

**XMH HOLDINGS LTD.**  
(Company Registration No. 201010562M)  
(Incorporated in Singapore)  
(the “Company”)

**RESULTS OF ANNUAL GENERAL MEETING**

Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), the Board of Directors (“Board”) of XMH Holdings Ltd. (“Company”, and together with its subsidiaries, “Group”) wishes to announce that at the Annual General Meeting (“AGM”) of the Company held on 27 August 2021, all resolutions relating to matters as set out in the Notice of AGM dated 10 August 2021 and put to vote at the AGM of the Company convened by electronic means, were duly decided by way of poll.

**(a) Breakdown of all valid votes cast at the AGM**

The results of the poll on each of the resolution put to the vote at the AGM of the Company are set out below:-

Resolution number and details	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 resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	
<b><u>AS ORDINARY BUSINESS</u></b>						
<u>Resolution 1</u> Directors’ Statement and Audited Financial Statements of the Company and the Group for the financial year ended 30 April 2021 together with the Auditors’ Report thereon.	91,532,006	91,532,006	100.00	0	0.00	Carried
<u>Resolution 2</u> Approval of Directors’ fees amounting to S\$169,610.40 for the financial year ended 30 April 2021	91,532,006	91,509,281	99.98	22,725	0.02	Carried

Resolution number and details	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 resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	
<u>Resolution 3</u> Re-election of Mr. Khoo Song Koon as a Director retiring under Article 89 of the Company's Constitution	91,519,281	91,519,281	100.00	0	0.00	Carried
<u>Resolution 4</u> Re-election of Mr. Raymond Lam Kuo Wei as a Director retiring under Article 88 of the Company's Constitution	90,736,981	90,736,981	100.00	0	0.00	Carried
<u>Resolution 5</u> Re-appointment of Messrs Ernst & Young LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration	91,532,006	91,532,006	100.00	0	0.00	Carried
<b><u>AS SPECIAL BUSINESS</u></b>						
<u>Resolution 6</u> Authority for Directors to allot and issue new shares in the capital of the Company	90,736,981	90,078,731	99.27	658,250	0.73	Carried
<u>Resolution 7</u> Proposed renewal of the Share Buyback Mandate	90,749,706	90,513,956	99.74	235,750	0.26	Carried
<u>Resolution 8</u> Approval for the continued appointment of Mr. Hong Pian Tee as an Independent Non-Executive Director, pursuant to Rule 210(5)(d)(iii)(A) of the Listing Manual of	90,932,006	90,509,506	99.54	422,500	0.46	Carried

Resolution number and details	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 resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	
the SGX-ST (coming into effect from 1 January 2022)						
<u>Resolution 9</u> Approval for the continued appointment of Mr. Hong Pian Tee as an Independent Non-Executive Director, pursuant to Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (coming into effect from 1 January 2022)	27,510,743	27,088,243	98.46	422,500	1.54	Carried

**(b) Details of parties who are required to abstain from voting on any resolution(s), including the number of shares held and the individual resolution(s) on which they are required to abstain from voting**

The following parties has abstained from voting at the AGM:

- (i) Mr. Hong Pian Tee, who is an Independent Non-Executive Director of the Company, had abstained from his shareholding interest of 600,000 shares on Resolution 8 and 9 in respect of his own re-election as a Director of the Company; and
- (ii) Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST (which will take effect from 1 January 2022), the Directors and Managing Director of the Company, and their respective associates, holding in aggregate 64,021,263 ordinary shares in the capital of the Company, are required to and have abstained from voting at the AGM in respect of the Ordinary Resolution 9.

**(c) Name of firm and/or person appointed as scrutineer**

Complete Corporate Services Pte. Ltd. was appointed as scrutineer for the AGM.

**(d) Statement Pursuant to Rule 704(8) of the Listing Manual of the SGX-ST**

Mr. Khoo Song Koon (“**Mr. Khoo**”) who is re-elected as a Director of the Company at the AGM, shall remain as an Independent Non-Executive Director, the chairman of the Audit Committee and a member of the Nominating Committee and Remuneration Committee of the Company. Mr. Khoo is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

Mr. Raymond Lam Kuo Wei (“**Mr. Lam**”) who is re-elected as a Director of the Company at the AGM, shall remain as an Independent Non-Executive Director, the chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee of the Company. Mr. Lam is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

Mr. Hong Pian Tee ("**Mr. Hong**") who is re-elected as a Director of the Company at the AGM, shall remain as the Lead Independent Non-Executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee of the Company. Mr. Hong is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

**By Order of the Board**

Tan Tin Yeow  
Chairman and Managing Director  
27 August 2021