

**XMH HOLDINGS LTD.**  
(Company Registration No. 201010562M)  
(Incorporated in Singapore)  
(the “Company”)

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**RESULTS OF ANNUAL GENERAL MEETING**

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Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), the Board of Directors (“Board”) of XMH Holdings Ltd. (“Company”, and together with its subsidiaries, “Group”) wishes to announce that at the Annual General Meeting (“AGM”) of the Company held on 30 September 2020, all resolutions relating to matters as set out in the Notice of AGM dated 8 September 2020 and put to vote at the AGM of the Company convened by electronic means, were duly decided by way of poll.

**(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 of the Company are set out below:-

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		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><u>AS ORDINARY BUSINESS</u></b>						
<u>Resolution 1</u>  Directors' Statement and Audited Financial Statements of the Company and the Group for the financial year ended 30 April 2020 together with the Auditors' Report thereon.	91,089,506	91,089,506	100.00	0	0.00	Carried
<u>Resolution 2</u>  Approval of Directors' fees amounting to S\$160,123.50 for the financial year ended 30 April 2020	91,089,506	91,083,506	99.99	6,000	0.01	Carried

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		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>Resolution 3</u>  Re-election of Ms. Tan Guat Lian as a Director	84,519,762	84,183,562	99.60	336,200	0.40	Carried
<u>Resolution 4</u>  Re-appointment of Messrs Ernst & Young LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration	91,089,506	91,089,506	100.00	0	0.00	Carried
<b><u>AS SPECIAL BUSINESS</u></b>						
<u>Resolution 5</u>  Authority to allot and issue new shares in the capital of the Company	91,089,506	90,753,306	99.63	336,200	0.37	Carried
<u>Resolution 6</u>  Authority to issue shares under the XMH Share Option Scheme	39,326,762	38,990,562	99.15	336,200	0.85	Carried
<u>Resolution 7</u>  Proposed renewal of the Share Buyback Mandate	91,089,506	91,089,506	100.00	0	0.00	Carried

**(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**

Ms. Tan Guat Lian, who is the Executive Director of the Company and holding 6,569,744 ordinary shares, has voluntarily abstained from voting on Resolution 3.

Shareholders (including Directors who are Shareholders) who are eligible to participate in the XMH Share Option Scheme and present (in person or their proxies) at the AGM, hold an aggregate of 51,762,744 shares and have abstained from voting on Resolution 6.

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

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

**(d) Retirement of Independent Director**

Mr. Ng Sey Ming has retired as an Independent Director of the Company following the conclusion of the AGM of the Company held on 30 September 2020.

With his retirement as a Director of the Company, he also cease as the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nominating Committee.

The details on the retirement of Mr. Ng Sey Ming as required pursuant to Rule 704(7) of the Listing Manual of the SGX-ST are contained in the separate announcement released today.

The Board record its appreciation to Mr. Ng Sey Ming for his invaluable contributions to the Company and the Group during his tenure.

The Company shall fill the vacancies in the Remuneration Committee, Audit Committee and Nominating Committee in due course.

**By Order of the Board**

Tan Tin Yeow  
Chairman and Managing Director  
30 September 2020