

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

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING ("AGM")

The Board of Directors (the "**Board**") of Kimly Limited (the "**Company**") wishes to announce that all ordinary resolutions set out in the Notice of AGM were duly passed by the Company's shareholders at the AGM of the Company held earlier today, by the way of poll.

*Unless otherwise defined, capitalised terms herein shall have the same meaning as ascribed to them in the notice of AGM (the "**Notice**") of the Company dated 14 January 2019.*

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 percentag e of total number of votes for and against the resolution (%)
Ordinary Resolution 1 Adoption of Audited Financial Statements, Directors' Statement and Auditors' Report, for the financial year ended 30 September 2018	866,844,071	866,545,971	99.97	298,100	0.03
Ordinary Resolution 2 Approval of Tax Exempt One-Tier Final Dividend	868,425,071	868,398,771	100.00	26,300	0.00
Ordinary Resolution 3 Re-election of Mr Lim Hee Liat as a Director	375,185,306	372,122,106	99.18	3,063,200	0.82
Ordinary Resolution 4 Re-election of Mr Lim Teck Chai Danny as a Director	866,380,071	866,121,071	99.97	259,000	0.03
Ordinary Resolution 5 Re-election of Ms Wong Kok Yoong as a Director	866,415,071	866,401,071	100.00	14,000	0.00

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(A) Poll Results (Continued)

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 (%)
Ordinary Resolution 6 Approval of Directors' fees of up to S\$200,000 for the financial year ending 30 September 2019, to be paid quarterly in arrears	866,309,771	865,972,271	99.96	337,500	0.04
Ordinary Resolution 7 Re-appointment of Messrs Ernst & Young LLP as Auditors	865,479,371	865,466,371	100.00	13,000	0.00
Ordinary Resolution 8 Authority for Directors to allot and issue shares pursuant to Section 161 of the Companies Act, Chapter 50	864,576,671	862,870,071	99.80	1,706,600	0.20
Ordinary Resolution 9 Authority for Directors to offer and grant options and allot and issue shares under the Kimly Employee Share Option Scheme	136,710,126	136,035,126	99.51	675,000	0.49
Ordinary Resolution 10 Authority for Directors to offer and grant awards and allot and issue shares under the Kimly Performance Share Plan	137,215,726	135,220,126	98.55	1,995,600	1.45

- Mr Lim Hee Liat having been re-elected as a Director of the Company, remains as the Executive Chairman and a member of the Nominating Committee of the Company.
- Mr Lim Teck Chai Danny having been re-elected as a Director of the Company, remains as an Independent Director, the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nominating Committee of the Company. Mr Lim Teck Chai Danny is considered independent for the purposes of Rule 704(7) of the Rules of Catalist.
- Ms Wong Kok Yoong having been re-elected as a Director of the Company, remains as the Finance Director and the Chief Financial Officer of the Company.

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(B) Abstention from Voting

Details of parties who have abstained from voting on the resolutions tabled at the AGM are set out below:

Resolution Number and Details	Name	Number of Shares Held
Ordinary Resolution 3 Re-election of Mr Lim Hee Liat as a Director	Lim Hee Liat ⁽ⁱ⁾	449,915,165 (Direct) 40,000,000 (Deemed)
Ordinary Resolution 9 ⁽ⁱⁱ⁾ Authority for Directors to offer and grant options and allot and issue shares under the Kimly Employee Share Option Scheme	Lim Hee Liat	449,915,165 (Direct) 40,000,000 (Deemed)
	Chia Cher Kiang	14,513,391 (Direct) 2,960,000 (Deemed)
	Employees (excluding Lim Hee Liat and Chia Cher Kiang) and others who are eligible to participate in the Kimly Employee Share Option Scheme ⁽ⁱⁱ⁾	260,559,389
Ordinary Resolution 10 ⁽ⁱⁱ⁾ Authority for Directors to offer and grant awards and allot and issue shares under the Kimly Performance Share Plan	Lim Hee Liat	449,915,165 (Direct) 40,000,000 (Deemed)
	Chia Cher Kiang	14,513,391 (Direct) 2,960,000 (Deemed)
	Employees (excluding Lim Hee Liat and Chia Cher Kiang) and others who are eligible to participate in the Kimly Performance Share Plan ⁽ⁱⁱ⁾	260,559,389

Note:

- (i) To demonstrate good corporate governance practices, Mr Lim Hee Liat had voluntarily abstained from voting his direct holdings of 449,915,165 ordinary shares as well as indirect holdings of 40,000,000 shares held under Raffles Nominees (Pte) Limited on Ordinary Resolution 3.
- (ii) 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 9 and 10.

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(C) Scrutineer

Reliance 3P Advisory Pte Ltd was appointed as the Company's scrutineer for the AGM.

Submitted by Chia Cher Khiang, Executive Director on 30 January 2019

Kimly Limited (the "**Company**") was listed on Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 20 March 2017. The initial public offering of the Company (the "**IPO**") was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**" or "**PPCF**").

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement including the accuracy, completeness or correctness of any of the information, 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 Email: sponsorship@ppcf.com.sg).