

**TUNG LOK RESTAURANTS (2000) LTD**  
(Incorporated in the Republic of Singapore)  
Registration No. 200005703N

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the 10th Annual General Meeting of **TUNG LOK RESTAURANTS (2000) LTD** will be held at Orchard Parade Hotel, 1 Tanglin Road, Level 2, Antica Ballroom, Singapore 247905 on Friday, 23 July 2010 at 11.00 a.m. for the following purposes: -

**ORDINARY BUSINESS**

1. To receive the audited accounts for the financial year ended 31 March 2010 and the Reports of the Directors and Auditors. **(Resolution 1)**
2. To approve Directors' fees of \$150,000/- for the financial year ended 31 March 2010. (2009 : \$150,000/-) **(Resolution 2)**
3. To re-elect Ms Juliette Lee Hwee Khoo as a Director, who retires in accordance with Article 91 of the Company's Articles of Association. **(Resolution 3)**
4. To pass the following Ordinary Resolutions :- **(Resolution 4)**
  - (a) "That pursuant to Section 153(6) of the Companies Act, Cap 50, Mr Ch'ng Jit Koon be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting."  
  
Mr Ch'ng Jit Koon will, upon re-appointment as a Director of the Company, remain as a member of the Audit Committee, Nominating Committee and Chairman of the Remuneration Committee and will be considered independent.
  - (b) "That pursuant to Section 153(6) of the Companies Act, Cap 50, Dr Tan Eng Liang be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting."  
  
Dr Tan Eng Liang will, upon re-appointment as a Director of the Company, remain as Chairman of the Audit Committee, a member of Nominating Committee and Remuneration Committee and will be considered independent.
5. To re-appoint Deloitte & Touche LLP as Auditors and to authorise the Directors to fix their remuneration. **(Resolution 6)**

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**SPECIAL BUSINESS**

6. To consider and, if thought fit, to pass the following as an Ordinary Resolution, with or without modifications: -

“THAT pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the SGX-ST Listing Manual, authority be and is hereby given to the Directors of the Company to: **(Resolution 7)**

- (i) issue shares in the capital of the Company 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) 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, in their absolute discretion deem fit; and

- (iii) (notwithstanding that 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 whilst this resolution was in force.

provided THAT :

- (a) the aggregate number of shares to be issued pursuant to this resolution does not exceed 100% of the total number of issued shares in the Company (excluding treasury shares), of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company does not exceed 50% of the total number of issued shares in the capital of the Company (excluding treasury shares);
- (b) for the purpose of determining the aggregate number of shares that may be issued under paragraph (a) above, the percentage of issued shares shall be based on the total number of issued shares in the capital of the Company (excluding treasury shares) at the time this resolution is passed, after adjusting for (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding at the time this resolution is passed, and (ii) any subsequent bonus issue, consolidation or subdivision of shares; and
- (c) unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next annual general meeting of the Company or when it is required by law to be held, whichever is the earlier.” *(Please see Explanatory Note)*

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7. To transact any other ordinary business of an Annual General Meeting of which due notice shall have been given.

**By Order of the Board**

**STELLA CHAN**

Secretary  
Singapore, 6 July 2010

**EXPLANATORY NOTE ON SPECIAL BUSINESS TO BE TRANSACTED :**

**Resolution 7**

Resolution 7 is to authorise the Directors of the Company to issue shares in the capital of the Company up to an amount not exceeding in aggregate 100 percent (100%) of the total number of issued shares in the capital of the Company, excluding treasury shares, at the time of the passing of this resolution, of which the aggregate number of shares to be issued other than on a pro-rata basis to the shareholders of the Company does not exceed fifty percent (50%) of the total number of issued shares in the capital of the Company, excluding treasury shares.

**NOTES :**

- 1) A member entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- 2) The instrument appointing a proxy must be deposited at the Company's Registered Office, 1 Sophia Road #05-03, Peace Centre, Singapore 228149, not less than 48 hours before the time fixed for holding the Meeting.

***This announcement has been reviewed by the Company's sponsor, KW Capital Pte. Ltd., for compliance with the relevant rules of the Exchange. The Company's Sponsor has not independently verified the contents of this announcement.***

***This announcement has not been examined or approved by the Exchange and the Exchange 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 details of the contact person for the Sponsor is: -***

***Name: Mr Hoon Tai Meng (Registered Professional, KW Capital Pte. Ltd.)  
Address: 80 Raffles Place, #25-01 UOB Plaza 1, Singapore 048624  
Tel: 6238 3377***