



KIM HENG OFFSHORE & MARINE HOLDINGS LIMITED
Company Reg. No. 201311482K
(Incorporated in the Republic of Singapore)

RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors (the “**Board**”) of Kim Heng Offshore & Marine Holdings Limited (the “**Company**”) is pleased to announce that, pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**Catalist Rules**”), all resolutions as set out in the Notice of Annual General Meeting dated 11 April 2019, were duly passed by way of poll at the Annual General Meeting of the Company held on 26 April 2019 (“**AGM**”).

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

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

Ordinary Resolution Number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		No. of Shares	(%)	No. of Shares	(%)
Ordinary Business					
Resolution 1 Adoption of the Audited Financial Statements for the financial year ended 31 December 2018 together with the Directors’ Statement and the Auditor’s Report thereon.	411,562,700	411,362,700	99.95	200,000	0.05
Resolution 2 Payment of Directors’ fees of S\$150,000 for the financial year ended 31 December 2018.	411,562,700	411,362,700	99.95	200,000	0.05
Resolution 3 Re-election of Mr Tan Keng Siong Thomas as a Director of the Company.	411,562,700	411,362,700	99.95	200,000	0.05
Resolution 4 Re-election of Mr Ong Sie Hou Raymond as a Director of the Company.	411,562,700	411,362,700	99.95	200,000	0.05
Resolution 5 Re-appointment of Messrs KPMG LLP as Auditors of the Company and authority for the Directors to fix their remuneration.	411,562,700	411,362,700	99.95	200,000	0.05

Resolution 6 Authority to allot and issue shares.	411,562,700	411,362,700	99.95	200,000	0.05
Resolution 7 Authority to allot and issue shares under the Kim Heng Employee Share Option Scheme 2013.	5,753,200	5,553,200	96.52	200,000	3.48
Resolution 8 Authority to allot and issue shares under the Kim Heng Performance Share Plan 2013.	5,753,200	5,553,200	96.52	200,000	3.48
Resolution 9 Proposed renewal of the Share Buyback Mandate.	130,849,800	130,649,800	99.85	200,000	0.15

Mr Ong Sie Hou Raymond who was re-elected as Director of the Company at the AGM, remains as Chairman of the Remuneration Committee and the Nominating Committee and a member of the Audit & Risk Committee. The Board considers him to be independent for the purpose of Rule 704(7) of the Catalist Rules.

(b) Details of parties who have attended and are required to abstain from voting on any resolution(s)

- (i) All the Directors and employees of the Group, as well as shareholders who are eligible to participate in the Kim Heng Employee Share Option Scheme 2013 and Kim Heng Performance Share Plan 2013 have abstained from voting on Resolutions 7 and 8 to demonstrate good corporate governance practices.
- (ii) Mr Tan Keng Siong Thomas and persons acting in concert with him have abstained from voting on Resolution 9.

Details of parties and their shareholdings who have abstained from voting on the Resolutions 7, 8 and 9 are as below:-

Resolution Number and details	Name	Number of shares held
Resolution 7 - Authority to allot and issue shares under the Kim Heng Employee Share Option Scheme 2013. AND Resolution 8 - Authority to allot and issue shares under the Kim Heng Performance Share Plan 2013.	Tan Keng Siong Thomas	4,075,000
	Yeo Seh Hong	100,000
	Ho Boon Chuan Wilson	100,000
	Tan Keng Hoe Melvin	855,500
	KH Group Holdings Pte. Ltd.	300,674,400
	Credence Capital Fund II (Cayman) Limited	124,999,600
Resolution 9 – Proposed renewal of the Share Buyback Mandate.	Tan Keng Siong Thomas	4,075,000
	KH Group Holdings Pte. Ltd.	300,674,400
	Tan Keng Hoe Melvin	855,500

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

Entrust Advisory Pte. Ltd. and Tricor Evatthouse Corporate Services were the appointed scrutineer and polling agent for the AGM.

BY ORDER OF THE BOARD

Tan Keng Siong Thomas
Executive Chairman & CEO

26 April 2019

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited ("Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and 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 Ms Tay Sim Yee, SAC Capital Private Limited at 1 Robinson Road #21-00 AIA Tower Singapore 048542, telephone (65) 6232 3210.