

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

(Incorporated in the Republic of Singapore)

MINUTES OF ANNUAL GENERAL MEETING

PLACE : Carlton Hotel Singapore, Empress Ballroom 1, 76 Bras Basah Road, Singapore 189558
DATE : Wednesday, 29 October 2025
TIME : 3.00 p.m.

1. CHAIRMAN

Mr Lim See Hoe (the “**Chairman**”) took the chair of the Annual General Meeting (the “**Meeting**” or “**AGM**”) and extended a warm welcome to all present. The Chairman proceeded to introduce the other members of the Board of Directors (the “**Board**”), key management personnel and auditor to those present at the Meeting, namely:

- (a) Ms Lim Siew Cheng (Executive Director and Chief Operating Officer);
- (b) Mr Chua Kim Leng (Lead Independent Non-Executive Director and Chairman of the Audit and Risk Committee);
- (c) Mr Lim Peng Chuan Terence (Independent Non-Executive Director and Chairman of the Nominating Committee);
- (d) Mr Yee Kee Shian Leon (Independent Non-Executive Director and Chairman of the Remuneration Committee);
- (e) Ms Joanne Khoo Su Nee (Non-Independent Non-Executive Director);
- (f) Mr Phua Sian Chin (Chief Financial Officer and Company Secretary);
- (g) Mr Phua Cheng Boon (Financial Controller); and
- (h) KPMG LLP (External Auditor).

2. QUORUM

Having ascertained that a quorum was present, the Chairman called the Meeting to order at 3.00 p.m..

3. NOTICE

The notice of the Meeting dated 14 October 2025, having been despatched to shareholders of the Company (each a “**Shareholder**” and collectively, the “**Shareholders**”) and made available on the SGXNET and the Company’s website, was taken as read.

4. QUESTIONS FROM SHAREHOLDERS

The Chairman informed the Meeting that the Company had not received any questions relating to the items on the agenda of the AGM from Shareholders prior to the Meeting. The Chairman then invited Shareholders present at the Meeting to ask questions during the Question and Answer session.

5. POLL VOTING

There being no questions from the Shareholders present, 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. All the motions would require a simple majority of votes for them to be carried.

The Chairman further informed the Meeting that he had been appointed as proxy by certain Shareholders to vote on their behalf in his capacity as Chairman of the Meeting, and would be voting in accordance with such Shareholders' instructions.

The Chairman directed that the poll on each resolution be conducted after each resolution had been formally proposed and seconded.

The Chairman informed the Meeting that the Company had appointed In.Corp Corporate Services Pte. Ltd. as Polling Agent and Aventus Corporate Services Pte. Ltd. as Scrutineer for the poll. The Chairman then briefed the Shareholders on the poll voting process.

6. RESOLUTION 1: AUDITED FINANCIAL STATEMENTS

The Chairman presented the first item on the notice which was to receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2025 together with the Independent Auditor's Report thereon.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 1. There being no questions, the Chairman proposed the following motion to the Meeting:

"That the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2025 together with the Independent Auditor's Report thereon be received and adopted."

The motion was duly seconded by a Shareholder.

7. RESOLUTION 2: FIRST AND FINAL DIVIDEND

The Board of Directors of the Company (the "**Board**") recommended that a first and final (tax exempt one-tier) dividend of 0.10 Singapore cents per ordinary share be declared for the financial year ended 30 June 2025.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 2. There being no questions, the Chairman proposed the following motion to the Meeting:

"That a first and final (tax exempt one-tier) dividend of 0.10 Singapore cents per ordinary share for the financial year ended 30 June 2025 be declared."

The motion was duly seconded by a Shareholder.

8. RESOLUTION 3: DIRECTORS' FEES

The Chairman proceeded to the next item on the notice which was to seek Shareholders' approval for the payment of Directors' fees for the financial year ending 30 June 2026, to be paid quarterly in arrears. The Board recommended the payment of Directors' fees of \$200,000 for the financial year ending 30 June 2026.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 3. There being no questions, the Chairman proposed the following motion to the Meeting:

"That the payment of Directors' fees of \$200,000 for the financial year ending 30 June 2026, to be paid quarterly in arrears, be approved."

The motion was duly seconded by a Shareholder.

9. RESOLUTION 4: RE-ELECTION OF MS LIM SIEW CHENG AS DIRECTOR

Resolution 4 was to seek Shareholders' approval for the re-election of Ms Lim Siew Cheng, the Director retiring pursuant to Regulation 107 of the Company's Constitution. Ms Lim Siew Cheng had indicated her consent to act in the office.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 4. There being no questions, the Chairman proposed the following motion to the Meeting:

"That Ms Lim Siew Cheng be re-elected as a Director of the Company."

The motion was duly seconded by a Shareholder.

10. RESOLUTION 5: RE-ELECTION OF MR CHUA KIM LENG AS DIRECTOR

The next item on the notice was to seek Shareholders' approval for the re-election of Mr Chua Kim Leng, the Director retiring pursuant to Regulation 107 of the Company's Constitution. Mr Chua Kim Leng had indicated his consent to act in the office.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 5. There being no questions, the Chairman proposed the following motion to the Meeting:

"That Mr Chua Kim Leng be re-elected as a Director of the Company."

The motion was duly seconded by a Shareholder.

11. RESOLUTION 6: RE-ELECTION OF MR LIM PENG CHUAN TERENCE AS DIRECTOR

Item 6 on the notice was to seek Shareholders' approval for the re-election of Mr Lim Peng Chuan Terence, the Director retiring pursuant to Regulation 117 of the Company's Constitution. Mr Lim Peng Chuan Terence had indicated his consent to act in the office.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 6. There being no questions, the Chairman proposed the following motion to the Meeting:

"That Mr Lim Peng Chuan Terence be re-elected as a Director of the Company."

The motion was duly seconded by a Shareholder.

12. RESOLUTION 7: RE-ELECTION OF MR YEE KEE SHIAN LEON AS DIRECTOR

Item 7 on the notice was to seek Shareholders' approval for the re-election of Mr Yee Kee Shian Leon, the Director retiring pursuant to Regulation 117 of the Company's Constitution. Mr Yee Kee Shian Leon had indicated his consent to act in the office.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 7. There being no questions, the Chairman proposed the following motion to the Meeting:

"That Mr Yee Kee Shian Leon be re-elected as a Director of the Company."

The motion was duly seconded by a Shareholder.

13. CESSATION OF MS JOANNE KHOO SU NEE AS A DIRECTOR OF THE COMPANY

Item 8 on the notice was to note the resignation of Ms Joanne Khoo Su Nee as Non-Independent Non-Executive Director of the Company, with her last day of service on 31 October 2025, as part of the Company's board renewal efforts.

The Chairman extended the Board's appreciation to Ms Joanne Khoo Su Nee for her years of exceptional service, and her valuable insights and unwavering support. On behalf of the Board, the Chairman wished Ms Joanne Khoo Su Nee the very best in all her future pursuits.

14. RESOLUTION 8: RE-APPOINTMENT OF AUDITOR

The Chairman proceeded to the next item on the notice, which was to re-appoint KPMG LLP as the Company's auditor and to authorise the Directors to fix its remuneration. KPMG LLP had expressed its willingness to continue in office.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 8. There being no questions, the Chairman proposed the following motion to the Meeting:

"That KPMG LLP be re-appointed as auditor of the Company and the Directors be authorised to fix its remuneration."

The motion was duly seconded by a Shareholder.

15. RESOLUTION 9: AUTHORITY TO ALLOT AND ISSUE NEW SHARES AND CONVERTIBLE SECURITIES

As there were no further items of ordinary business arising, the Chairman proceeded to deal with the item of special business.

Item 10 on the notice was to seek Shareholders' approval by ordinary resolution to authorise and empower the Directors to allot and issue new shares and convertible securities pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**"). The proposed Ordinary Resolution 9 stated in the notice of Meeting was taken as read.

The Chairman invited shareholders present to ask any additional questions they may have on Resolution 9. There being no questions, the Chairman proposed the following motion to the Meeting:

"That pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**") and Rule 806 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**"), the Directors be authorised and empowered to:

- (a) (i) allot and issue shares in the share capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may at their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a *pro rata* basis to existing shareholders of the Company does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
 - (a) new Shares arising from the conversion or exercise of convertible securities;
 - (b) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with sub-paragraphs (2)(a) and (2)(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), the Companies Act and the Company's Constitution for the time being; and
- (4) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law and the Catalist Rules to be held, whichever is the earlier."

The motion was duly seconded by a Shareholder.

16. POLL RESULTS

As all the motions on the resolutions to be considered at the meeting had been duly proposed and seconded, the meeting proceeded to vote on the resolutions by poll pursuant to Regulation 80 of the Company's Constitution. Shareholders handed over the completed poll voting papers to the Polling Agent, In.Corp Corporate Services Pte. Ltd.

The Chairman invited Shareholders for some refreshments while awaiting the Polling Agent to complete the counting of the votes.

The Chairman called the Meeting back to order and the Meeting resumed at 3.25 p.m.

The Chairman announced the results of the poll as follows:

	NO. OF SHARES FOR	% FOR	NO. OF SHARES AGAINST	% AGAINST
Resolution 1	152,759,970	100.00%	0	0.00%
Resolution 2	152,759,970	100.00%	0	0.00%
Resolution 3	152,759,970	100.00%	0	0.00%
Resolution 4	152,759,970	100.00%	0	0.00%
Resolution 5	152,759,970	100.00%	0	0.00%
Resolution 6	152,759,970	100.00%	0	0.00%
Resolution 7	152,759,970	100.00%	0	0.00%
Resolution 8	152,759,970	100.00%	0	0.00%
Resolution 9	152,759,970	100.00%	0	0.00%

The Chairman declared all the resolutions carried.

17. ANY OTHER BUSINESS

The Chairman informed that no notice was received in respect of any other business that may be properly transacted at the Meeting.

18. END OF MEETING

The Chairman declared the Meeting closed at 3.30 p.m. and thanked all present for attending the Meeting.

Signed as a correct record,

Mr Lim See Hoe
Chairman