



SDAI LIMITED

(formerly known as Kitchen Culture Holdings Ltd.)
(Company Registration No. 201107179D)
(Incorporated in Republic of Singapore on 25 March 2011)

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 10 MAY 2024

1. RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**Catalist Rules**”), the board of directors (the “**Board**” or “**Directors**”) of SDAI Limited (the “**Company**”) wishes to announce that at the annual general meeting of the Company held on 10 May 2024 (the “**AGM**”), all the ordinary resolutions relating to the matters as set out in the Notice of AGM dated 25 April 2024 were duly passed by the shareholders of the Company by way of poll.

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 (%)	
Ordinary Business						
1	To receive and adopt the Directors' Statement and Audited Financial Statements for the eighteen	135,017,868	135,012,868	99.996	5,000	0.004

	months financial period from 1 July 2021 to 31 December 2022 together with the Independent Auditor's Report thereon					
2	To approve the payment of Directors' fees of S\$152,222 for the financial year ended 31 December 2023	45,017,868	45,017,868	100.000	0	0.000
3	To approve the payment of Directors' fees of S\$250,000 for the financial year ending 31 December 2024 to be paid quarterly in arrears	135,017,868	135,017,868	100.000	0	0.000
4	To re-elect Mdm Hao Dongting as a Director of the Company	45,017,868	45,017,868	100.000	0	0.000
5	To re-elect Mr Yip Kean Mun as a Director of the Company	135,017,868	135,017,868	100.000	0	0.000
6	To re-elect Mr James Beeland Rogers, Jr. as a Director of the Company	135,017,868	135,017,868	100.000	0	0.000
7	To re-elect Mr Lam Kwong	135,017,868	135,017,868	100.000	0	0.000

	Fai as a Director of the Company					
8	To re-elect Mr Tan Meng Shern as a Director of the Company	135,017,868	135,017,868	100.000	0	0.000
9	To re-elect Mr Cheung Wai Man Raymond as a Director of the Company	135,017,868	135,017,868	100.000	0	0.000
10	To re-appoint Messrs Foo Kon Tan LLP as the external auditors of the Company and to authorise the Directors to fix their remuneration	135,017,868	135,017,868	100.000	0	0.000
Special Business						
11	To authorise the Directors to allot and issue shares and convertible securities	130,132,868	130,127,868	99.996	5,000	0.004

Notes:

- (a) Mdm Hao Dongting, who was re-elected as a Director of the Company at the AGM, remains as the Executive Chairperson of the Company.
- (b) Mr Yip Kean Mun, who was re-elected as a Director of the Company at the AGM, remains as an Executive Director of the Company.
- (c) Mr James Beeland Rogers, Jr., who was re-elected as a Director of the Company at the AGM, remains as the Non-Executive Non-Independent Director of the Company.
- (d) Mr Lam Kwong Fai, who was re-elected as a Director of the Company at the AGM, remains as the Lead Independent Director of the Company, Chairman of the Audit Committee, as well as a member of the Remuneration Committee, Nominating

Committee and Board Risk Committee. Mr Lam Kwong Fai is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

- (e) Mr Tan Meng Shern, who was re-elected as a Director of the Company at the AGM, remains as an Independent Director of the Company, Chairman of the Nominating Committee, as well as a member of the Audit Committee, Remuneration Committee and Board Risk Committee. Mr Tan Meng Shern is considered independent for the purpose of Rule 704(7) of the Catalist Rules.
- (f) Mr Cheung Wai Man, Raymond, who was re-elected as a Director of the Company at the AGM, remains as an Independent Director of the Company, Chairman of the Remuneration Committee and Board Risk Committee, as well as a member of the Audit Committee and Nominating Committee. Mr Cheung Wai Man, Raymond is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

2. DETAILS OF PARTIES WHO WERE REQUIRED TO ABSTAIN FROM VOTING

No shareholder was required to abstain from voting on any of the ordinary resolutions of the AGM.

In demonstration of good corporate governance practices, Mdm Hao Dongting, who is also a shareholder of the Company deemed to be interested in 90,000,000 shares in the Company, had voluntarily abstained from voting on (i) ordinary resolution 2 in respect of the payment of Directors' fees for the financial year ended 31 December 2023, which she was a non-executive Director and entitled for the Directors' fees on a pro-rated basis during the financial year ended 31 December 2023; and (ii) ordinary resolution 4 in respect of her re-election as a Director of the Company.

3. APPOINTMENT OF SCRUTINEER

Agile 8 Advisory Pte. Ltd. was appointed as the scrutineer for the poll conducted at the AGM.

By Order of the Board of
SDAI Limited

Yip Kean Mun
Executive Director
10 May 2024

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist.

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 Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone: (65) 6636 4201.

