Annual General Meeting::Voluntary

Issuer & Securities

Issuer/ Manager	NEW TOYO INTERNATIONAL HOLDINGS LTD
Security	NEW TOYO INT HLDGS LTD - SG1E32850828 - N08

Announcement Details

Announcement Title	Annual General Meeting
Date & Time of Broadcast	09-Apr-2014 17:11:23
Status	New
Announcement Reference	SG140409MEET1FHO
Submitted By (Co./ Ind. Name)	Lee Wei Hsiung
Designation	Company Secretary
Financial Year End	31/12/2013

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attachment.

Event Dates

Meeting Date and Time	25/04/2014 10:00:00
Response Deadline Date	23/04/2014

Event Venue(s)

Place

Venue(s)	Venue details
Meeting Venue	39 Scotts Road, Ballroom TopazALL, Sheraton Towers, Singapore 228230

Attachments	NTIH_Notice of 18th AGM.pdf Total size =43K

NEW TOYO INTERNATIONAL HOLDINGS LTD
Registration No.: 199601387D
(Incorporated in the Republic of Singapore)

Notice of 18th Annual General Meeting

NOTICE IS HEREBY GIVEN that the 18th Annual General Meeting of the Company will be held at 39 Scotts Road, Ballroom TopazALL, Sheraton Towers, Singapore 228230 on 25 April 2014 at 10.00 a.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2013 and the Reports of the Directors and the Auditors thereon. **(Resolution 1)**
2. To declare a final tax exempt (1-tier) dividend of 0.90 Singapore cents per ordinary share for the financial year ended 31 December 2013. **(Resolution 2)**
3. To approve the Directors' fees of S$350,000 for the financial year ending 31 December 2014, to be paid quarterly in arrears. (2013: S$350,000) **(Resolution 3)**
4. To note the retirement of the following Directors of the Company, who have decided not to seek re-election/re-appointment:
   (i) Mr Gary Yen (Article 91)
   (ii) Mr Ronnie Teo Heng Hock (Article 97)
   (iii) Prof. Lee Chang Leng Brian (Section 153(6) of the Companies Act, Chapter 50)
5. To re-elect the following Directors of the Company retiring pursuant to Articles 91 and 97 of the Articles of Association of the Company:
   (i) Tengku Tan Sri Dr Mahaleel bin Tengku Ariff (Article 91) **(Resolution 4)**
   (ii) Ms Angela Heng Chor Kiang (Article 97) **(Resolution 5)**
   (iii) Mr Lim Teck Leong David (Article 97) **(Resolution 6)**
   (See Explanatory Note 1)
6. To re-appoint KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 7)**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following ordinary resolutions with or without modifications:

7. Authority to issue shares and convertible securities. **(Resolution 8)**
   "That, pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the directors of the Company to issue shares and convertible securities in the Company 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, provided that the aggregate number of shares and convertible securities to be issued pursuant to this resolution does not exceed 50% of the Company's total number of issued shares excluding treasury shares, of which the aggregate number of shares and convertible securities to be issued other than on a pro-rata basis to shareholders of the Company does not exceed 20% of the Company's total number of issued shares excluding treasury shares, and for the purpose of this resolution, the total number of issued shares excluding treasury shares is based on the Company's total number of issued shares excluding treasury shares at the time this resolution is passed (after adjusting for new shares arising from the conversion of convertible securities on issue at the time this resolution is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares), and 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 the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier."
   (See Explanatory Note 2)
8. To transact any other business which may be properly transacted at an Annual General Meeting.

NOTICE OF BOOKS CLOSURE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed from 6 May 2014 after 5.00 p.m. to 7 May 2014 (both dates inclusive) for the purpose of determining Members' entitlements to the final dividend to be proposed at the 18th Annual General Meeting of the Company to be held on 25 April 2014.

Duly completed registrable transfers in respect of the shares in the Company received up to the close of business at 5.00 p.m. on 6 May 2014 by the Company's Share Registrar, Tricor Barbinder Share Registration Services, 80 Robinson Road, #02-00, Singapore 068898 will be registered to determine Members' entitlements to such dividend. Members whose Securities Accounts with The Central Depository (Pte) Ltd are credited with shares in the Company as at 5.00 p.m. on 6 May 2014 will be entitled to such proposed dividend.

The proposed final dividend, if approved at the 18th Annual General Meeting, will be paid on 16 May 2014.

By Order of the Board

Lee Wei Hsiung
Company Secretary
10 April 2014

Notes:

1. A Member of the Company entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote in his stead.
2. A proxy need not be a Member of the Company.
3. If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
4. The instrument appointing a proxy must be deposited at the registered office of the Company at 80 Robinson Road, #02-00, Singapore 068898 not later than 48 hours before the time appointed for the Meeting.

Explanatory Notes:

1. Ordinary Resolution 4 is for the re-election of Tengku Tan Sri Dr Mahaleel bin Tengku Ariff as a Director of the Company who retires by rotation at the Annual General Meeting.

   Ordinary Resolution 5 is for the re-election of Ms Angela Heng Chor Kiang as a Director of the Company who joined the Board of Directors of the Company on 27 March 2014. Ms Angela Heng Chor Kiang will, upon re-election as a Director of the Company, be the Executive Chairman of the Company at the conclusion of the Annual General Meeting.

   Ordinary Resolution 6 is for the re-election of Mr Lim Teck Leong David as a Director of the Company who joined the Board of Directors of the Company on 27 March 2014.

   The Directors who have offered themselves for re-election have each confirmed that, they do not have any relationships (including immediate family relationships) with the other Directors, the Company or its 10% shareholders. The current directorships in other listed companies and details of other principal commitments held by each of these Directors are set out on pages 7 to 9 of this Annual Report.
2. Ordinary Resolution 8, if passed, will empower the Directors of the Company to issue shares and convertible securities in the Company provided that the aggregate number of shares and convertible securities to be issued does not exceed 50% of the Company's total number of issued shares excluding treasury shares, of which the aggregate number of shares and convertible securities to be issued other than on a pro-rata basis to shareholders of the Company does not exceed 20% of the Company's total number of issued shares excluding treasury shares for such purposes as they consider would be in the interests of the Company. The total number of issued shares excluding treasury shares is based on the Company's total number of issued shares excluding treasury shares at the time this resolution is passed after adjusting for new shares arising from the conversion of convertible securities on issue at the time the resolution is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares. This authority will, unless revoked or varied at a general meeting, expire at the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.