

**CPH LTD.**  
(Company Registration No. 199804583E)  
(Incorporated in the Republic of Singapore)

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**RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

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*Unless otherwise expressly defined herein, all capitalised terms and references have the same meaning as ascribed to them in the circular to shareholders of CPH Ltd. (the “**Company**”) dated 29 June 2021 (the “**Circular**”).*

The board of directors (the “**Board**”) of the Company is pleased to announce that pursuant to Rule 704(15) of the Catalist Rules, all resolutions relating to the following matters as set out in the Notice of EGM dated 29 June 2021 were duly passed by way of poll at the extraordinary general meeting (“**EGM**”) of the Company held by way of electronic means on 4 August 2021 at 2.00 p.m..

(a) **Poll Results**

The results of the poll 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>Ordinary Resolution 1:</b> Proposed Acquisition of the entire issued share capital of Shanaya Environmental Services Pte. Ltd. for the Purchase Consideration of S\$22,000,000	406,752,315	406,752,315	100.00%	0	0.00%
<b>Ordinary Resolution 2:</b> Proposed issuance and allotment of 3,166,666,667 Consideration Shares (on a pre-consolidation basis) at the Issue Price of S\$0.006 to the Vendors in partial satisfaction of the Purchase Consideration for the Proposed Acquisition	406,752,315	406,752,315	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>Ordinary Resolution 3:</b> Proposed issuance and allotment of 50,000,000 Introducer Shares (on a pre-consolidation basis) at the Issue Price of S\$0.006 to the Introducer in settlement of the Introducer Fee	406,752,315	406,752,315	100.00%	0	0.00%
<b>Ordinary Resolution 4:</b> Proposed issuance and allotment of 66,666,667 PPCF Shares (on a pre-consolidation basis) at the Issue Price of S\$0.006 to PPCF in partial settlement of its professional fees	406,752,315	406,752,315	100.00%	0	0.00%
<b>Ordinary Resolution 5:</b> Proposed Share Consolidation of every 40 existing shares into one (1) consolidated share, fractional entitlements to be disregarded	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Ordinary Resolution 6:</b> Proposed Whitewash Resolution for the waiver by Independent Shareholders of their right to receive a mandatory general offer from the Vendors and their concert parties for all the Shares in issue not already owned, controlled or agreed to be acquired by the Vendors and their concert parties on the completion of the Proposed Acquisition	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Ordinary Resolution 7:</b> Proposed appointment of Mohamed Gani Mohamed Ansari as a new director upon Completion	406,752,315	406,752,315	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>Ordinary Resolution 8:</b> Proposed appointment of Sukhvinder Singh Chopra as a new director upon Completion	406,752,315	406,752,315	100.00%	0	0.00%
<b>Ordinary Resolution 9:</b> Proposed re-election of Ong Kian Soon as a director upon Completion	396,218,315	396,218,315	100.00%	0	0.00%
<b>Ordinary Resolution 10:</b> Lee Teong Sang's independence subject to approval of shareholders in anticipation of Rule 406(3)(d)(iii) of the Catalist Rules	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Ordinary Resolution 11:</b> Lee Teong Sang's independence subject to approval of shareholders (excluding the directors and CEO of the Company, and their associates) in anticipation of Rule 406(3)(d)(iii) of the Catalist Rules	137,206,000	137,150,000	99.96%	56,000	0.04%
<b>Ordinary Resolution 12:</b> Tito Shane Isaac's independence subject to approval of shareholders in anticipation of Rule 406(3)(d)(iii) of the Catalist Rules	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Ordinary Resolution 13:</b> Tito Shane Isaac's independence subject to approval of shareholders (excluding the directors and CEO of the Company, and their associates) in anticipation of Rule 406(3)(d)(iii) of the Catalist Rules	137,206,000	137,150,000	99.96%	56,000	0.04%
<b>Ordinary Resolution 14:</b> Proposed re-election of Lee Teong Sang as a director upon Completion	406,752,315	406,696,315	99.99%	56,000	0.01%

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>Ordinary Resolution 15:</b> Proposed re-election of Tito Shane Isaac as a director upon Completion	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Ordinary Resolution 16:</b> Proposed adoption of the Shanaya Employee Share Option Scheme	395,218,315	395,218,315	100.00%	0	0.00%
<b>Ordinary Resolution 17:</b> Proposed adoption of the Shanaya Performance Share Plan	395,218,315	395,218,315	100.00%	0	0.00%
<b>Ordinary Resolution 18:</b> Proposed New General Share Issue Mandate	406,752,315	406,696,315	99.99%	56,000	0.01%
<b>Special Resolution 19:</b> Proposed Change of Company's Name to "Shanaya Limited"	406,752,315	406,752,315	100.00%	0	0.00%
<b>Special Resolution 20:</b> Proposed adoption of the New Constitution	406,752,315	406,752,315	100.00%	0	0.00%

Mohamed Gani Mohamed Ansari, having been appointed as a Director of the Company, will become the Executive Director and Chief Executive Officer of the Company, as well as a member of the Proposed New Nominating Committee upon Completion.

Sukhvinder Singh Chopra, having been appointed as a Director of the Company, will become the Independent and Non-Executive Chairman of the Company, as well as the Chairman of the Proposed New Remuneration Committee and a member of the Proposed New Nominating Committee and the Proposed New Audit Committee upon Completion. He is considered to be independent pursuant to Rule 704(7) of the Catalist Rules.

Ong Kian Soon, having been re-elected as a Director of the Company, will become the Non-Executive and Non-Independent Director of the Company upon Completion.

Following the passing of Resolutions 10 and 11 (the "**Two-Tier Voting Resolutions for Mr Lee**") and having been re-elected as a Director of the Company, Lee Teong Sang will become the Independent and Non-Executive Director of the Company, as well as the Chairman of the Proposed New Audit Committee and a member of the Proposed New Nominating Committee and the Proposed New Remuneration Committee upon Completion. He is considered to be independent pursuant to Rule 704(7) of the Catalist Rules and will continue to be an Independent Director until the earlier of (i) his retirement or resignation as a Director; or (ii) the conclusion of the third AGM following the passing of the Two-Tier Voting Resolutions for Mr Lee.

Following the passing of Resolutions 12 and 13 (the “**Two-Tier Voting Resolutions for Mr Tito**”) and having been re-elected as a Director of the Company, Tito Shane Isaac will become the Independent and Non-Executive Director of the Company, as well as the Chairman of the Proposed New Nominating Committee and a member of the Proposed New Remuneration Committee and the Proposed New Audit Committee upon Completion. He is considered to be independent pursuant to Rule 704(7) of the Catalist Rules and will continue to be an Independent Director until the earlier of (i) his retirement or resignation as a Director; or (ii) the conclusion of the third AGM following the passing of the Two-Tier Voting Resolutions for Mr Tito.

- (b) **Details of parties who were required to abstain from voting on any resolution(s), including the number of shares held and resolution(s) on which they are required to abstain from voting**

<b>Resolution Number</b>	<b>Details of parties who are required to abstain from voting</b>	<b>Number of Shares Held</b>
<b>Ordinary Resolution 6</b>	The Vendors, their concert parties and persons not independent of them	0
<b>Ordinary Resolution 9</b>	Ong Kian Soon and his Associates	10,534,000
<b>Ordinary Resolution 11</b>	All Directors and CEO of the Company who are shareholders, being Choo Tung Kheng and Ong Kian Soon, and their respective Associates	269,546,315
<b>Ordinary Resolution 13</b>	All Directors and CEO of the Company who are shareholders, being Choo Tung Kheng and Ong Kian Soon, and their respective Associates	269,546,315
<b>Ordinary Resolution 16</b>	All Directors (save for Choo Tung Kheng) and Proposed Directors of the Company who are shareholders, and their respective Associates, as well as any other shareholders who are entitled to participate in the Shanaya Employee Share Option Scheme	11,534,000
<b>Ordinary Resolution 17</b>	All Directors (save for Choo Tung Kheng) and Proposed Directors of the Company who are shareholders, and their respective Associates, as well as any other shareholders who are entitled to participate in the Shanaya Performance Share Plan	11,534,000

- (c) **Name of firm and/or person appointed as scrutineer.**

**DrewCorp Services Pte Ltd** was appointed as scrutineer for the conduct of poll at the EGM.

**Shareholders and potential investors are advised to exercise caution in trading their shares as there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed. The Company will make the necessary announcements when there are further developments on the Proposed Acquisition. Shareholders are advised to read this announcement and any further announcements by the Company carefully, and should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.**

By Order of the Board  
**CPH Ltd.**

Ong Kian Soon  
Non-Executive and Non-Independent Director  
4 August 2021

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*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 SecuritiesTrading 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.*

*The contact person for the Sponsor is Ms. Jennifer Tan, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg).*

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