



**KIM HENG OFFSHORE & MARINE HOLDINGS LIMITED**  
Company Reg. No. 201311482K  
(Incorporated in the Republic of Singapore)

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**RESULTS OF ANNUAL GENERAL MEETING**

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The Board of Directors (the “**Board**”) of Kim Heng Offshore & Marine Holdings Limited (the “**Company**”) is pleased 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 as set out in the Notice of Annual General Meeting dated 11 April 2017, were duly passed by way of poll at the Annual General Meeting of the Company held on 26 April 2017 (“**AGM**”).

The results of the poll on each of the resolutions put to vote at the AGM are set out below:

**(a) Breakdown of all valid votes cast at the AGM**

No.	Ordinary Resolution Number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			No. of Shares	(%)	No. of Shares	(%)
<b>Ordinary Business</b>						
1.	Adoption of the Audited Financial Statements for the financial year ended 31 December 2016 together with the Directors’ Statement and Independent Auditor’s Report thereon.	465,258,700	465,258,700	100.00	0	0.00
2.	Declaration of a 1-tier tax exempt final dividend of 0.07 Singapore cents per ordinary share in respect of the financial year ended 31 December 2016.	465,258,700	465,258,700	100.00	0	0.00
3.	Payment of Directors’ fees of S\$225,250 for the financial year ended 31 December 2016.	465,245,500	465,162,500	99.98	83,000	0.02
4.	Re-election of Mr Tan Keng Siong Thomas as a Director of the Company.	465,245,500	465,245,500	100.00	0	0.00
5.	Re-election of Mr Douglas Owen Chester as a Director of the Company.	465,245,500	464,897,500	99.93	348,000	0.07
6.	Re-appointment of Messrs KPMG LLP as Auditors of the Company and authorisation for the Directors to fix their remuneration.	465,258,700	465,168,500	99.98	90,200	0.02

7.	Authority to allot and issue shares.	465,258,700	465,245,500	99.997	13,200	0.003
8.	Authority to allot and issue shares under the Kim Heng Employee Share Option Scheme 2013.	161,943,700	161,930,500	99.99	13,200	0.01
9.	Authority to allot and issue shares under the Kim Heng Performance Share Plan 2013.	161,943,700	161,930,500	99.99	13,200	0.01
10.	Renewal of the Share Buyback Mandate	162,183,700	162,183,700	100.00	0	0.00

Mr Douglas Owen Chester was re-elected as Director of the Company at the AGM and remains as Chairman of Nominating Committee and a member of the Audit & Risk Committee and Remuneration Committee. The Board considers him to be independent for the purpose of Rule 704(7) of the Catalist Rules.

**(b) Details of parties who are required to abstain from voting on any resolution(s)**

- (i) All the Directors and employees of the Group, as well as shareholders who are eligible to participate in the Kim Heng Employee Share Option Scheme 2013 and Kim Heng Performance Share Plan 2013 have abstained from voting on Resolutions 8 and 9.
- (ii) Mr Thomas Tan and persons acting in concert with him have abstained from voting on Resolution 10.

Details of parties and their shareholdings who have abstained from voting on the Resolutions 8, 9 and 10 are as below:-

<b>Resolution Number and details</b>	<b>Name</b>	<b>Number of shares held</b>
Resolution 8 - Authority to allot and issue shares under the Kim Heng Employee Share Option Scheme 2013. AND Resolution 9 - Authority to allot and issue shares under the Kim Heng Performance Share Plan 2013.	Tan Keng Siong Thomas	3,875,000
	Yeo Seh Hong	100,000
	Ho Boon Chuan Wilson	100,000
	Tan Ping Hui Eugene	40,000
Resolution 10 – Renewal of Share Buyback Mandate.	Tan Keng Siong Thomas	3,875,000
	KH Group Holdings Pte. Ltd.	299,200,000

**(c) Name of Company appointed as Scrutineer**

Associates Corporate Services Pte Ltd was appointed as Scrutineer for the AGM.

BY ORDER OF THE BOARD

Tan Keng Siong Thomas  
Executive Chairman & CEO

26 April 2017

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Advisors Private Limited ("Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor has not independently verified the contents of this announcement.*

*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 Mr. Sebastian Jones, Director, SAC Advisors Private Limited at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542, telephone (65) 6532 3829.*

*SAC Capital Private Limited is the parent company of SAC Advisors Private Limited.*