

KIMLY LIMITED
(Incorporated in Singapore)
(Registration No. 201613903R)

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING

The Board of Directors (the "**Board**") of Kimly Limited (the "**Company**") wishes to announce that all resolutions set out in the Notice of Annual General Meeting ("**AGM**") dated 11 January 2021 were duly passed by the shareholders of the Company at the AGM held earlier today, by way of poll.

The information as required under Rule 704(15) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "**Rules of Catalist**") are as follows:

(a) Poll Results

The results of the poll on each of the resolutions passed at the AGM are as follows:

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 (%)
<u>Ordinary Resolution 1</u> Adoption of Audited Financial Statements, Directors' Statement and Auditors' Report, for the financial year ended 30 September 2020	746,221,826	746,221,826	100.00	0	0.00
<u>Ordinary Resolution 2</u> Approval of Tax Exempt One-Tier Final Dividend of 0.84 Singapore cent per ordinary share for the financial year ended 30 September 2020	746,221,826	746,221,826	100.00	0	0.00
<u>Ordinary Resolution 3</u> Re-election of Mr Chia Cher Kiang as a Director	726,748,435	726,597,135	99.98	151,300	0.02
<u>Ordinary Resolution 4</u> Re-election of Ms Wong Kok Yoong as a Director	746,221,826	746,070,526	99.98	151,300	0.02
<u>Ordinary Resolution 5</u> Approval of Directors' fees of up to S\$200,000 for the financial year ending 30 September 2021	746,221,826	746,221,826	100.00	0	0.00

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 (%)
<u>Ordinary Resolution 6</u> Re-appointment of Messrs Ernst & Young LLP as Auditors	746,221,826	746,221,826	100.00	0	0.00
<u>Ordinary Resolution 7</u> Approval of the Share Issue Mandate	746,221,826	744,397,426	99.76	1,824,400	0.24
<u>Ordinary Resolution 8</u> Authority for Directors to offer and grant options and allot and issue shares under the Kimly Employee Share Option Scheme	66,965,966	65,141,566	97.28	1,824,400	2.72
<u>Ordinary Resolution 9</u> Authority for Directors to offer and grant awards and allot and issue shares under the Kimly Performance Share Plan	66,965,966	64,319,866	96.05	2,646,100	3.95
<u>Ordinary Resolution 10</u> Approval of the Proposed Renewal of the Share Buyback Mandate	252,306,661	251,484,961	99.67	821,700	0.33
<u>Ordinary Resolution 11</u> Approval of the Proposed Renewal of the Shareholders' General Mandate for Interested Person Transactions	252,306,661	251,484,961	99.67	821,700	0.33

(b) Abstention from Voting

Details of parties who are required to abstain from voting on the resolutions tabled at the AGM are set out below:

Resolution number and details	Name	Number of shares held
<u>Ordinary Resolution 8⁽ⁱ⁾</u> Authority for Directors to offer and grant options and allot and issue shares under the Kimly Employee Share Option Scheme	Lim Hee Liat	493,915,165 (Direct)
	Chia Cher Khiang	16,513,391 (Direct) 2,960,000 (Deemed)
	Lim Teck Chai Danny	684,600 (Direct)
	Lau Chin Huat	1,280,000 (Direct)
	Employees (excluding Directors) and others who are eligible to participate in the Kimly Employee Share Option Scheme ⁽ⁱ⁾	165,474,583
<u>Ordinary Resolution 9⁽ⁱ⁾</u> Authority for Directors to offer and grant awards and allot and issue shares under the Kimly Performance Share Plan	Lim Hee Liat	493,915,165 (Direct)
	Chia Cher Khiang	16,513,391 (Direct) 2,960,000 (Deemed)
	Lim Teck Chai Danny	684,600 (Direct)
	Lau Chin Huat	1,280,000 (Direct)
	Employees (excluding Directors) and others who are eligible to participate in the Kimly Performance Share Plan ⁽ⁱ⁾	165,474,583
<u>Ordinary Resolution 10</u> Approval of the Proposed Renewal of the Share Buyback Mandate	Lim Hee Liat	493,915,165 (Direct)
	Peter Lim Hee Thong ⁽ⁱⁱ⁾	83,393 (Direct)
	Lim Hee Meng ⁽ⁱⁱ⁾	1,100,000 (Direct)
<u>Ordinary Resolution 11</u> Approval of the Proposed Renewal of the Shareholders' General Mandate for Interested Person Transactions	Lim Hee Liat	493,915,165 (Direct)
	Peter Lim Hee Thong ⁽ⁱⁱ⁾	83,393 (Direct)
	Lim Hee Meng ⁽ⁱⁱ⁾	1,100,000 (Direct)

Notes:

- (i) Pursuant to Rule 858 of the Rules of Catalyst, shareholders who are eligible to participate in the Kimly Employee Share Option Scheme and the Kimly Performance Share Plan, including proxies of such shareholders, are required to abstain from voting at the AGM in respect of Ordinary Resolutions 8 and 9.
- (ii) Mr. Lim Hee Liat and his parties acting in concert with him, being his brothers, Mr. Peter Lim Hee Thong and Mr. Lim Hee Meng, abstained from voting this resolution, pursuant to the conditions under Appendix 2 of the Take-Over Code as set out in paragraph 2.4 of the Appendix to the Annual Report.

(c) Scrutineer

DrewCorp Services Pte Ltd was appointed as the independent scrutineer for the AGM.

By Order of the Board

Hoon Chi Tern
Company Secretary

26 January 2021

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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