

**CPH LTD.**

(Co. Reg. No. 199804583E)

(Incorporated in the Republic of Singapore)

**RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING**

*Unless otherwise defined, capitalised terms herein shall have the same meaning as ascribed in the Notice of the Annual General Meeting of the Company dated 7 September 2020 (the "Notice").*

The Board of Directors (the "**Board**") of CPH Ltd. (the "**Company**") wishes 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 relating to matters as set out in the Notice, which were put to vote by way of poll, were duly passed by the shareholders at the Annual General Meeting of the Company held on 28 September 2020 (the "**AGM**").

The results of the poll on each of the resolutions put to the 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 (%)
<b>Resolution 1</b> Adoption of Audited Financial Statements for the financial year ended 31 March 2020 together with the Directors' Statement and the Auditors' Report thereon	414,326,315	414,326,315	100.00	0	0.00
<b>Resolution 2</b> Re-election of Mr Ong Kian Soon as Director	414,326,315	414,326,315	100.00	0	0.00
<b>Resolution 3</b> Re-election of Mr Tito Shane Isaac as Director	414,326,315	414,326,315	100.00	0	0.00
<b>Resolution 4</b> Approval of Mr Tito Shane Isaac's appointment as an Independent Director in anticipation of Rule 406(3)(d)(iii) of the Listing Manual Section B: Rules of Catalist	144,280,000	144,280,000	100.00	0	0.00
<b>Resolution 5</b> Approval of Directors' fees of S\$42,000 for the financial year ended 31 March 2020	414,326,315	414,326,315	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 (%)
<b>Resolution 6</b> Re-appointment of BDO LLP as Auditors	414,326,315	414,326,315	100.00	0	0.00
<b>Resolution 7</b> Authority to allot and issue new shares	414,326,315	414,326,315	100.00	0	0.00

Notes:

1. Mr Ong Kian Soon having been re-elected as a Director of the Company, remains as a Non-Executive Director and a member of the Audit, Nominating and Remuneration Committees.
2. Mr Tito Shane Isaac has been an Independent Director of the Company for an aggregate period of more than 9 years. Notwithstanding that Rule 406(3)(d)(iii) of the Catalist Rules of SGX-ST has yet to take effect, the continued appointment of Mr Tito Shane Isaac as an Independent Director was sought and has been approved in separate resolutions by (A) all shareholders under Resolution 3; and (B) shareholders, excluding the directors and the chief executive officer of the Company, and associates of such directors and chief executive officer under Resolution 4. As such Mr Tito Shane Isaac will continue to serve as an Independent Director, until the earlier of his retirement or resignation, or the conclusion of the third annual general meeting following the passing of Resolution 4. All the directors, including the chief executive officer of the Company, and their respective associates have abstained from voting on Resolution 4. Details of the abstention votes are as follows:

Name of Directors, Chief Executive Officer and Associates	No. of Shares Represented
Choo Tung Kheng	247,012,315
Ong Kian Soon	10,534,000
Chong Cheng Whatt	500,000
Family members of Choo Tung Kheng (in aggregate)	12,000,000
<b>Total</b>	<b>270,046,315</b>

3. Mr Tito Shane Isaac having been re-elected as a Director of the Company under Resolution 3 and an Independent Director under Resolution 4, remains as the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees. The Board considers him to be independent for the purposes of Rule 704(7) of the Catalist Rules.
4. DrewCorp Services Pte Ltd was appointed as scrutineer for the conduct of poll at the AGM.
5. Except as stated in paragraph 2 above, no other parties were required to abstain from voting on any of the foregoing resolutions tabled at the AGM.

By Order of the Board

Ong Kian Soon  
Company Secretary  
28 September 2020

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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