

Watches.com Limited

(Incorporated in the Republic of Singapore)
(Company Registration No. 199904281D)

RESULTS OF ANNUAL GENERAL MEETING

Unless otherwise defined, all capitalised terms shall bear the same meanings as ascribed to them in the notice of Annual General Meeting dated 28 April 2022 (the “**Notice of AGM**”).

The Board of Directors of Watches.com Limited (the “**Company**”) is pleased to announce that all resolutions relating to the matters as set out in the Notice of AGM were duly passed by way of poll at the Annual General Meeting (“**AGM**”) of the Company held by way of electronic means on 13 May 2022 at 11.00 am.

The Company did not receive any questions from shareholders that is related to the FY2021 Annual Report prior to the AGM.

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

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		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 (%)
Ordinary Resolution 1 To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors’ Report thereon.	64,345,499	64,345,499	100	0	0
Ordinary Resolution 2 To re-elect Mr Han Meng Siew as a Director of the Company	64,345,499	64,345,499	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		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 (%)
Ordinary Resolution 3 To re-elect Mr Christian Kwok-Leun Yau Heilesen as a Director of the Company	64,345,499	64,345,499	100	0	0
Ordinary Resolution 4 To re-elect Mr Chay Yiowmin as a Director of the Company	64,345,499	64,345,499	100	0	0
Ordinary Resolution 5 To re-elect Mr Tao Yeoh Chi as a Director of the Company	64,345,499	64,345,499	100	0	0
Ordinary Resolution 6 To approve the payment of Directors' fees of S\$93,667 for the financial year ended 31 December 2021 (FY2020: S\$165,600).	64,345,499	64,345,499	100	0	0
Ordinary Resolution 7 To re-appoint Moore Stephens LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.	64,345,499	64,345,499	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		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 (%)
Ordinary Resolution 8 To grant authority to allot and issue new Shares in the capital of the Company and/or instruments	64,345,499	64,345,499	100	0	0
Ordinary Resolution 9 To grant authority to grant options and to allot and issue Shares under the Ntegrator Employee Share Option Scheme	24,297,866	24,297,866	100	0	0

Mr Han Meng Siew, having been re-elected as a Director, remain as an Executive Director of the Company.

Mr Christian Kwok-Leun Yau Heilesen, having been re-elected as a Director, remain as an Executive Director of the Company.

Mr Chay Yiowmin, having been re-elected as a Director, remain as the Independent Non-Executive Chairman and Independent Non-Executive Director of the Company, the Chairman of the Audit Committee, and a member of the Nominating Committee and Remuneration Committee. The Board considers Mr Chay Yiowmin to be independent for the purposes of Rule 704(7) of the Catalist Rules of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**").

Mr Tao Yeoh Chi, having been re-elected as a Director, remain as an Independent Non-Executive Director of the Company. The Board considers Mr Tao Yeoh Chi to be independent for the purposes of Rule 704(7) of the Catalist Rules.

Details of parties who are required to abstain from voting on any resolutions

For purposes of good corporate governance, parties who are required to abstain from voting and parties who abstained from voting on the resolutions tabled at the AGM are set out below:

Resolution number and details	Details of parties who are required to abstain from voting on the resolutions or who have abstained from voting on the resolutions	Number of shares held
Ordinary Resolution 9	Shareholders who are eligible to participate in the Ntegrator Employee Share Option	The aggregate number of shares held by such shareholders, being Mission

To grant authority to grant options and to allot and issue Shares under the Ntegrator Employee Share Option Scheme	<p>Scheme (the “Scheme”) must abstain from voting on any resolutions relating to the Scheme. As such, shareholders who are eligible to participate in the Scheme have abstained from voting on Ordinary Resolution 9 in relation to the Scheme.</p> <p>These shareholders comprise employees of the Company (including Christian Kwok-Leun Yau Heilesen and Han Meng Siew), who have abstained from voting on Ordinary Resolution 9.</p>	<p>Well Limited⁽¹⁾ and the employees of the Company, amounts to 74,738,925 ordinary shares in the capital of the Company.</p> <p>The parties holding an aggregate number of 34,691,292 shares in the capital of the Company who abstained from voting on Ordinary Resolution 9 detailed above did not vote on any of the resolutions put to vote at the AGM.</p>
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Note:

(1) Christian Kwok-Leun Yau Heilesen who is the Executive Director of the Company, is the sole shareholder and director of Mission Well Limited and is deemed interested in 57,104,833 ordinary shares in the capital of the Company.

Scrutineer

S C Teo & Co was appointed as the scrutineer for the AGM.

By Order of the Board
Watches.com Limited

Christian Kwok-Leun Yau Heilesen
Executive Director

13 May 2022

This announcement has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “Sponsor”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “Exchange”) and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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