

**ANNUAL GENERAL MEETING::VOLUNTARY**

## Issuer &amp; Securities

## Issuer/ Manager

TECKWAH INDUSTRIAL CORPORATION LTD

## Security

TECKWAH INDUSTRIAL CORP LTD - SG0561000464 - 561

## Announcement Details

## Announcement Title

Annual General Meeting

## Date &amp; Time of Broadcast

27-May-2020 07:40:58

## Status

New

## Announcement Reference

SG200527MEETLSR1

## Submitted By (Co./ Ind. Name)

Lo Swee Oi

## Designation

Company Secretary

## Financial Year End

31/12/2019

## Event Narrative

Narrative Type	Narrative Text
Additional Text	<p>Please refer to the following documents attached:</p> <ol style="list-style-type: none"> <li>1. Notice of Annual General Meeting ("AGM")</li> <li>2. Proxy Form for AGM</li> <li>3. Announcement on participation in AGM by electronic means</li> </ol>

## Event Dates

## Meeting Date and Time

18/06/2020 10:00:00

## Response Deadline Date

15/06/2020 10:00:00

## Event Venue(s)

## Place

Venue(s)	Venue details
Meeting Venue	The AGM will be held by electronic means on Thursday, 18 June 2020 at 10.00 a.m. (Singapore Time) . Shareholders will not be able to attend the AGM in person.

## Attachments

[1.%20Notice%20of%20AGM.pdf](#)[2.%20eAGM%20Proxy%20Form.pdf](#)[3.%20Ann-Participation%20in%20AGM%20by%20electronic%20means.pdf](#)

Total size =730K MB

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting ("AGM") of Teckwah Industrial Corporation Ltd (the "Company") will be held by way of electronic means on Thursday, June 18, 2020 at 10.00 a.m. to transact the following businesses:

**ORDINARY BUSINESS**

- To receive and adopt the Directors' Statement and Audited Financial Statements for the year ended December 31, 2019 and the Auditors' Report thereon. **(Resolution 1)**
- To declare a final one-tier tax-exempt dividend of 1.0 Singapore cent per ordinary share in respect of the year ended December 31, 2019. **(Resolution 2)**
- To re-elect the following directors retiring pursuant to Rule 720(5) of the Listing Manual of Singapore Exchange Securities Trading Limited ("SGX-ST")/Company's Constitution:-
  - Ms Mai Ah Ngo [See Explanatory Note (a)] **(Resolution 3)**
  - Mr Peter Chan Pee Teck [See Explanatory Note (b)] **(Resolution 4)**
  - Mr John Lim Hwee Chiang [See Explanatory Note (c)] **(Resolution 5)**
- To re-appoint Deloitte & Touche LLP as Auditors for the ensuing year and to authorise the directors to fix their remuneration. **(Resolution 6)**
- To approve the proposed directors' fees of \$244,000 for the year ended December 31, 2019. (2018: \$252,000) **(Resolution 7)**

**SPECIAL BUSINESS**

To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

- That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Listing Manual of SGX-ST, authority be and is hereby given to the directors of the Company:
    - to issue shares in the capital of the Company whether by way of bonus issue, rights issue or otherwise; and/or
    - 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) warrants, debentures or other instruments convertible into shares, at any time to such persons and upon such terms and conditions and for such purposes as the directors may, in their absolute discretion, deem fit and (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 is in force, provided that the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of passing of this Resolution and the aggregate number of shares issued other than on a pro rata basis to existing shareholders does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the Company;
  - for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (a) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings) as at the time of the passing of this Resolution after adjusting for:
    - new shares arising from the conversion or exercise of convertible securities;
    - new shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with the Listing Manual of the SGX-ST; and
    - any subsequent bonus issue, consolidation or subdivision of the shares, and provided also that adjustments under (i) and (ii) 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 this Resolution is passed; and
  - such authority to continue in force until the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier, unless previously revoked or varied at a general meeting of the Company. **(Resolution 8)**  
[See Explanatory Note (d)]
- That, subject to and contingent upon the passing of Resolution 4 by shareholders of the Company by appointing the Chairman of the Meeting as proxy to vote at the AGM and the passing of Resolution 10 by shareholders of the Company by appointing the Chairman of the Meeting as proxy to vote at the AGM, excluding the directors and the chief executive officer ("CEO") of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST):
    - the continued appointment of Mr Peter Chan Pee Teck ("Mr Chan"), as an independent director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022) be and is hereby approved; and
    - the authority conferred by this Resolution shall continue in force until the earlier of the following: (i) the retirement or resignation of Mr Chan as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution. **(Resolution 9)**  
[See Explanatory Note (e)]
  - That, subject to and contingent upon the passing of Resolution 4:
    - the continued appointment of Mr Chan, as an independent director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022) be and is hereby approved; and
    - the authority conferred by this Resolution shall continue in force until the earlier of the following: (i) the retirement or resignation of Mr Chan as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution, provided that this Resolution shall only be proposed and voted upon if Resolution 9 is passed by shareholders of the Company by appointing the Chairman of the Meeting as proxy to vote at the AGM. **(Resolution 10)**  
[See Explanatory Note (e)]

*In compliance with Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022), the directors and the CEO of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST), shall abstain from voting on Resolution 10. The Company will disregard any votes cast by the directors and the CEO of the Company, and their respective associates, in respect of their holdings of shares (if any) on Resolution 10.*

*Mr Chan, will, upon re-election as an independent director of the Company, remain as the Chairman of Nominating Committee and Member of the Audit Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.*

- That, subject to and contingent upon the passing of Resolution 5 by shareholders of the Company by appointing the Chairman of the Meeting as proxy and voting at the AGM and the passing of Resolution 12 by shareholders of the Company by appointing the Chairman of the Meeting as proxy to vote at the AGM, excluding the directors and the CEO of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST):
  - the continued appointment of Mr John Lim Hwee Chiang ("Mr Lim"), as an independent director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022) be and is hereby approved; and
  - the authority conferred by this Resolution shall continue in force until the earlier of the following: (i) the retirement or resignation of Mr Lim as a director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution. **(Resolution 11)**  
[See Explanatory Note (e)]

- That, subject to and contingent upon the passing of Resolution 5:
  - the continued appointment of Mr Lim, as an independent director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022) be and is hereby approved; and
  - the authority conferred by this Resolution shall continue in force until the earlier of the following: (i) the retirement or resignation of Mr Lim as a Director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution, provided that this Resolution shall only be proposed and voted upon if Resolution 11 is passed by shareholders of the Company by appointing the Chairman of the Meeting proxy to vote at the AGM. **(Resolution 12)**  
[See Explanatory Note (e)]

*In compliance with Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022), the directors and the CEO of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST), shall abstain from voting on Resolution 12. The Company will disregard any votes cast by the directors and the CEO of the Company, and their respective associates, in respect of their holdings of shares (if any) on Resolution 12.*

*Mr Lim, will, upon re-election as an independent director of the Company, remain as the Chairman of Remuneration Committee and Member of the Audit Committee and Nominating Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.*

**Notice is hereby given** that the Transfer Books and Register of Members of the Company will be closed on June 26, 2020 at 5.00 p.m. for the purpose of determining shareholders' entitlements to the proposed tax exempt (one-tier) final dividend of 1.0 Singapore cent per ordinary share for the financial year ended December 31, 2019 (the "Proposed Dividend").

Duly completed transfers received by the Company's Registrar, Tricor Barbinder Share Registration Services of 80 Robinson Road, #02-00, Singapore 068898, up to 5.00 p.m. on June 26, 2020 will be registered to determine shareholders' entitlement to the Proposed Dividend. Members whose securities accounts with the Central Depository (Pte) Limited ("CDP") are credited with the shares as at 5.00 p.m. on June 26, 2020 will be entitled to such Proposed Dividend.

The Proposed Dividend, if approved at the Annual General Meeting to be held on June 18, 2020, will be paid on July 3, 2020.

**By Order of the Board**

Lo Swee Oi  
Company Secretary  
May 27, 2020  
Singapore

**Explanatory Notes:**

- Detailed information pursuant to Rule 720(6) of the Listing Manual of SGX-ST on Ms Mai Ah Ngo can be found under the section entitled "Additional Information on Director Seeking Re-election" on pages 178 to 189 of 2019 Annual Report of the Company
- Detailed information pursuant to Rule 720(6) of the Listing Manual of SGX-ST on Mr Peter Chan Pee Teck can be found under the section entitled "Additional Information on Director Seeking Re-election" on pages 178 to 189 of 2019 Annual Report of the Company.
- Detailed information pursuant to Rule 720(6) of the Listing Manual of SGX-ST on Mr John Lim Hwee Chiang can be found under the section entitled "Additional Information on Director Seeking Re-election" on pages 178 to 189 of 2019 Annual Report of the Company.
- The proposed ordinary resolution 8 above, if passed, will empower the directors from the date of the above Meeting until the date of the next Annual General Meeting to allot and issue shares and convertible securities in the Company up to an amount not exceeding fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to twenty per centum (20%) may be issued other than on a pro rata basis.
- The proposed ordinary resolutions 9 to 12 are to seek approval from the shareholders via a Two-Tier Voting process for Mr Chan and Mr Lim to continue in office as independent non-executive directors of the Company for a three-year term, with effect from the passing of these resolutions proposed at the forthcoming AGM, until the conclusion of the third annual general meeting of the Company following the passing of these resolutions.

The Board seeks to strike an appropriate balance between tenure of service, continuity of experience and refreshment of the Board. Such refreshment process of the Board will take some time and cannot happen overnight in order to maintain stability to the Board. Furthermore, the Company benefits from such directors who have, over time, gained valuable insights into the Group, its market and the industry.

The Nomination Committee and the Board have determined that Mr Chan and Mr Lim remain objective and independent-minded in Board deliberations. Their vast experience enables them to provide the Board and the various Board Committees on which they serve, with pertinent experience and competence to facilitate sound decision-making and that their length of service does not in any way interfere with their exercise of independent judgment nor hinder their ability to act in the best interests of the Company. Additionally, they fulfil the definition of independent directors of the SGX-ST Listing Rules and the 2018 Code. More importantly, the Board trust that they are able to continue to discharge their duties independently with integrity and competency.

**NOTES:**

- The AGM will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "Order"), and as amended by COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020. Printed copies of this Notice of AGM will not be sent to members. Instead, this Notice will be published on the Company's website at <https://www.teckwah.com.sg/Upload/AnnualReport> and on the SGX-ST website at <https://www.sgx.com/securities/company-announcements>.
- Pursuant to the Order, the Company will implement alternative arrangements relating to attendance at the AGM by electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or audio-only means), submission of questions to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Company's announcement dated May 27, 2020. The announcement may be accessed at the Company's website at <https://www.teckwah.com.sg/Upload/FinancialAnnouncement> under FY2019 and on the SGX-ST website at <https://www.sgx.com/securities/company-announcements>.

**Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** The proxy form for the AGM will be published on the Company's website at <https://www.teckwah.com.sg/Upload/FinancialAnnouncement> under FY2019 and on the SGX-ST website at <https://www.sgx.com/securities/company-announcements>.

- Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on June 8, 2020.

- The Chairman of the Meeting, as proxy, need not be a member of the Company.

- The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:

- if submitted electronically, be submitted via email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com); or
- if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services of 80 Robinson Road, #02-00, Singapore 068898.

in either case, at least 72 hours before the time for the AGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before scanning and sending it by email to the email address provided above, or submitting it by post to the address provided above.

**In view of the current COVID-19 restriction orders in Singapore, which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

- The Annual Report for the financial year ended December 31, 2019 ("Annual Report 2019") may be accessed at the Company's website at <https://www.teckwah.com.sg/Upload/AnnualReport> and the SGX-ST website at <https://www.sgx.com/securities/company-announcements>.

**Personal data privacy:**

By submitting an instrument appointing the Chairman of the Meeting as proxy to vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

# TECKWAH INDUSTRIAL CORPORATION LTD

Company Registration No. 197201105E  
(Incorporated in the Republic of Singapore)

## ANNUAL GENERAL MEETING PROXY FORM

Important
1 The Annual General Meeting ("AGM") will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "Order"), and as amended by COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
2 Pursuant to the Order, the Company will implement alternative arrangements relating to attendance at the AGM by electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or audio-only means), submission of questions to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Company's announcement dated May 27, 2020. The announcement may be accessed at the Company's website at <a href="https://www.teckwah.com.sg/FinancialAnnouncements">https://www.teckwah.com.sg/FinancialAnnouncements</a> under FY2019 and on the SGX website at <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> .
<b>3 Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.</b>
4 For investors who have used their CPF monies to buy shares in the Company, this proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
5. CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on June 8, 2020.
6. By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated May 27, 2020 which may be accessed at the Company's website at <a href="https://www.teckwah.com.sg/FinancialAnnouncements">https://www.teckwah.com.sg/FinancialAnnouncements</a> under FY2019 and on the SGX website at <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> .
<b>7 Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member's proxy to vote on his/her/its behalf at the Annual General Meeting.</b>

I/We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Company  
Registration No.) of \_\_\_\_\_ (Address)

being a member/members of TECKWAH INDUSTRIAL CORPORATION LTD hereby appoint the Chairman of the Meeting, as my/our proxy/proxies to vote for me/us on my/our behalf, at the AGM of the Company to be held wholly by way of electronic means on Thursday, June 18, 2020 at 10.00 a.m. and at any adjournment thereon in the following manner:

No.	Resolutions	For*	Against*	Abstain*
1.	Adoption of Directors' Statement and Audited Financial Statements			
2.	Declaration of a final one-tier tax-exempt dividend			
3.	Re-election of Ms Mai Ah Ngo			
4.	Re-election of Mr Peter Chan Pee Teck			
5.	Re-election of Mr John Lim Hwee Chiang			
6.	Re-appointment of Auditors			
7.	Approval of Directors' Fees			
8.	Authority to issue additional shares pursuant to Section 161 of the Companies Act, Cap. 50.			
9.	Approval for the continued appointment of Mr Peter Chan Pee Teck, as an independent director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022)			
10.	Approval for the continued appointment of Mr Peter Chan Pee Teck, as an independent director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022)			
11.	Approval for the continued appointment of Mr John Lim Hwee Chiang, as an independent director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022)			
12.	Approval for the continued appointment of Mr John Lim Hwee Chiang, as an independent director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from January 1, 2022)			

(\*Please indicate your vote "For", "Against" or "Abstain" with an "X" within the box provided. Alternatively, please indicate the number of votes "For" or "Against" within the box provided. If you wish the Chairman of the Meeting as your proxy to "Abstain" from voting on a resolution, please indicate "X" in the "Abstain" box in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to abstain from voting in that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.)

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020.

<b>Total No. of Shares Held</b>	
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Signature(s) of Member(s) or Common Seal

\*Delete where inapplicable

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**IMPORTANT: PLEASE READ NOTES BEFORE COMPLETING THIS PROXY FORM**

**Notes:**

1 If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members, he should insert the aggregate number. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.

2 Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. Please note that a member may not vote at the AGM otherwise than by way of appointing the Chairman of the Meeting as the member's proxy.

Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 4.00 p.m. on June 8, 2020.

3 The Chairman of the Meeting, as proxy, need not be a member of the Company.

4 The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:

(i) if submitted electronically, be submitted via email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com); or

(ii) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services of 80 Robinson Road, #02-00, Singapore 068898.

in either case, by no later than **June 15, 2020, 10.00 a.m.**, being at least 72 hours before the time for holding the AGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before scanning and sending it by email to the email address provided above, or submitting it by post to the address provided above.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.**

5 The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointer or his attorney duly authorised in writing. Where the instrument appointing the Chairman of Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its authorised officer(s) or its attorney duly authorised.

6 Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) if the instrument appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the instrument of proxy, if the instrument appointing the Chairman of the Meeting as proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.

7 The Company shall be entitled to reject an instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument appointing Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of members whose shares entered against their names in the Depository Register, the Company may reject an instrument appointing the Chairman of the Meeting as proxy lodged or submitted if such members are not shown to have shares against their names in the Depository Register as at 72 hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company.

8 Members should take note that once this proxy form is submitted electronically via email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com) or lodged with the Company's Share Registrar, they cannot change their vote as indicated in the box provided above.



## **ANNUAL GENERAL MEETING TO BE HELD ON 18 JUNE 2020**

1. **Background.** Teckwah Industrial Corporation Ltd (“**Teckwah**” or the “**Company**”) refers to:
  - (a) its announcement of April 8, 2020 on the extension of time of 60 days granted by SGX RegCo and ACRA to the Company to hold its annual general meeting (“AGM”) latest by 29 June 2020;
  - (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on April 7, 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
  - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”), and as amended by COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
2. **Date, time and conduct of AGM.** Teckwah is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Thursday, June 18, 2020 at 10.00 a.m.** (Singapore time).
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be published on our corporate website and on the SGX website. There will not be printed copies of these documents sent to shareholders.
4. **No personal attendance at AGM.** Due to the current COVID-19 restriction orders in Singapore, **shareholders will not be able to attend the AGM in person.**
5. **Alternative arrangements for participation at the AGM.** Shareholders may participate at the AGM by:
  - (a) observing and / or listening to the AGM proceedings via live audio-visual webcast or audio-only means;
  - (b) submitting questions in advance of the AGM; and
  - (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the Appendix to this announcement.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold Teckwah shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF and SRS investors, and who wish to participate in the AGM by:
  - (a) observing and / or listening to the AGM proceedings via live audio-visual webcast or audio-only means;
  - (b) submitting questions in advance of the AGM; and / or
  - (c) appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM,should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.
7. **Annual Report 2019.** The Annual Report 2019 has been published on our corporate website at <https://www.teckwah.com.sg/Upload/AnnualReport> and on the SGX website at <https://www.sgx.com/securities/company-announcements>.
8. **Record and payment dates for final dividend.** The Register of Members and Share Transfer Books of the Company will be closed on June 26, 2020 to determine members' entitlements to the proposed dividend. Duly completed transfers of shares received by the Company's Share Registrar, Tricor Barbinder Share Registration Services of 80 Robinson Road, #02-00, Singapore 068898, up to 5.00 p.m. on June 26, 2020 (the "**Record Date**") will be registered to determine members' entitlements to the proposed dividend. Subject as aforesaid, members whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 p.m. on the Record Date will be entitled to the proposed dividend. The proposed dividend, if approved by members at the AGM, will be paid on July 3, 2020.
9. **Further information.** Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the Appendix to this announcement.
10. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders should check at the URL <http://teckwah.avalease.sg> for the latest updates on the status of the AGM.

The Company would like to thank all shareholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

By order of the Board

Lo Swee Oi  
Company Secretary  
May 27, 2020



**APPENDIX**  
**Steps for pre-registration, pre-submission of questions and voting at the AGM**

Shareholders will be able to observe and/or listen to the AGM proceedings through a live audio-visual webcast or audio-only means via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	<b>Pre- registration</b>	<p>To access the live webcast and the audio-only means, members need to register by no later than June 15, 2020, 10.00 a.m. being 72 hours before the time fixed for the AGM ("<b>Registration Deadline</b>") to enable the Company to verify their status. Authenticated members will receive an email a day before the AGM, containing the link and the telephone number through which the live webcast and the audio-only means can be accessed, and the login details and credentials.</p> <p>Members can register at the URL <a href="http://teckwah.availease.sg">http://teckwah.availease.sg</a> from 9.00 a.m. on May 27, 2020 and we advise all members to register as early as possible.</p> <p>Members are advised to also check the Junk folder of their emails in case the emails are directed there instead of Inbox.</p> <p>Members who registered by the Registration Deadline but do not receive an email response by June 17, 2020, 12 noon may contact us by email at <a href="mailto:agm-fy2019@teckwah.com.sg">agm-fy2019@teckwah.com.sg</a>.</p>
2.	<b>Submit questions in advance</b>	<p><b>Submission of questions.</b> Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p>(a) <b>Via pre-registration website.</b> Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website at the URL <a href="http://teckwah.availease.sg">http://teckwah.availease.sg</a>. Pre-registration commences from 9.00 a.m. on May 27, 2020.</p> <p>(b) <b>By post.</b> Shareholders may also submit their questions by post to Teckwah Industrial Corporation AGM 2020 at 51 Tai Seng Avenue #05-01 Singapore 533941. When sending in your questions by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold shares in Teckwah (e.g., via CDP, CPF or SRS).</li> </ul> <p><b>Deadline to submit questions.</b> All questions must be submitted by <b>10.00 a.m. on June 15, 2020.</b></p> <p><b>Addressing questions.</b> We will endeavour to address substantial and relevant questions received from shareholders during the AGM through live audio-visual webcast and audio-only means. If we are unable to address all substantial and relevant questions at the AGM, we may choose to publish our responses to questions on our corporate website and on SGXNet prior to the AGM.</p>



No.	Steps	Details
3.	<b>Submit proxy forms to vote</b>	<p><b>Appointment of Chairman of the Meeting as proxy.</b> Shareholders (whether individual or corporate) who pre-register to observe and / or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p><b>Specific voting instructions to be given.</b> Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p><b>Submission of proxy forms.</b> Proxy forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> <li>(i) if submitted electronically, be submitted via email to <a href="mailto:sg.is.proxy@sg.tricorglobal.com">sg.is.proxy@sg.tricorglobal.com</a>; or</li> <li>(ii) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services of 80 Robinson Road, #02-00, Singapore 068898.</li> </ul> <p>in either case, by no later than <b>June 15, 2020, 10.00 a.m.</b>, being at least 72 hours before the time for holding the AGM.</p> <p>A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before scanning and sending it by email to the email address provided above, or submitting it by post to the address provided above.</p> <p><b>In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.</b></p> <p>CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by <b>10.00 a.m. on June 8, 2020.</b></p>
4.	<b>Annual General Meeting on Thursday, June 18, 2020 at 10.00 a.m.</b>	<ul style="list-style-type: none"> <li>• Follow the instructions in the Confirmation Email to access the live webcast of the AGM proceedings; or</li> <li>• Call the telephone number and enter the conference code in the Confirmation email to access the live audio-only means of the AGM proceedings.</li> </ul>