

## SGXNet Announcement

10 October 2024

# Outcome of the Twenty-Fifth Annual General Meeting held on 10 October 2024

Singapore Exchange Limited (the "Company" or "SGX", and together with its subsidiaries, the "SGX Group") is pleased to announce that all resolutions set out in the Notice of Annual General Meeting ("AGM") dated 16 September 2024 were put to, and duly passed, by poll vote at the AGM held on 10 October 2024.

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

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

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 (%)
<b>Routine Business</b>					
<b>Ordinary Resolution 1</b>					
Adoption of the Directors' Statement, the Audited Financial Statements and the Auditor's Report.	448,265,101	448,150,485	99.97	114,616	0.03
<b>Ordinary Resolution 2</b>					
Declaration of a final dividend.	448,788,105	448,715,734	99.98	72,371	0.02
<b>Ordinary Resolution 3(a)</b>					
Re-election of Dr Beh Swan Gin as a Director.	448,654,492	444,942,740	99.17	3,711,752	0.83
<b>Ordinary Resolution 3(b)</b>					
Re-election of Mr Koh Boon Hwee as a Director.	447,878,265	446,546,691	99.70	1,331,574	0.30
<b>Ordinary Resolution 3(c)</b>					
Re-election of Mr Tsien Samuel Nag as a Director.	448,540,192	443,531,473	98.88	5,008,719	1.12

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			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>Ordinary Resolution 4</b>					
Approval of Chairman's fees for the financial year ending 30 June 2025.	448,558,073	446,488,072	99.54	2,070,001	0.46
<b>Ordinary Resolution 5</b>					
Approval of Directors' fees for the financial year ending 30 June 2025.	448,647,563	446,994,953	99.63	1,652,610	0.37
<b>Ordinary Resolution 6</b>					
Re-appointment of KPMG LLP as the Auditor of the Company and authority for Directors to fix its remuneration.	447,525,720	446,380,321	99.74	1,145,399	0.26
<b>Special Business</b>					
<b>Ordinary Resolution 7</b>					
Appointment of Mr Stuart Wilson Lewis as a Director.	448,341,247	448,042,137	99.93	299,110	0.07
<b>Ordinary Resolution 8</b>					
Appointment of Datuk Maimoonah Mohamed Binte Hussain as a Director.	448,319,847	448,171,137	99.97	148,710	0.03
<b>Ordinary Resolution 9</b>					
Authority for Directors to issue shares pursuant to the Singapore Exchange Limited Scrip Dividend Scheme.	448,302,747	447,183,336	99.75	1,119,411	0.25
<b>Ordinary Resolution 10</b>					
Authority for Directors to issue shares and instruments convertible into shares.	448,196,687	430,850,244	96.13	17,346,443	3.87
<b>Ordinary Resolution 11</b>					
Renewal of the Share Purchase Mandate.	447,521,329	446,468,379	99.76	1,052,950	0.24

**(b) Details of parties who were required to abstain from voting on any resolution(s)**

SEL Holdings Pte Ltd ("SEL") holds 249,991,184 shares representing 23.39% of the total number of issued shares of the Company (excluding treasury shares). Pursuant to Section 11(2)(b) of the Exchanges (Demutualisation and Merger) Act 1999 (the "Merger Act"), SEL, being the special purpose company set up under the Merger Act to hold ordinary shares of the Company for the benefit of the Financial Sector Development Fund, shall not exercise or control the exercise of votes attached to such shares. Owing to the restriction in the exercise of votes attached to such shares, SEL did not vote on any of the resolutions at the AGM.

To demonstrate good corporate governance practices:

- (i) Mr Koh Boon Hwee, Chairman and an Independent Non-Executive Director who is also a shareholder of the Company, voluntarily abstained from voting his holdings of shares on Ordinary Resolution 3(b) in respect of his own re-election as a Director of SGX and Ordinary Resolution 4 in respect of the payment of Chairman's fees for the financial year ending 30 June 2025;
- (ii) Mr Tsien Samuel Nag, an Independent Non-Executive Director who is also a shareholder of the Company, voluntarily abstained from voting his holdings of shares on Ordinary Resolution 3(c) in respect of his own re-election as a Director of SGX; and
- (iii) all Directors of SGX who are also shareholders of the Company voluntarily abstained from voting their respective holdings of shares on Ordinary Resolution 5 in respect of the payment of Directors' fees to all Directors (other than the Chief Executive Officer) for the financial year ending 30 June 2025.

**(c) Name of firm appointed as scrutineer**

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

**(d) Note of Appreciation to Retiring Director**

The board of Directors ("Board") would like to record its appreciation to Professor Subra Suresh, who retired from the Board upon the conclusion of the AGM today, for his invaluable contributions, insightful advice and guidance to the SGX Group and wishes him all the best for the future.

Details of Professor Suresh's cessation of appointment as required under Rule 704(7) of the Listing Manual of the Singapore Exchange Securities Trading Limited are set out in a separate announcement dated 16 September 2024.

**(e) Composition of the Board and its Board Committees**

Details pertaining to the updated composition of the Board and its Board Committees upon the conclusion of the AGM are set out in a separate announcement dated 10 October 2024.

Issued By

Singapore Exchange Limited