

LMS COMPLIANCE LTD.

(Company Registration Number: 202225544C)

(Incorporated in the Republic of Singapore)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 APRIL 2023

Pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”), the board of directors (the “**Board**” or the “**Directors**”) of LMS Compliance Ltd. (the “**Company**”) is pleased to announce that, at the Annual General Meeting of the Company (“**AGM**”) held on Wednesday, 26 April 2023 at 10.00 a.m. by way of electronic means, on a poll vote, all resolutions relating to the matters as set out in the Notice of AGM dated 11 April 2023 were duly passed by shareholders of the Company.

The results of the poll on each of the resolutions put to vote at the AGM are set out below for information:

(i) Breakdown of all valid votes cast at the AGM

Resolution number and details	Total number of shares represented by valid votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of valid votes for and against the resolution (%)	Number of shares	As a percentage of total number of valid votes for and against the resolution (%)
As Ordinary Business					
Resolution 1 Adoption of the Audited Financial Statements of the Company for the financial year ended 31 December 2022 (“ FY2022 ”), together with the Directors’ Statement and the Independent Auditors’ Report thereon	72,971,000	72,971,000	100	0	0
Resolution 2 Re-election of Dr. Ooi Shu Geok as a Director	72,971,000	72,971,000	100	0	0
Resolution 3 Re-election of Datuk Fadilah Binti Baharin as a Director	72,971,000	72,971,000	100	0	0
Resolution 4 Re-election of Dato’ (Dr.) Wee Hoe Soon @ Gooi Hoe Soon as a Director	72,971,000	72,971,000	100	0	0
Resolution 5 Re-election of Mr. Ong Beng Chye as a Director	72,971,000	72,971,000	100	0	0
Resolution 6 Re-election of Ms. Wong Wan Chin as a Director	72,971,000	72,971,000	100	0	0

(i) Breakdown of all valid votes cast at the AGM (cont'd)

Resolution number and details	Total number of shares represented by valid votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of valid votes for and against the resolution (%)	Number of shares	As a percentage of total number of valid votes for and against the resolution (%)
As Ordinary Business					
Resolution 7 Approval of payment of Directors' fees of RM73,793 for FY2022	72,971,000	72,971,000	100	0	0
Resolution 8 Approval of payment of Directors' fees of RM237,490 for the financial year ending 31 December 2023, to be paid quarterly in arrears	72,971,000	72,971,000	100	0	0
Resolution 9 Approval of payment of a final tax exempt (one-tier) dividend of S\$0.0015 per ordinary share in the capital of the Company for FY2022	72,971,000	72,971,000	100	0	0
Resolution 10 Re-appointment of Messrs BDO LLP as Auditors of the Company and to authorise the Directors to fix their remuneration	72,971,000	72,971,000	100	0	0
As Special Business					
Resolution 11 Authority to allot and issue shares in the capital of the Company (the "Shares")	72,971,000	72,971,000	100	0	0
Resolution 12 Authority to offer and grant awards and to allot and issue Shares under the LMS Performance Share Plan	72,971,000	72,971,000	100	0	0
Resolution 13 Authority to offer and grant options and to allot and issue Shares under the LMS Employee Share Option Scheme	72,971,000	72,971,000	100	0	0

(ii) Details of parties who have abstained from voting on any resolution(s)

No party was required to abstain from voting on any of the resolutions put to vote at the AGM.

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

Agile 8 Advisory Pte. Ltd. was appointed as the scrutineer for the conduct of the poll at the AGM.

(iv) Re-election of Directors

Dr. Ooi Shu Geok was re-elected as a Director at the AGM pursuant to Regulation 100 of the Company's Constitution. He remains as an Executive Director and the Chief Executive Officer of the Company.

Datuk Fadilah Binti Baharin ("**Datuk Fadilah**") was re-elected as a Director at the AGM pursuant to Regulation 104 of the Company's Constitution. She remains as the Independent Chairman, and a member of the Audit Committee and the Remuneration Committee of the Company. The Board considers Ms. Datuk Fadilah to be independent for the purpose of Rule 704(7) of the Catalist Rules.

Dato' (Dr.) Wee Hoe Soon @ Gooi Hoe Soon ("**Dato' Gooi**") was re-elected as a Director at the AGM pursuant to Regulation 104 of the Company's Constitution. He remains as an Independent Director, Chairman of the Nominating Committee and a member of the Audit Committee of the Company. The Board considers Dato' Gooi to be independent for the purpose of Rule 704(7) of the Catalist Rules.

Mr. Ong Beng Chye ("**Mr. Ong**") was re-elected as a Director at the AGM pursuant to Regulation 104 of the Company's Constitution. He remains as an Independent Director, Chairman of the Audit Committee and a member of the Nominating Committee and the Remuneration Committee of the Company. The Board considers Mr. Ong to be independent for the purpose of Rule 704(7) of the Catalist Rules.

Ms. Wong Wan Chin ("**Ms. Wong**") was re-elected as a Director at the AGM pursuant to Regulation 104 of the Company's Constitution. She remains as an Independent Director, Chairman of the Remuneration Committee and a member of the Nominating Committee of the Company.

By Order of the Board

Ooi Shu Geok

Executive Director and Chief Executive Officer
26 April 2023

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. ("**Sponsor**"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST 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 contact person for the Sponsor is Ms. Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.
