

RICH CAPITAL HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 199801660M)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 28 SEPTEMBER 2019

Pursuant to Rule 704(15) of Section B: Rules of Catalist of the Listing Manual (the “**Catalist Rules**”) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), the Board of Directors of Rich Capital Holdings Limited (the “**Company**”) is pleased to announce that all resolutions relating to the matters set out in the Notice of Annual General Meeting (“**AGM**”) dated 13 September 2019 have been duly approved and passed by the shareholders of the Company at the AGM held on 28 September 2019.

(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 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 - Ordinary Business					
Ordinary Resolution 1 Adoption of the audited financial statements of the Company for the financial year ended 31 March 2019, together with the Directors’ Statement and Auditors’ Report	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution 2 Approval of Directors' fees amounting to S\$203,000 for the financial year ended 31 March 2020	5,976,393,899	4,677,695,000	78.102	1,308,698,899	21.898

Ordinary Resolution 3 Re-election of Mr Wang ZhenWen as a Director of the Company	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution 4 Re-appointment of Messrs Foo Kon Tan LLP as Auditors of the Company	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution - Special Business					
Ordinary Resolution 5 Appointment of Mr Wong Quee Quee, Jeffery as a Director a Director of the Company	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution 6 Authority to allot and issue shares in the capital of the Company	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution 7 Authority to allot and issue shares under the Rich Capital Performance Share Plan	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218
Ordinary Resolution 8 Authority to allot and issue shares under the Rich Capital Employee Share Option Scheme	5,976,393,899	4,708,335,066	78.782	1,268,058,833	21.218

(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

Mr Wang ZhenWen, being the Non-Independent Non-Executive Chairman and Controlling Shareholder, holding 2,168,657,900 ordinary shares (direct and deemed interest) representing 29.54% of the Company's issued share capital, had voluntarily abstained from voting on Resolutions 2 and 3, relating to the approval of Directors' fees amounting to S\$203,000 for the financial year ended 31 March 2020 and the re-election of himself as a Director of the Company.

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

Anton Management Solutions Pte. Ltd. had been appointed as the independent scrutineer for the conduct of the poll at the AGM.

(d) Appointment and Re-appointment of Directors to the Audit Committee

Mr Wang ZhenWen who was re-elected as a Director of the Company under Ordinary Resolution 3, remains as the Non-Independent Non-Executive Chairman, a member of the Audit Committee, Nominating Committee and Remuneration Committee. Mr Wang ZhenWen shall be considered non-independent for the purposes of Rule 704(7) of the Catalist Rules.

Mr Wong Quee Quee, Jeffrey who was appointed as a Director of the Company under Ordinary Resolution 5, will be an Independent Non-Executive Director, a member of the Audit Committee, Nominating Committee and Remuneration Committee. Mr Jeffrey Wong shall be considered independent for the purposes of Rule 704(7) of the Catalist Rules.

BY ORDER OF THE BOARD
RICH CAPITAL HOLDINGS LIMITED

Wang ZhenWen
Non-Executive and Non-Independent Director
29 September 2019

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) 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. 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 Mr Joseph Au, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg)