



XMH HOLDINGS LTD.
(Company Registration No. 201010562M)
(Incorporated in Singapore)
(the "Company")

RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors (the "**Board**") of XMH Holdings Ltd. (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that at the Annual General Meeting (the "**AGM**") of the Company held on 25 August 2017, all resolutions set forth in the Notice of AGM dated 7 August 2017 were voted by way of electronic poll.

The results of the electronic poll on each resolution are set out below as confirmed by RHT Corporate Advisory Pte. Ltd., who acted as scrutineer at the AGM:

Ordinary Resolution	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	
AS ORDINARY BUSINESS						
<u>Resolution 1</u> Directors' Statement, Audited Financial Statements and Auditors' Report for the financial year ended 30 April 2017	85,483,423	85,483,423	100.00%	0	0.00%	Carried
<u>Resolution 2</u> Declaration of a first and final dividend (tax exempt one-tier)	85,061,423	85,061,423	100.00%	0	0.00%	Carried

Ordinary Resolution	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	
<u>Resolution 3</u> Approval of Directors' fees amounting to S\$170,600 for the financial year ended 30 April 2017 ⁽¹⁾	84,261,423	84,261,423	100.00%	0	0.00%	Carried
<u>Resolution 4</u> Re-election of Ms. Tan Guat Lian as a Director	84,898,923	84,898,923	100.00%	0	0.00%	Carried
<u>Resolution 5</u> Re-election of Mr. Ng Sey Ming as a Director ⁽²⁾	84,901,423	84,901,423	100.00%	0	0.00%	Carried
<u>Resolution 6</u> Re-appointment of Messrs Ernst & Young LLP as the Auditors and to authorise the Directors to fix their remuneration	84,964,423	84,964,423	100.00%	0	0.00%	Carried
<u>AS SPECIAL BUSINESS</u>						
<u>Resolution 7</u> Authority to allot and issue new shares	85,062,023	84,595,273	99.45%	466,750	0.55%	Carried

Ordinary Resolution	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	
<u>Resolution 8</u> Authority to allot and issue shares under the XMH Share Option Scheme ⁽³⁾	32,263,929	31,516,279	97.68%	747,650	2.32%	Carried

Notes:-

- (1) *Mr. Hong Pian Tee, Mr. Chan Heng Toong and Mr. Ng Sey Ming had abstained from voting on Resolution 3 in respect of the approval of Directors' fees amounting to S\$170,600 for the financial year ended 30 April 2017 as they each hold 651,750, 125,000 and 125,000 ordinary shares respectively.*
- (2) *Mr. Ng Sey Ming who was re-elected as a Director of the Company, remains as the Chairman of Remuneration Committee, a member of the Audit Committee and Nominating Committee and is considered independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.*
- (3) *The following persons had abstained from voting on Resolution 8 in respect of the authority to issue Shares pursuant to the exercise of options under XMH Share Option Scheme:*

Name of Person	Number of Shares held
Tan Tin Yeow (Chairman)	44,857,500
Tan Guat Lian	6,569,744
Chua Siew Meng	12,500
Kong Ah Guan	40,750
Lim Pei Furn	2,500
Shia Leng Ling	3,750
Tan Fuyuan (Chen Fuyuan)	76,000
Fan Soo Chea	6,750
Lee Lay Sim	2,500

By Order of the Board

Tan Tin Yeow

Chairman and Managing Director
25 August 2017