



SGXNet Announcement

5 October 2023

Outcome of the Twenty-Fourth Annual General Meeting held on 5 October 2023

Singapore Exchange Limited (the “Company” or “SGX”) is pleased to announce that all resolutions set out in the Notice of Annual General Meeting (“AGM”) dated 11 September 2023 were put to, and duly passed, by poll vote at the AGM held on 5 October 2023.

(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 (%)
Routine Business					
Ordinary Resolution 1					
Adoption of the Directors’ Statement, the Audited Financial Statements and the Auditor’s Report.	434,075,410	433,554,054	99.88	521,356	0.12
Ordinary Resolution 2					
Declaration of a final dividend.	434,408,514	434,314,216	99.98	94,298	0.02
Ordinary Resolution 3(a)					
Re-election of Mr Lim Chin Hu as a Director.	434,476,571	426,755,362	98.22	7,721,209	1.78
Ordinary Resolution 3(b)					
Re-election of Mr Loh Boon Chye as a Director.	434,526,621	432,191,580	99.46	2,335,041	0.54
Ordinary Resolution 3(c)					
Re-election of Mr Mark Makepeace as a Director.	434,310,021	431,762,680	99.41	2,547,341	0.59

Singapore Exchange Limited
Company Reg No. 199904940D

2 Shenton Way, #02-02 SGX Centre 1, Singapore 068804
main: +65 6236 8888 fax: +65 6535 6994

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	Number of shares	For	Against	
			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(d)					
Re-election of Mr Yeoh Oon Jin as a Director.	434,316,371	429,781,256	98.96	4,535,115	1.04
Ordinary Resolution 4(a)					
Re-election of Ms Julie Gao as a Director.	434,446,235	434,102,477	99.92	343,758	0.08
Ordinary Resolution 4(b)					
Re-election of Ms Lin Huey Ru as a Director.	434,410,785	434,082,827	99.92	327,958	0.08
Ordinary Resolution 5					
Approval of Chairman's fees for the financial year ending 30 June 2024.	434,137,221	432,700,547	99.67	1,436,674	0.33
Ordinary Resolution 6					
Approval of Directors' fees for the financial year ending 30 June 2024.	434,143,561	432,922,547	99.72	1,221,014	0.28
Ordinary Resolution 7					
Re-appointment of KPMG LLP as the Auditor of the Company and authority for Directors to fix its remuneration.	434,145,100	433,572,994	99.87	572,106	0.13
Special Business					
Ordinary Resolution 8					
Appointment of Ms Claire Perry O'Neill as a Director.	434,297,521	433,944,463	99.92	353,058	0.08
Ordinary Resolution 9					
Authority for Directors to issue shares pursuant to the Singapore Exchange Limited Scrip Dividend Scheme.	434,249,821	433,609,023	99.85	640,798	0.15
Ordinary Resolution 10					
Authority for Directors to issue shares and instruments convertible into shares.	432,451,086	415,370,507	96.05	17,080,579	3.95
Ordinary Resolution 11					
Renewal of the Share Purchase Mandate.	434,014,801	433,392,503	99.86	622,298	0.14

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

Pursuant to section 11(2)(b) of the Exchanges (Demutualisation and Merger) Act 1999 (the "Merger Act"), SEL Holdings Pte Ltd ("SEL"), being the special purpose company set up under the Merger Act to hold 249,991,184 ordinary shares in 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 the shares, SEL did not vote on any of the resolutions at the AGM.

To demonstrate good corporate governance practices:

- (i) Mr Lim Chin Hu, 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(a) in respect of his own re-election as a Director of SGX;
- (ii) Mr Loh Boon Chye, Chief Executive Officer and a Non-Independent 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;
- (iii) Mr Mark Makepeace, a Non-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;
- (iv) Mr Yeoh Oon Jin, 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(d) in respect of his own re-election as a Director of SGX; and
- (v) all Directors of SGX who are also shareholders of the Company voluntarily abstained from voting their respective holdings of shares on Ordinary Resolution 6 in respect of the payment of Directors' fees to all Directors (other than the Chief Executive Officer) for the financial year ending 30 June 2024.

(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 would like to record its appreciation to Ms Chew Gek Khim, who steps down from the Board upon the conclusion of the AGM today, for her invaluable contributions, insightful advice and guidance to the SGX Group and wish her all the best for the future.

Details of Ms Chew's cessation of service as required under Rule 704(7) of the Listing Manual of the SGX-ST are set out in a separate announcement dated 11 September 2023.

(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 5 October 2023.

Issued By

Singapore Exchange Limited