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賢能集團有限公司\*

(Incorporated in the Republic of Singapore with limited liability)

(Hong Kong stock code: 1730)

(Singapore stock code: 410)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 JANUARY 2025;**

**(2) CHANGE IN INDEPENDENT NON-EXECUTIVE DIRECTORS;**

**AND**

**(3) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

**POLL RESULTS OF THE AGM**

Capitalised terms used herein, unless otherwise defined, shall have the same definitions ascribed to them in the annual report for the financial year ended 30 September 2024 and the circulars dated 31 December 2024 (the “**Circulars**”) of LHN Limited (the “**Company**”) and together with its subsidiaries (collectively, the “**Group**”).

Reference is made to the Circulars and the Notice of the Annual General Meeting (the “**Notice of AGM**”) dated 31 December 2024.

Pursuant to Rule 704(16) of the SG Mainboard Rules and Rule 13.39(5) of the HK Listing Rules, the Board of the Company is pleased to announce that at the Annual General Meeting of the Company held on 24 January 2025 (the “**AGM**”), all ordinary resolutions relating to the matters set out in the Notice of AGM dated 31 December 2024 were duly passed by way of a poll.

The poll results in respect of the resolutions passed at the AGM are as follows:

Resolution number and details	Total number of shares represented by votes for and against the resolution	FOR		AGAINST		
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)	
<b>Ordinary Business</b>						
1. Directors' Statement, Independent Auditor's Report and Audited Financial Statements for the financial year ended 30 September 2024.	255,019,905	255,019,905	100.00	0	0.00	

Resolution number and details		Total number of shares represented by votes for and against the resolution	FOR		AGAINST	
			No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
2.	Declaration of a final dividend of 1.0 Singapore cent (S\$0.01) (equivalent to approximately 5.78 Hong Kong cents (HK\$0.0578)) per ordinary share tax exempt (one-tier) for the financial year ended 30 September 2024.	255,872,205	255,642,205	99.91	230,000	0.09
3.	Declaration of a special dividend of 1.0 Singapore cent (S\$0.01) (equivalent to 5.78 Hong Kong cents (HK\$0.0578)) per ordinary share tax exempt (one-tier) for the financial year ended 30 September 2024.	255,872,205	255,642,205	99.91	230,000	0.09
4.	Re-election of Mr. Kelvin Lim as a Director.	255,597,205	255,278,105	99.88	319,100	0.12
5.	Election of Mr. Ang Poh Seong as an independent non-executive Director.	255,486,905	255,486,905	100.00	0	0.00
6.	Election of Mr. Lim Kian Thong as an independent non-executive Director.	255,486,802	255,220,802	99.90	266,000	0.10
7.	Approval of Directors' fees amounting to S\$281,797 for the financial year ending 30 September 2025, payable quarterly in arrears.	255,587,402	255,587,402	100.00	0	0.00
8.	Approval of Directors' meeting allowances amounting to S\$12,000 for the financial year ended 30 September 2024.	255,532,402	255,256,289	99.89	276,113	0.11
9.	Re-appointment of Messrs PricewaterhouseCoopers LLP as Independent Auditor of the Company.	255,597,102	255,547,102	99.98	50,000	0.02
<b>Special Business</b>						
10.	Authority to issue shares.	255,459,102	251,605,347	98.49	3,853,755	1.51
11.	Renewal of the Share Buy-Back Mandate.	255,642,205	255,612,019	99.99	30,186	0.01

Resolution number and details		Total number of shares represented by votes for and against the resolution	FOR		AGAINST	
			No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
12.	Extension Mandate on issue shares repurchased.	255,464,505	252,373,522	98.79	3,090,983	1.21
13.	Termination of the LHN Employee Share Option Scheme.	23,114,127	19,937,844	86.26	3,176,283	13.74
14.	Adoption of the LHN Performance Share Plan 2025.	23,127,427	19,912,444	86.10	3,214,983	13.90
15.	Participation by Mr. Kelvin Lim, a controlling shareholder of the Company, in the LHN Performance Share Plan 2025.	23,182,127	19,804,358	85.43	3,377,769	14.57
16.	Participation by Ms. Jess Lim, a controlling shareholder of the Company, in the LHN Performance Share Plan 2025.	23,182,127	19,804,358	85.43	3,377,769	14.57

- (a) Mr. Kelvin Lim, having been re-elected as a Director of the Company, remains as an Executive Chairman, executive Director and the Group Managing Director.
- (b) Mr. Ang Poh Seong, having been elected as an independent non-executive Director, be appointed as the chairman of the Nominating Committee and a member of both the Audit Committee and Remuneration Committee. The Board of Directors considers him independent for the purposes of Rule 704(8) of the SG Mainboard Rules and Rule 3.13 of the HK Listing Rules.
- (c) Mr. Lim Kian Thong, having been elected as an independent non-executive Director, be appointed as the chairman of the Remuneration Committee and a member of both the Audit Committee and Nominating Committee. The Board of Directors considers him independent for the purposes of Rule 704(8) of the SG Mainboard Rules and Rule 3.13 of the HK Listing Rules.
- (d) All Shareholders who are eligible to participate in the LHN Employee Share Option Scheme have abstained from voting on Ordinary Resolution 13 and did not accept nominations as proxies unless specific instructions have been given in the proxy instruments by the independent Shareholders appointing them on how they wish their votes to be casted.
- (e) All Shareholders who are eligible to participate in the LHN Performance Share Plan 2025 have abstained from voting on Ordinary Resolutions 14, 15 and 16 and did not accept nominations as proxies unless specific instructions have been given in the proxy instruments by the independent Shareholders appointing them on how they wish their votes to be casted.
- (f) Mr. Kelvin Lim and Ms. Jess Lim, who are controlling shareholders of the Company, and their respective associates have abstained from voting on Ordinary Resolutions 15 and 16 and did not accept nominations as proxies unless specific instructions have been given in the proxy instruments by the independent Shareholders appointing them on how they wish their votes to be casted.
- (g) Reliance Audit PAC, an accounting firm qualified to act as the Company's auditor in Singapore, was appointed as an independent scrutineer for the polling conducted at the AGM.

- (h) The description of the proposed ordinary resolutions above is by way of summary only. The full text appears in the Notice of AGM dated 31 December 2024.
- (i) As more than 50% of the votes were cast in favour of each of the above Ordinary Resolutions, the proposed ordinary resolutions at the AGM were duly passed as ordinary resolutions of the Company.
- (j) As at the date of the AGM, the total number of shares in issue of the Company was 418,271,953, which was the total number of shares entitling the holders to attend and vote for or against the proposed resolutions at the AGM (save for parties who are required to abstain and/or have voluntarily abstained from voting as disclosed above).
- (k) Save for the above, no shareholders of the Company were required to abstain from voting under the SG Mainboard Rules and the HK Listing Rules and no party has indicated in the Circulars that he or his associates intends to vote against or to abstain from voting on the resolutions at the AGM.
- (l) All of the directors were physically present at the AGM held at 202 Kallang Bahru Singapore 339339.

#### **CHANGE IN INDEPENDENT NON-EXECUTIVE DIRECTORS**

As stated in the Circulars, Ms. Ch'ng and Mr. Eddie Yong (both of them who have served on the Board for more than nine years) will not be considered independent following the conclusion of the AGM. Accordingly, Ms. Ch'ng and Mr. Eddie Yong will retire as independent non-executive Directors, and neither Ms. Ch'ng nor Mr. Eddie Yong will be seeking re-election at the AGM. Accordingly, each of Ms. Ch'ng and Mr. Eddie Yong has retired by rotation as an independent non-executive Director at the conclusion of the AGM.

Each of Ms. Ch'ng and Mr. Eddie Yong has confirmed that she/he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders relating to her/his retirement at the AGM.

As resolutions nos. 5 and 6 above, in relation to the election of each of Mr. Ang Poh Seong ("**Mr. Wilson Ang**") and Mr. Lim Kian Thong ("**Mr. Jimmy Lim**") as an independent non-executive Director, was duly passed by the Shareholders at the AGM, the appointment of each of Mr. Wilson Ang and Mr. Jimmy Lim as an independent non-executive Director took effect upon conclusion of the AGM. The biographical details of each of Mr. Wilson Ang and Mr. Jimmy Lim have been set out in the Circulars.

#### **CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

Following the retirement of Ms. Ch'ng and Mr. Eddie Yong, Ms. Ch'ng also ceased to be the chairwoman of the Remuneration Committee and a member of both the Audit Committee and the Nominating Committee, and Mr. Eddie Yong also ceased to be the chairman of the Nominating Committee and a member of both the Audit Committee and the Remuneration Committee. Mr. Wilson Ang was appointed as the chairman of the Nominating Committee and a member of both the Audit Committee and the Remuneration Committee with effect from the conclusion of the AGM. Mr. Jimmy Lim was appointed as the chairman of the Remuneration Committee and a member of both the Audit Committee and the Nominating Committee with effect from the conclusion of the AGM.

By Order of the Board  
**LHN Limited**  
**Lim Lung Tieng**  
*Executive Chairman and Group Managing Director*

Singapore, 24 January 2025

*As at the date of this announcement, the Board of the Company comprises Mr. Lim Lung Tieng and Ms. Lim Bee Choo as executive directors of the Company; and Mr. Chan Ka Leung Gary, Mr. Ang Poh Seong and Mr. Lim Kian Thong as independent non-executive directors of the Company.*

*\* For identification purpose only*