2. (a) A shareholder who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote at the AGM. Where such shareholder appoints two (2) proxies, the proportion of his shareholding to be represented by each proxy shall be specified in this Proxy Form. If the proportion of his shareholding is not specified, the first named proxy shall be deemed to represent 100% of his shareholding and the second named proxy shall be deemed to be an alternate to the first named; and  
(b) A shareholder who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such shareholder. Where such shareholder appoints more than one (1) proxy, the number of shares in relation to which each proxy has been appointed shall be specified in this Proxy Form.

“Relevant intermediary” shall have the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

3. A proxy need not be a shareholder of the Company.
4. This Proxy Form, duly executed, must be submitted to the Company in the following manner:
  - (i) by post to the Company’s registered office at 1 Commonwealth Lane, #09-23 One Commonwealth, Singapore 149544; or
  - (ii) via email to [ir@teho.com.sg](mailto:ir@teho.com.sg),in each case, by 3.00 p.m. on 24 October 2023 (being not less than 72 hours before the time appointed for holding the AGM).
5. The appointment of a proxy or proxies shall not preclude a shareholder from attending and voting in person at the AGM. If a shareholder attends the AGM in person, the appointment of a proxy or proxies shall be deemed to be revoked, and the Company reserves the right to refuse to admit such proxy or proxies to the AGM.
6. This Proxy Form must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.
7. Where this Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney or a notarially certified copy thereof (failing previous registration with the Company) must be lodged with this Proxy Form, failing which this Proxy Form may be treated as invalid.
8. A corporation which is a shareholder may authorise by a resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM in accordance with Section 179 of the Companies Act 1967 of Singapore.
9. Persons who hold Shares through relevant intermediaries, including SRS Investors, who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (which would include SRS operators) through which they hold such Shares at least seven working days before the AGM (i.e. by 3.00 p.m. on Wednesday, 18 October 2023) to submit their voting instructions, in order to allow sufficient time for their respective relevant intermediaries to in turn submit this Proxy Form to appoint the Chairman of the AGM to vote on their behalf.
10. The Company shall be entitled to reject this Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this Proxy Form (including any related attachment). In addition, in the case of a shareholder whose shares are entered in the Depository Register, the Company may reject any Proxy Form lodged if the shareholder, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting this Proxy Form, the shareholder is deemed to have accepted and agreed to the personal data privacy terms set out in the notice of AGM of the Company dated 12 October 2023.