

ENGRO CORPORATION LTD

(Registration No: 197302229H)

RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING

The Board of Directors (the “Board”) of EnGro Corporation Limited (“**Company**”) is pleased to announce that all of the resolutions as set out in the Notice of Annual General Meeting (“AGM”) dated 11 April 2019 were duly approved and passed by the Company’s shareholders at the AGM held on 26 April 2019.

The results of the poll on the respective resolutions put to the vote at the AGM are set out below for information:-

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 (%)
Resolution 1: To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2018, the Directors’ Statement and the Report of the Auditors thereon.	63,401,225	63,401,225	100.00%	0	0.00%
Resolution 2: To declare a first and final tax-exempt (1-tier) dividend of 2.5 cents per ordinary share for the financial year ended 31 December 2018.	63,401,225	63,401,225	100.00%	0	0.00%
Resolution 3: To re-elect Mr Tan Cheng Gay as a director (Retiring under Regulation 87).	62,737,375	62,023,125	98.86%	714,250	1.14%
Resolution 4: To re-elect Mr Ronnie Teo Heng Hock as a director (Retiring under Regulation 87).	63,401,225	62,686,975	98.87%	714,250	1.13%
Resolution 5: To re-appoint Messrs KPMG LLP as Auditors of the Company and to authorize the Directors to fix their remuneration.	63,401,225	63,401,225	100.00%	0	0.00%

Resolution 6: To approve the payment of Directors' fees of S\$270,000 for the financial year ended 31 December 2018 (2017: S\$307,250).	62,371,375	62,371,375	100.00%	0	0.00%
Resolution 7: To authorise the Directors to allot and issue shares pursuant to the Share Issue Mandate.	63,401,225	63,249,825	99.76%	151,400	0.24%
Resolution 8: To authorize Directors to grant options and to allot and issue shares under EnGro ESOS 2011.	45,353,650	45,202,250	99.67%	151,400	0.33%
Resolution 9: To authorize Directors to issue shares under the EnGro PSA Scheme.	45,353,650	45,202,250	99.67%	151,400	0.33%
Resolution 10: To approve the Proposed Renewal of the Share Purchase Mandate.	63,401,225	63,249,825	99.76%	151,400	0.24%

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

RESOLUTION NUMBER AND DETAILS	NAME OF PARTIES	TOTAL NUMBER OF SHARES
Resolution 3: To re-elect Mr Tan Cheng Gay as a director (Retiring under Regulation 87)	Mr Tan Cheng Gay	663,850
Resolution 6: To approve the payment of Directors' fees of S\$270,000 for the financial year ended 31 December 2018 (2017: S\$307,250).	Mr Tan Yok Koon	366,000
Resolution 8: To authorize Directors to grant options and to allot and issue shares under EnGro ESOS 2011	Mr Tan Cheng Gay Mr Tan Yok Koon	663,850 366,000
Resolution 9: To authorize Directors to issue shares under the EnGro PSA Scheme.	Any shareholder who is eligible to participate in the EnGro ESOS 2011 or EnGro PSA Scheme (such as employees of the Group). Such Shareholder should also not accept nominations to act as proxy, corporate representative or attorney to vote unless that Shareholder appointing him indicates clearly how votes are to be cast.	

Name of firm appointed as Scrutineer

Reliance 3P Advisory Pte Ltd was appointed as Scrutineer for the conduct of poll at the AGM.

By Order of the Board
Joanna Lim
Company Secretary
26 April 2019