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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Tat Hong Equipment Service Co., Ltd., you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Tat Hong Equipment Service Co., Ltd.
達豐設備服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2153)

PROPOSALS FOR
(1) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL
STATEMENTS AND
THE REPORTS OF THE DIRECTORS AND
THE AUDITORS,
(2) RE-ELECTION OF RETIRING DIRECTORS,
(3) APPOINTMENT OF AUDITORS,
(4) MANDATES TO ISSUE SHARES AND BUY-BACK SHARES
AND
(5) NOTICE OF 2023 ANNUAL GENERAL MEETING

Unless the context otherwise requires, capitalized terms used in this cover page shall have the same meanings as those defined in the section headed “Definitions” in this circular.

A notice convening the 2023 AGM of Tat Hong Equipment Service Co., Ltd. to be held at 10:00 a.m. on Thursday, 28 September 2023 at Room 601, Building 8, PortMix, No. 2377 Shenkun Road, Minhang District, Shanghai, the PRC, at which, among other things, the above proposals will be considered, which set out on pages 23 to 26 of this circular.

Whether or not you intend to attend the 2023 AGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company as soon as possible and in any event not less than 48 hours before the time of the meeting (i.e. not later than 10:00 a.m. on Tuesday, 26 September 2023) or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish.

31 August 2023

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RESPONSIBILITY STATEMENT

This circular, for which the Directors (as defined herein) collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules (as defined herein) for the purpose of giving information with regard to the Company. The Directors (as defined herein), having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this circular misleading.

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

| | |
|----------------------|---|
| “2023 AGM” | the 2023 annual general meeting of the Company to be convened and held at 10:00 a.m. on Thursday, 28 September 2023 at Room 601, Building 8, PortMix, No. 2377 Shenkun Road, Minhang District, Shanghai, the PRC, notice of which is set out on pages 23 to 26 of this circular and any adjournment thereof |
| “Articles” | the articles of association of the Company as amended, supplemental or modified from time to time |
| “associates” | has the meaning as defined under the Listing Rules |
| “Audit Committee” | the audit committee of the Company |
| “Board” | the board of Directors |
| “Buy-back Mandate” | a general unconditional mandate proposed to be granted to the Directors at the 2023 AGM to buy back such number of issued and fully paid Shares not exceeding 10% of the total number of Shares in issue as at the date of passing of the relevant resolution granting such mandate |
| “Changzhou Tat Hong” | Changzhou Tat Hong Zhaomao Machinery Construction Co., Ltd.* (常州達豐兆茂機械工程有限公司) |
| “Chwee Cheng & Sons” | Chwee Cheng & Sons Pte Ltd |
| “close associates” | has meaning defined in the Listing Rules |
| “Companies Act” | the Companies Act, Cap.22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time |

DEFINITIONS

| | |
|--------------------------|---|
| “Company” | Tat Hong Equipment Service Co., Ltd., an exempted company incorporated under the laws of Cayman Islands with limited liability on 26 August 2014 |
| “core connected persons” | has the meaning as defined in the Listing Rules |
| “Director(s)” | director(s) of the Company |
| “Extension Mandate” | a general and unconditional mandate proposed to be granted to the Directors to the effect that any Shares bought-back under the Buy-back Mandate will be added to the total number of Shares which may be allotted and issued under the Issue Mandate |
| “Group” | the Company and its subsidiaries |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |
| “HK\$” and “cents” | Hong Kong dollars and cents, the lawful currency of Hong Kong |
| “Huaxing Tat Hong” | China Nuclear Huaxing Tat Hong Machinery Construction Co., Ltd.* (中核華興達豐機械工程有限公司), formerly known as Jiangsu China Nuclear Huaxing Machinery Construction Co., Ltd.* (江蘇中核華興建築機械施工有限公司) |
| “Issue Mandate” | a general and unconditional mandate proposed to be granted to the Directors at the 2023 AGM to allot, issue and deal with not exceeding 20% of the total number of Shares in issue as at the date of passing of the relevant resolution granting such mandate |
| “Jiangsu Hengxingmao” | Jiangsu Hengxingmao Financial Leasing Co., Ltd.* (江蘇恒興茂融資租賃有限公司) |

DEFINITIONS

| | |
|---------------------------|--|
| “Latest Practicable Date” | 28 August 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein |
| “Listing Date” | 13 January 2021, being the date on which the Shares were listed on the Main Board of the Stock Exchange |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “Memorandum” | the memorandum of association of the Company as amended, supplemental or modified from time to time |
| “Mr. Ng” | Ng San Tiong |
| “Nomination Committee” | the nomination committee of the Company |
| “PRC” | the People’s Republic of China, for the purpose of this circular, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “Prospectus” | prospectus of the Company dated 30 December 2020 |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “SFO” | the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| “Shanghai Tat Hong” | Shanghai Tat Hong Construction Services Co., Ltd.* (上海達豐建築服務有限公司), formerly known as Shanghai Tat Hong Equipment Rental Co., Ltd.* (上海達豐機械租賃有限公司) |
| “Share(s)” | ordinary share(s) of US\$0.08 each in the share capital of the Company |
| “Shareholder(s)” | holder(s) of the Shares |

DEFINITIONS

| | |
|--------------------------|---|
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Takeovers Code” | the Codes on Takeovers and Mergers and Share Buy-backs, as amended, supplemented or otherwise modified from time to time |
| “Tat Hong Belt Road” | Tat Hong Belt Road Pte. Ltd. |
| “Tat Hong China” | Tat Hong Equipment (China) Pte. Ltd. |
| “Tat Hong Holdings” | Tat Hong Holdings Ltd |
| “Tat Hong International” | Tat Hong International Pte Ltd |
| “Tat Hong Zhaomao” | Tat Hong Zhaomao Investment Group Co., Ltd.* (達豐兆茂投資集團有限公司), formerly known as Tat Hong Zhaomao Investment Co., Ltd. (達豐兆茂投資有限公司) |
| “THSC Investments” | THSC Investments Pte. Ltd. |
| “TH60 Investments” | TH60 Investments Pte. Ltd. |
| “US\$” | United States dollars, the lawful currency of the United States |
| “Zhongjian Tat Hong” | Jiangsu Zhongjian Tat Hong Machinery Construction Co., Ltd.* (江蘇眾建達豐機械工程有限公司), formerly known as Jiangsu Zhenghe Tat Hong Machinery Rental Co., Ltd.* (江蘇正和達豐機械租賃有限公司), Jiangsu Zhongjian Tat Hong Machinery Rental Co., Ltd.* (江蘇中建達豐機械租賃有限公司) and Jiangsu Zhongjian Tat Hong Machinery Construction Co., Ltd.* (江蘇中建達豐機械工程有限公司) |
| “%” | per cent. |

LETTER FROM THE BOARD

Tat Hong Equipment Service Co., Ltd.

達豐設備服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2153)

Executive Directors

Mr. Yau Kok San (*Chief Executive Officer*)

Mr. Lin Han-wei (*Chief Operating Officer*)

Non-executive Directors

Mr. Ng San Tiong (*Chairman*)

Mr. Sun Zhaolin

Mr. Liu Xin

Mr. Guo Jinjun

Independent Non-executive Directors

Ms. Pan I-Shan

Mr. Wan Kum Tho

Dr. Huang Chao-Jen

Registered address

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Principal place of business in Hong Kong

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai

Hong Kong

31 August 2023

To Shareholder(s)

Dear Sir or Madam,

PROPOSALS FOR
(1) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL
STATEMENTS AND THE REPORTS OF THE DIRECTORS AND
THE AUDITORS,
(2) RE-ELECTION OF RETIRING DIRECTORS,
(3) APPOINTMENT OF AUDITORS,
(4) MANDATES TO ISSUE SHARES AND BUY-BACK SHARES
AND
(5) NOTICE OF 2023 ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed at the 2023 AGM to seek approval of the Shareholders in respect of, among other matters, (i) the adoption of the audited consolidated financial statements and the reports of the

LETTER FROM THE BOARD

Directors and the Auditors for the year ended 31 March 2023; (ii) the proposed re-election of retiring Directors; (iii) the proposed appointment of auditors of the Company; (iv) the granting of the general mandates to the Directors to issue and allot Shares and to buy-back Shares; and (v) the granting of Extension Mandate.

2. RESOLUTION (1) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND THE AUDITORS FOR THE YEAR ENDED 31 MARCH 2023

The audited consolidated financial statements of the Group for the year ended 31 March 2023 together with the reports of the Directors and the Auditors, are set out in the 2023 annual report of the Company and has been sent to the Shareholders on 26 July 2023. The 2023 annual report can be viewed and downloaded from the Company's website (www.tathongchina.com) and the Stock Exchange's website (www.hkexnews.hk). The audited consolidated financial statements have been reviewed by the Audit Committee.

3. RESOLUTION (2) RE-ELECTION OF RETIRING DIRECTORS

The Board currently consists of nine Directors, namely, Mr. Yau Kok San (Chief Executive Officer), Mr. Lin Han-wei (Chief Operating Officer), Mr. Ng (Chairman), Mr. Sun Zhaolin, Mr. Liu Xin, Mr. Guo Jinjun, Ms. Pan I-Shan, Mr. Wan Kum Tho and Dr. Huang Chao-Jen.

In accordance with Article 84 of the Articles, at each annual general meeting one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest to but not less than one-third, shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at least once every three years.

Accordingly, Mr. Ng, Mr. Sun Zhaolin (“**Mr. Sun**”) and Mr. Wan Kum Tho (“**Mr. Wan**”) shall retire at the 2023 AGM and being eligible, offer themselves for re-election.

The re-election of the retiring Directors has been reviewed by the Nomination Committee which recommended to the Board that the re-election be proposed for Shareholders' approval at the 2023 AGM. The nominations were made in accordance with the Nomination Policy of the Company and the objective criteria for the nominations, including but not limited to, gender, age, cultural and educational background, professional experience, skills, knowledge and length of service, with due regard for the benefits of diversity as set out under the Board diversity policy of the Company.

LETTER FROM THE BOARD

In recommending, each of Mr. Ng and Mr. Sun to stand for re-election as Non-executive Directors and Mr. Wan to stand for re-election as Independent Non-executive Director, the Nomination Committee has considered the following backgrounds and attributes of the nominees concerned:

- (a) Mr. Ng has more than 45 years of experience in the engineering and tower crane solution service industry in Singapore. He obtained a Bachelor's Degree of Science (Honours) from the Loughborough University of Technology in July 1976.
- (b) Mr. Sun has more than 25 years of experience in the field of construction machinery manufacturing.

In July 2005, Mr. Sun received the Liaoning Province Outstanding Business Entrepreneur Award* (遼寧省優秀民營企業家) from the Liaoning Province Small-Medium Enterprise Association* (遼寧省中小企業聯合會). In April 2006, Mr. Sun received the Model Labour Award* (遼寧省勞動模範) for Year 2005 from Liaoning Province People's Government* (遼寧省人民政府). In February 2013, he was awarded the Outstanding Contribution Award for the Year 2012* (2012年度支持商會建設突出貢獻獎) by Fushun Municipal Association of Industry and Commerce* (撫順市工商業聯合會) and Fushun Municipal General Chamber of Commerce* (撫順市總商會). In April 2014, he was named Fushun Municipal Outstanding Entrepreneur* (撫順市優秀企業家稱號) by Fushun City Federation of Trade Unions* (撫順市總工會). Mr. Sun was also a Member of the 8th, 9th and 10th Liaoning Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議遼寧省委員會).

- (c) Mr. Wan has more than 26 years of experience in the venture capital and private equity investment industry. He obtained a Bachelor's Degree of Business Administration from the National University of Singapore in July 1990. He completed the Berkeley Executive Program offered by the University of California, Berkeley in the U.S. in June 2002.

The Nomination Committee considered that with their different and diverse educational background and experience, the appointment of Mr. Ng, Mr. Sun and Mr. Wan as Directors will bring valuable perspectives, knowledge, skills and experiences to the Board for its efficient and effective functioning and their appointments will contribute to the diversity of the Board appropriate to the requirements of the Company's business.

* For identification purpose only

LETTER FROM THE BOARD

The Nomination Committee has also assessed the independence of Mr. Wan as an Independent Non-executive Director. Mr. Wan satisfied the Independence Guidelines set out in Rule 3.13 of the Listing Rules and has provided to the Company an annual written confirmation of his independence.

The biographical details of the above-mentioned retiring Directors proposed for re-election are set out in Appendix II to this circular.

4. RESOLUTION (3) APPOINTMENT OF AUDITORS

Reference is made to the announcement of the Company dated 25 August 2023 in relation to the change of auditors.

The Board has resolved not to re-appoint PricewaterhouseCoopers (“PwC”) as the auditors of the Company, and PwC will retire as the auditors of the Company upon expiration of their current term of office at the conclusion of the 2023 AGM and will not seek for re-appointment as the auditors of the Company at the 2023 AGM, as the Company and PwC could not reach a consensus in respect of the proposed auditor’s remuneration for the year ending 31 March 2024.

The Board, with the recommendation of the Audit Committee, has resolved to appoint RSM Hong Kong as the new auditors of the Company to fill the casual vacancy following the retirement of PwC with effect from the conclusion of the 2023 AGM and until the conclusion of the next annual general meeting, subject to the approval of the Shareholders at the 2023 AGM.

5. RESOLUTION (4) GRANTING OF ISSUE MANDATE TO ISSUE SHARES

At the annual general meeting of the Company held on 28 September 2022, the Directors have been granted a general and unconditional mandate to allot, issue and deal with any Shares. The Issue Mandate would expire:

- (a) at the conclusion of the 2023 AGM of the Company unless renewed by an ordinary resolution of the Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (b) at the expiration of the period within which the 2023 AGM of the Company is required by the Articles or the Companies Act or any other applicable laws of the Cayman Islands to be held; or
- (c) on the date on which such mandate is revoked or varied by an ordinary resolution of the Shareholders in a general meeting.

LETTER FROM THE BOARD

As at the Latest Practicable Date, the existing issue mandate has not been utilised and will lapse at the conclusion of the 2023 AGM. Therefore, an ordinary resolution will be proposed at the 2023 AGM that the Directors be granted a general and unconditional mandate to allot, issue and deal with new Shares not exceeding 20% of the total number of the issued share capital of the Company on the date of passing the relevant resolution. As at the Latest Practicable Date, a total of 1,166,871,250 Shares were in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no Shares will be issued or bought-back by the Company between the Latest Practicable Date and the 2023 AGM, the Company will be allowed under the Issue Mandate to issue a maximum of 233,374,250 Shares.

6. RESOLUTION (5) GRANTING OF BUY-BACK MANDATE TO BUY-BACK SHARES

The Directors have been granted a general and unconditional mandate to exercise the power of the Company to buy-back Shares at the annual general meeting of the Company held on 28 September 2022. The Buy-back Mandate would expire:

- (a) at the conclusion of the 2023 AGM of the Company unless renewed by an ordinary resolution of the Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (b) at the expiration of the period within which the 2023 AGM is required by the Articles or the Companies Act or any other applicable laws of the Cayman Islands to be held; or
- (c) on the date on which when such mandate is revoked or varied by an ordinary resolution of the Shareholders in a general meeting.

As at the Latest Practicable Date, the existing buy-back mandate has not been utilised and will lapse at the conclusion of the 2023 AGM. Therefore, an ordinary resolution will be proposed at the 2023 AGM that the Directors be granted a Buy-back Mandate to exercise all the powers of the Company to purchase or buy-back Shares not exceeding 10% of the total number of the issued share capital of the Company on the date of passing the relevant resolution.

The Company had in issue an aggregate of 1,166,871,250 Shares as at the Latest Practicable Date. Subject to the passing of the proposed resolutions for the approval of the Issue Mandate and the Buy-back Mandate and in accordance with the terms therein, the Company would be allowed to buy-back a maximum of 116,687,125 Share, on the basis that no further Shares will be issued or bought-back by the Company between the Latest Practicable Date to the date of the 2023 AGM.

LETTER FROM THE BOARD

An explanatory statement giving the particulars required under Rule 10.06(1)(b) of the Listing Rules in respect of the Buy-back Mandate to provide the Shareholders with all the information reasonably necessary to enable them to make an informed decision whether to vote for or against the resolution is set out Appendix I to this circular.

7. RESOLUTION (6) GRANTING OF EXTENSION MANDATE

In addition, subject to the passing of the resolutions to grant the Issue Mandate and the Buy-back Mandate, an ordinary resolution will be proposed at the 2023 AGM to authorise the Directors to extend the Issue Mandate by the amount of Shares purchased or bought-back by the Company pursuant to the authority granted to the Directors under the Buy-back Mandate provided that such extended amount shall not exceed 10% of the total number of the issued Shares as at the date of passing the resolution for approving the Buy-back Mandate.

The Issue Mandate and the Buy-back Mandate would expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company following the 2023 AGM; (b) the expiration of the period within which the next annual general meeting following the 2023 AGM of the Company is required by the Articles, the Companies Act or the applicable laws of Cayman Islands to be held; or (c) revocation or variation by an ordinary resolution of the Shareholders in a general meeting prior to the next annual general meeting of the Company.

8. 2023 ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the 2023 AGM is set out on pages 23 to 26 of this circular. At the 2023 AGM, ordinary resolutions will be proposed to approve, among other matters, the adoption of the audited consolidated financial statements and the reports of the Directors and the Auditors for the year ended 31 March 2023, the granting of the Issue Mandate, the Buy-back Mandate and the Extension Mandate, the re-election of retiring Directors and the appointment of auditors and authorise the Board to fix their remuneration.

A form of proxy for use at the 2023 AGM is enclosed herewith. If you are not able to attend and/or vote at the 2023 AGM in person, you are requested to complete the form of proxy and return it to Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company as soon as possible and in any event not less than 48 hours before the time of the 2023 AGM (i.e. not later than 10:00 a.m. on Tuesday, 26 September 2023) or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the 2023 AGM or any adjournment thereof should you so wish.

LETTER FROM THE BOARD

9. VOTING AT THE 2023 ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolutions to be considered and, if thought fit, approved at the 2023 AGM will be voted by way of a poll by the Shareholders. An announcement on the poll results will be made by the Company after the 2023 AGM, in the manner prescribed under Rule 13.39(5) of the Listing Rules.

10. CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the identity of the Shareholders entitled to attend and vote at the 2023 AGM, the register of members of the Company will be closed from Monday, 25 September 2023 to Thursday, 28 September 2023 both dates inclusive, during which period no transfer of Shares will be effected. All transfers forms accompanied by the relevant certificates must be lodged with Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 22 September 2023.

11. RECOMMENDATION

The Directors believe that the proposed granting of the Issue Mandate, the Buy-back Mandate and the Extension Mandate, the proposed re-election of retiring Directors and the proposed appointment of auditors are in the best interests of the Company and the Shareholders as a whole. The Directors believe that an exercise of the Issue Mandate and the Extension Mandate will enable the Company to take advantage of market conditions to raise additional capital for the Company. The Buy-back Mandate may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be exercised when the Directors believe that such buy-back of Shares will benefit the Company and the Shareholders. An exercise of the Buy-back Mandate in full may have a material adverse impact on the working capital and/or gearing position of the Company. The Directors do not, however, intend to make any buy-back in circumstances that would have a material adverse impact on the working capital requirements or the gearing levels of the Company. Accordingly, the Directors recommend the Shareholders to vote in favour of all the relevant resolutions to be proposed at the 2023 AGM.

12. GENERAL

Your attention is also drawn to the appendices to this circular.

LETTER FROM THE BOARD

13. MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,
By order of the Board
Tat Hong Equipment Service Co., Ltd.
Ng San Tiong
Chairman and Non-executive Director

APPENDIX I EXPLANATORY STATEMENT ON BUY-BACK MANDATE

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide the Shareholders with all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the ordinary resolution to approve the Buy-back Mandate.

1. LISTING RULES RELATING TO THE BUY-BACK OF SHARES

The Listing Rules permit companies whose primary listings are on the Stock Exchange to buy back their Shares on the Stock Exchange subject to certain restrictions.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,166,871,250 Shares. Subject to the passing of the ordinary resolution for buy-back of Shares and on the basis that no further new Shares are issued or bought-back up to the 2023 AGM, the Company would be allowed under the Buy-back Mandate to buy back a maximum of 116,687,125 Shares, representing 10% of the total issued Shares as at the date of the passing of the ordinary resolution for buy-back of Shares.

3. REASONS FOR BUY-BACK

The Directors believe that the Buy-back Mandate is in the best interests of the Company and the Shareholders. Such buy-back may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets of the Company and/or its earnings per Share and will only be made when the Directors believe that such a buy-back will benefit the Company and the Shareholders.

4. FUNDING OF BUY-BACK OF SHARES

Any buy-back of the Shares would be funded entirely from the cash flow or working capital facilities available to the Company, and will, in any event be made out of funds legally available for the purpose in accordance with the Articles and the applicable laws of the Cayman Islands and the Listing Rules. Such funds include, but are not limited to, profits available for distribution. Purchases may only be effected out of the profits of the Company or out of the proceeds of a fresh issue of Shares made for the purpose, or, if so authorized by its Articles and subject to the provisions of the Companies Act, out of capital. Any premium payable on a purchase over the par value of the Shares to be purchased must be provided for out of profits of the Company or out of the Company's share premium account, or, if so authorized by the Articles and subject to the provisions of the Companies Act, out of capital.

APPENDIX I EXPLANATORY STATEMENT ON BUY-BACK MANDATE

5. GENERAL

There might be a material adverse impact on the working capital or gearing position as compared with the position disclosed in the audited consolidated financial statements of the Company for the year ended 31 March 2023 in the event that the Buy-back Mandate were to be carried out in full at any time during the proposed buy-back period.

However, the Directors do not propose to exercise the Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

6. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous 12 months and up to the Latest Practicable Date were as follows:

| | Shares | |
|--|-------------|-------------|
| | Highest | Lowest |
| | <i>HK\$</i> | <i>HK\$</i> |
| 2022 | | |
| August | 1.18 | 1.05 |
| September | 1.17 | 0.95 |
| October | 1.20 | 1.01 |
| November | 1.14 | 1.06 |
| December | 1.49 | 1.06 |
| 2023 | | |
| January | 1.45 | 1.23 |
| February | 1.56 | 1.25 |
| March | 1.55 | 1.17 |
| April | 1.42 | 1.25 |
| May | 1.37 | 1.11 |
| June | 1.46 | 1.15 |
| July | 1.38 | 1.20 |
| August (up to and including the Latest Practicable Date) | 1.25 | 0.89 |

APPENDIX I EXPLANATORY STATEMENT ON BUY-BACK MANDATE

7. UNDERTAKING

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their close associates (as defined in the Listing Rules), have any present intention to sell any of his/her/its Shares to the Company under the Buy-back Mandate if the same is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Buy-back Mandate pursuant to the proposed resolution in accordance with the Listing Rules and the applicable laws of Cayman Islands.

8. CORE CONNECTED PERSON

No core connected person (as defined in the Listing Rules) has notified the Company that he/she/it has a present intention to sell his/her/its Shares to the Company, or has undertaken not to do so, in the event that the Buy-back Mandate is approved by the Shareholders.

9. TAKEOVERS CODE AND MINIMUM PUBLIC SHAREHOLDING

If on exercise of the powers of buy-back pursuant to the Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder (within the meaning under the Takeovers Code), could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

APPENDIX I EXPLANATORY STATEMENT ON BUY-BACK MANDATE

As at the Latest Practicable Date, the following are the controlling shareholders of the Company, according to the register of interests required to be kept by the Company under section 336 of the SFO:

| Name | Capacity | Number of Shares held <i>(Shares)</i> | Approximate percentage of shareholding <i>(%)</i> | Approximate percentage of shareholding if the Buy-back Mandate is exercised in full (for illustration purpose only) <i>(%)</i> |
|---|---|---|---|--|
| Tat Hong China | Beneficial interest and interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| Tat Hong International | Interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| Tat Hong Holdings | Interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| THSC Investments | Interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| TH60 Investments | Interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| Chwee Cheng & Sons | Interest in controlled corporations | 802,190,387 | 68.75 | 76.39 |
| Mr. Ng, Ng Sun Ho, Ng Sun Giam Roger and Ng San Wee | Trustee | 802,190,387 | 68.75 | 76.39 |

APPENDIX I EXPLANATORY STATEMENT ON BUY-BACK MANDATE

Note:

Tat Hong China directly held approximately 67.90% of the issued capital of the Company and held approximately 0.85% of the issued capital of the Company through its wholly-owned subsidiary, TH Straits 2015. Tat Hong China is owned as to approximately 88.40% by Tat Hong International and 11.60% by Yongmao Holdings Limited. For the shareholding structure of Tat Hong International, Mr. Ng, Ng Sun Ho, Ng Sun Giam Roger and Ng San Wee, as joint trustees of the Chwee Cheng Trust, which owns approximately 39.50% of the shares of Chwee Cheng & Sons, which in turn owns 100% of the shares of TH60 Investments, which in turn owns approximately 70.79% of the shares of THSC Investments, which in turn owns 100% of the shares of Tat Hong Holdings, which in turn owns 100% of the shares of Tat Hong International. By virtue of the SFO, each of Tat Hong International, Tat Hong Holdings, THSC Investments, TH60 Investments, Chwee Cheng & Sons, Mr. Ng, Ng Sun Ho, Ng Sun Giam Roger and Ng San Wee are deemed or taken to be interested in all the Shares in which Tat Hong China is interested.

If the Buy-back Mandate is fully exercised, then the total number of Shares which will be bought-back pursuant to the Buy-back Mandate shall be 116,687,125 Shares (being 10% of the issued share capital of the Company based on the aforesaid assumptions). The percentage shareholding of the interests of each of the above controlling Shareholders would be increased to the approximate percentages as set out opposite their respective names in the table above. Such increase will not give rise to any obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors will not exercise the Buy-back Mandate to such an extent that the public holding of Shares would be reduced below 25% of the issued share capital of the Company.

10. SHARE PURCHASE MADE BY THE COMPANY

The Company has not purchased any of the Shares (whether on the Stock Exchange or otherwise) in the six months preceding and up to the Latest Practicable Date.

APPENDIX II DETAILS OF THE RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

The following are the particulars of the retiring Directors (as required by the Listing Rules) proposed for re-election.

Non-executive Directors

Mr. Ng San Tiong (黃山忠) (“Mr. Ng”), aged 70, is one of the controlling shareholders of the Company and was appointed as a Non-executive Director and Chairman of the Board on 28 November 2019. He is also the Chairman of the Nomination Committee of the Company. He is responsible for providing strategic advice to the Group, and developing and implementing business strategy; monitoring the performance of the senior management team, especially with regard to the progress made towards achieving the business strategy and objectives of the Group from time to time.

Mr. Ng has more than 45 years of experience in the engineering and tower crane solution service industry in Singapore. In 1976, he joined JTC Corporation (formerly known as Jurong Town Corporation) (“JTC”), a Singapore Government agency responsible for the development of industrial infrastructure, as a civil engineer. After leaving his employment in JTC in 1978, Mr. Ng jointly founded Tat Hong Holdings, one of the controlling shareholders of the Group, in January 1979 and has been the managing director and group chief executive officer of the company since October 1991.

In 2002, Mr. Ng was awarded the Public Service Medal (Pingat Bakti Masyarakat) at the National Day Awards by the Singapore Government. In 2007, he was named Businessman of the Year at the Singapore Business Awards by the Business Times and DHL Express. In 2009, he received the Best Chief Executive Officer Award of the Singapore Corporate Awards from the Institute of Singapore Chartered Accountants, the Singapore Institute of Directors and the Business Times. In 2010, he was awarded the Public Service Star (Bintang Bakti Masyarakat) of the National Day Awards by the Singapore Government. Mr. Ng was elected as the President of the 59th and 60th Councils of the Singapore Chinese Chamber of Commerce & Industry in 2017 and 2019 respectively.

Mr. Ng joined our Group since April 2006. He is also a director of seven subsidiaries of the Group, namely Changzhou Tat Hong, Huaxing Tat Hong, Jiangsu Hengxingmao, Shanghai Tat Hong, Tat Hong Zhaomao, Zhongjian Tat Hong and Tat Hong Belt Road. He is also a supervisor of Guangdong Tat Hong Machinery Construction Co., Ltd. (廣東達豐機械工程有限公司). He also serves as a director of Dayang (Shanghai) Commercial Consultancy Company Limited* (達陽(上海)商務諮詢有限公司) and a supervisor of Poxue (Shanghai) Management Consultancy Company Limited* (珀學(上海)管理諮詢有限公司). Apart from his position in the Group, Mr. Ng is also a director of Tat Hong Heavy Equipment (Pte.) Ltd., Tat Hong Plant Leasing Pte. Ltd., Leadpoint

APPENDIX II DETAILS OF THE RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

Pte. Ltd., Tutt Bryant Group Limited, Tutt Bryant Hire Pty. Ltd., BT Equipment Pty. Ltd., Tat Hong Plant Hire Sdn. Bhd., THAB Development Sdn. Bhd., THAB PTP Sdn. Bhd. and Tat Hong Heavy Equipment (Hong Kong) Limited.

Mr. Ng is the deputy chairman and a non-executive director of Yongmao Holdings Limited, a company listed on the Main Board of Singapore Exchange Limited (stock code: BKX) (“**Yongmao**”) which principally engages in the manufacture of tower cranes since June 2007. Since August 2021, he has been appointed as a non-executive director of CSC Holdings Limited, a company listed on the Main Board of Singapore Exchange Limited (stock code: C06). From April 2015 to September 2021, he was an alternate director of Intraco Limited, a company listed on the Main Board of Singapore Exchange Limited (stock code: I06) which principally engages in trading and investment management.

Mr. Ng obtained a Bachelor’s Degree of Science (Honours) from the Loughborough University of Technology in July 1976.

As at the Latest Practicable Date, Mr. Ng is interested in 802,190,387 Shares, representing approximately 68.75% of the issued share capital of the Company, within the meaning of Part XV of the SFO which is wholly held by the Chwee Cheng Trust of which is an irrevocable discretionary trust established by Mr. Ng’s father, with Mr. Ng and his family members as beneficiaries and Mr. Ng, Ng Sun Ho, Ng San Wee and Ng Sun Giam Roger as the joint trustees.

Mr. Ng has entered into a letter of appointment with the Company for a term of three years commencing from 28 November 2019, which may be terminated by not less than one months’ notice in writing served by either party on the other and is subject to termination provisions therein and provisions on retirement by rotation of Directors as set out in the Articles. Under the letter of appointment, Mr. Ng is entitled to a director’s fee of RMB180,000 per annum.

Mr. SUN Zhaolin (孫兆林) (“Mr. Sun”), aged 67, was appointed as a Non-executive Director of the Company on 28 November 2019. He is responsible for providing strategic advice to the Group, developing and implementing business strategy. He joined our Group since April 2006. Mr. Sun is also a director of six subsidiaries of the Group, namely Tat Hong Zhaomao, Huaxing Tat Hong, Shanghai Tat Hong, Zhongjian Tat Hong, Jiangsu Hengxingmao and Changzhou Tat Hong.

Mr. Sun has more than 25 years of experience in the field of construction machinery manufacturing. He has founded and led various companies in the crane manufacturing industry. Mr. Sun is the chairman and executive director of Yongmao since February 2008. He has been a director of Fushun Yongmao Engineering Machinery Co., Ltd.* (撫順永茂工程機械有限公司)

APPENDIX II DETAILS OF THE RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

since 1996; Fushun Yongmao Industry and Trade Co., Ltd.* (撫順市永茂工貿發展有限公司) since 1997; Fushun Yongmao Industry Group Co., Ltd.* (撫順永茂實業集團有限公司) since 1997; and Beijing Yongmao Jiangong Machinery Manufacturing Co., Ltd.* (北京永茂建工機械製造有限公司) since June 2006.

In July 2005, Mr. Sun received the Liaoning Province Outstanding Business Entrepreneur Award* (遼寧省優秀民營企業家) from the Liaoning Province Small-Medium Enterprise Association* (遼寧省中小企業聯合會). In April 2006, Mr. Sun received the Model Labour Award* (遼寧省勞動模範) for Year 2005 from Liaoning Province People's Government* (遼寧省人民政府). In February 2013, he was awarded the Outstanding Contribution Award for the Year 2012* (2012年度支持商會建設突出貢獻獎) by Fushun Municipal Association of Industry and Commerce* (撫順市工商業聯合會) and Fushun Municipal General Chamber of Commerce* (撫順市總商會). In April 2014, he was named Fushun Municipal Outstanding Entrepreneur* (撫順市優秀企業家稱號) by Fushun City Federation of Trade Unions* (撫順市總工會). Mr. Sun was also a Member of the 8th, 9th and 10th Liaoning Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議遼寧省委員會).

Mr. Sun has entered into a letter of appointment with the Company for a term of three years commencing from 28 November 2019, which may be terminated by not less than one month's notice in writing served by either party on the other and is subject to termination provisions therein and provisions on retirement by rotation of Directors as set out in the Articles. Under the letter of appointment, Mr. Sun is entitled to a director's fee of RMB96,000 per annum.

Independent Non-executive Director

Mr. WAN Kum Tho (尹金濤) ("Mr. Wan"), aged 56, was appointed as an Independent Non-executive Director of the Company on 15 December 2020. He also serves as the Chairman of the Remuneration Committee, and a member of the Audit Committee and the Nomination Committee of the Company. He is responsible for providing independent advice to the Board and advising on corporate governance matters.

Mr. Wan has more than 26 years of experience in the venture capital and private equity investment industry. From March 1996 to December 2004, he worked at Vertex Management (II) Pte. Ltd., a Singapore-headquartered venture capital company as an investment manager and served his last position as vice president. During his time with the company, he worked in offices in Singapore and the United States, primarily responsible for sourcing, evaluating and negotiating investment opportunities, analysing, monitoring and exiting from various portfolio companies, advising portfolio companies on development of business strategies, etc. He also helped to establish the company's activities in Israel. From January 2005 to May 2008, he worked at EEMS

APPENDIX II DETAILS OF THE RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

Asia Pte. Ltd. as vice president of finance and administration. He participated in strategic deliberations of the company and was responsible for all strategic decisions for the financial operation in Singapore and the overall operation of the company. Mr. Wan rejoined EEMS Asia Pte. Ltd. as Vice President of Strategic Planning and Administration from March 2009 to June 2010, during which he was in charge of rescheduling debt of the Asian operation, cost controlling, fund raising and negotiating management incentive structure with private equity investors in leading the effort for management buy-out attempts. From July 2010 to March 2014, Mr. Wan was a management committee member and an executive director (investment) of UOB Venture Management Pte. Ltd., responsible for scrutinising all investment recommendations. Mr. Wan joined Heliconia Capital Management Pte. Ltd. in April 2014 and left in December 2019 from his last position as Managing Director of Value Creation. From January 2020 to September 2021, he was an independent non-executive director of D'nonce Technology Bhd, a company listed on the Main Market of Bursa Malaysia Securities Berhad (stock code: DNONCE) which principally engages in supply chain management and plastic products manufacture.

Mr. Wan is an independent director of AP Oil International Limited, a company listed on the Main Board of the Singapore Exchange Limited (Stock Code: 5AU) since January 2021. Mr. Wan is also an independent director of Nanofilm Technologies International Limited, a company listed on the Main Board of the Singapore Exchange Limited (stock code: MZH) which principally engages in the provision of nanotechnology solutions in Asia, since May 2021. From July 2019 to June 2023, he was an Adjunct Associate Professor at the National University of Singapore Business School.

Mr. Wan obtained a Bachelor's Degree of Business Administration from the National University of Singapore in July 1990. He completed the Berkeley Executive Program offered by the University of California, Berkeley in the U.S. in June 2002.

Mr. Wan has entered into a letter of appointment with the Company for a term of three years, commencing from 15 December 2020 until terminated by either party giving not less than one month's notice in writing served by either party on the other and is subject to termination provisions therein and provisions on retirement by rotation of Directors as set out in the Articles. Under the letter of appointment, Mr. Wan is entitled to the basic annual salary of RMB120,000 per annum.

General

None of the Directors to be re-elected has a service contract or letter of appointment with the Company or any of its subsidiaries which is not determinable by the employing company within one year without payment of compensation (other than statutory compensation).

NOTICE OF 2023 ANNUAL GENERAL MEETING

Tat Hong Equipment Service Co., Ltd.
達豐設備服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2153)

NOTICE IS HEREBY GIVEN THAT the 2023 Annual General Meeting of Tat Hong Equipment Service Co., Ltd. (the “**Company**”) will be held at 10:00 a.m. on Thursday, 28 September 2023 at Room 601, Building 8, PortMix, No. 2377 Shenkun Road, Minhang District, Shanghai, the PRC for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements and the reports of the Directors of the Company and Auditors for the year ended 31 March 2023.
2. (i) To re-elect Mr. Ng San Tiong as a Non-Executive Director.

(ii) To re-elect Mr. Sun Zhaolin as a Non-Executive Director.

(iii) To re-elect Mr. Wan Kum Tho as an Independent Non-executive Director.

(iv) To authorize the board of Directors (the “**Board**”) to fix the remuneration of the Directors.
3. To appoint RSM Hong Kong as the auditors of the Company and to authorize the Board to fix their remuneration.
4. To consider and, if thought fit, pass the following resolution with or without modification, as an ordinary resolution of the Company:

“THAT:

- (a) subject to the following provisions of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of US\$0.08 each in the share capital of the Company (the “**Shares**”), and to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into Shares) which would or might require the exercise of such powers, subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved;

NOTICE OF 2023 ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) of this resolution shall authorize the Directors during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) the exercise of the conversion rights attaching to any convertible securities issued by the Company; (iii) the exercise of warrants to subscribe for Shares; (iv) the exercise of options granted under any share option scheme or similar arrangement for the time being adopted by the Company; or (v) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association of the Company; shall not exceed 20% of the total number of Shares in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and
- (d) for the purpose of this resolution, “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable law of the Cayman Islands to be held; or
 - (iii) the date on which such mandate is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of Shares open for a period fixed by the Directors to the holders of Shares or any class of Shares whose names appear on the registers of members of the Company on a fixed record date in proportion to their then holdings of such Shares as at that date (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company).”

NOTICE OF 2023 ANNUAL GENERAL MEETING

5. To consider and, if thought fit, pass the following resolution with or without modification, as an ordinary resolution of the Company:

“**THAT:**

- (a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back the Shares on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or any other stock exchange on which Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of Securities and Future Commission, the Cayman Companies Act, the Rules Governing the Listing of Securities on the Stock Exchange or those of any other recognised stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the aggregate number of Shares to be bought-back by the Company pursuant to the approval in paragraph (a) of this resolution shall not exceed 10% of the total number of Shares in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and
- (c) for the purpose of this resolution, “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable law of the Cayman Islands to be held; or
 - (iii) the date on which such mandate is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”

6. To consider and, if thought fit, pass the following resolution with or without modification, as an ordinary resolution of the Company:

“**THAT** conditional upon resolutions numbered 4 and 5 above being passed, the unconditional general mandate granted to the Directors to allot, issue and deal with additional shares and to make or grant offers, agreements, and options which might require the exercise of such powers pursuant to resolution numbered 4 above be and is hereby extended by the additional

NOTICE OF 2023 ANNUAL GENERAL MEETING

thereto of an amount representing the aggregate number of Shares bought-back by the Company under the authority granted pursuant to resolution numbered 5 above, provided that such amount shall not exceed 10% of the total number of Shares in issue as at the date of passing the resolution.”

By order of the Board
Tat Hong Equipment Service Co., Ltd.
Ng San Tiong
Chairman and Non-executive Director

Hong Kong, 31 August 2023

Notes:

1. For the purpose of determining the identity of the shareholders entitled to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 25 September 2023 to Thursday, 28 September 2023 both dates inclusive, during which period no transfer of shares will be effected. All transfers forms accompanied by the relevant certificates must be lodged with Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 22 September 2023.
2. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
3. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
4. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorized, and must be deposited with Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) or via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time fixed for holding of the Meeting (i.e. not later than 10:00 a.m. on Tuesday, 26 September 2023).
5. With respect to resolution numbered 2 of this notice, Mr. Ng San Tiong, Mr. Sun Zhaolin and Mr. Wan Kum Tho shall retire from office of directorship and shall offer themselves for re-election in accordance with the Articles of Association of the Company. Details of their information which are required to be disclosed under the Listing Rules are set out in Appendix II to the circular of the Company dated 31 August 2023.
6. Pursuant to Rule 13.39(4) of the Listing Rules, voting for all the resolutions set out in this notice will be taken by poll at the above meeting.
7. As at the date of this notice, the Board comprises Mr. Yau Kok San and Mr. Lin Han-wei as Executive Directors; Mr. Ng San Tiong, Mr. Sun Zhaolin, Mr. Liu Xin and Mr. Guo Jinjun as Non-executive Directors; and Ms. Pan I-Shan, Mr. Wan Kum Tho and Dr. Huang Chao-Jen as Independent non-executive Directors.