

ISDN HOLDINGS LIMITED

Company Registration No. 200416788Z
(Incorporated in the Republic of Singapore)

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RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors of ISDN Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions relating to the matters as set out in the Notice of Annual General Meeting (“**AGM**”) dated 29 March 2021 were passed by Shareholders by way of poll at the AGM of the Company held on 30 April 2021.

The results of the poll on each of the ordinary resolutions put to 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 (%)
Resolution 1 To receive and adopt the Directors’ Statement and the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2020, together with the external auditor’s report thereon.	208,745,030	207,996,930	99.64%	748,100	0.36%
Resolution 2 To declare a first and final tax-exempt (one-tier) dividend of 0.8 Singapore cents (equivalent to 4.67 Hong Kong cents) per ordinary share for the financial year ended 31 December 2020.	208,745,030	208,745,030	100.00%	0	0.00%
Resolution 3 To approve the payment of Directors’ fees of S\$196,350 for the financial year ending 31 December 2021.	208,745,030	208,745,030	100.00%	0	0.00%

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 4 To re-elect Mr. Kong Deyang who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election. This Resolution shall remain in force until the earlier of Mr. Kong Deyang's retirement or resignation, or the conclusion of the Annual General Meeting following the passing of this Resolution.	206,695,030	202,492,330	97.97%	4,202,700	2.03%
Resolution 5 Conditional upon passing of Ordinary Resolutions 6 and 7, to re-elect Mr. Lim Siang Kai who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election. This Resolution shall remain in force until the earlier of Mr. Lim Siang Kai's retirement or resignation, or the conclusion of the Annual General Meeting following the passing of this Resolution. ⁽¹⁾	208,745,030	208,093,530	99.69%	651,500	0.31%
Resolution 6 Conditional upon passing of Ordinary Resolutions 5 and 7, to approve Mr. Lim Siang Kai's continued appointment as an Independent Director pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. This Resolution shall remain in force until the earlier of Mr. Lim Siang Kai's retirement or resignation, or the	208,745,030	208,093,530	99.69%	651,500	0.31%

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 (%)
conclusion of the third Annual General Meeting following the passing of this Resolution. ⁽¹⁾					
Resolution 7 Conditional upon passing of Ordinary Resolutions 5 and 6, to approve Mr. Lim Siang Kai's continued appointment as an Independent Director pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. The Directors and Chief Executive Officer of the Company, and associates of such Directors and Chief Executive Officer shall abstain from voting on this Resolution. This Resolution shall remain in force until the earlier of Mr. Lim Siang Kai's retirement or resignation, or the conclusion of the third Annual General Meeting following the passing of this Resolution. ⁽¹⁾	30,078,141	29,426,641	97.83%	651,500	2.17%
Resolution 8 Conditional upon passing of Ordinary Resolution 9, to approve Mr. Soh Beng Keng's continued appointment as an Independent Director pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. This Resolution shall remain in force until the earlier of Mr. Soh Beng Keng's retirement or resignation, or the conclusion of the third Annual General Meeting following the passing of this Resolution. ⁽²⁾	208,745,030	208,093,530	99.69%	651,500	0.31%

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 9 Conditional upon passing of Ordinary Resolution 8, to approve Mr. Soh Beng Keng's continued appointment as an Independent Director pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. The Directors and Chief Executive Officer of the Company, and associates of such Directors and Chief Executive Officer shall abstain from voting on this Resolution. This Resolution shall remain in force until the earlier of Mr. Soh Beng Keng's retirement or resignation, or the conclusion of the third Annual General Meeting following the passing of this Resolution. ⁽²⁾	30,078,141	29,426,641	97.83%	651,500	2.17%
Resolution 10 To re-appoint Messrs Moore Stephens LLP as external auditor of the Company for the financial year ending 31 December 2021 and to authorise Directors of the Company to fix their remuneration.	208,745,030	208,745,030	100.00%	0	0.00%
AS SPECIAL BUSINESS					
Resolution 11 To approve the general mandate to issue new Shares.	208,745,030	197,768,930	94.74%	10,976,100	5.26%
Resolution 12 To approve the annual mandate to issue new Shares under the ISDN PSP.	30,078,141	15,603,641	51.88%	14,474,500	48.12%

Notes:

- (1) Mr. Lim Siang Kai, who was re-elected as a Director of the Company and whose continued appointment as a director of the Company was duly approved, will remain as an Independent Director, the Chairman of the Audit Committee and the Risk Management Committee, a member of the Nominating Committee and Remuneration Committee, and will be considered independent for the purposes of Rule 704(8) of the Listing Manual.
- (2) Mr. Soh Beng Keng, whose continued appointment as a Director of the Company was duly approved, will remain as an Independent Director, the Chairman of the Nominating Committee and a member of the Audit Committee, Remuneration Committee and Risk Management Committee, and will be considered independent for the purposes of Rule 704(8) of the SGX-ST Listing Manual.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

Note: The number of votes and the approximate percentage of total votes as stated on the above total number of the issued Shares held by the Shareholders who attended and voted at the 2021 AGM electronically, by authorised representative or by proxy.

Details of parties who are required to abstain from voting on any resolutions

The Directors and Chief Executive Officer of the Company, and associates of such Directors and Chief Executive Officer have abstained from voting on Resolution 7.

The aggregate number of Shares which were abstained from Resolution 7 is 178,666,889 Ordinary Shares in the capital of the Company.

The Directors and Chief Executive Officer of the Company, and associates of such Directors and Chief Executive Officer have abstained from voting on Resolution 9.

The aggregate number of Shares which were abstained from Resolution 9 is 178,666,889 Ordinary Shares in the capital of the Company.

Shareholders who are eligible to participate in the ISDN Performance Share Plan (the “**ISDN PSP**”), including proxies of such Shareholders, have abstained from voting on Resolution 12 in relation to the ISDN PSP.

The aggregate number of Shares which were abstained from Resolution 12 in relation to the ISDN PSP is 178,666,889 Ordinary Shares in the capital of the Company.

Scrutineer

Pursuant to Rule 704(16)(c) of the Listing Manual of the SGX-ST, Agile 8 Advisory Pte. Ltd. was appointed as the scrutineer for the AGM.

By Order of the Board
ISDN Holdings Limited

Teo Cher Koon
President and Managing Director

30 April 2021