

XMH HOLDINGS LTD.
(Company Registration No. 201010562M)
(Incorporated in Singapore)
(the “Company”)

RESULTS OF ANNUAL GENERAL MEETING

Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), the Board of Directors (“**Board**” or the “**Directors**”) of XMH Holdings Ltd. (“**Company**”, and together with its subsidiaries, “**Group**”) wishes to announce that at the Annual General Meeting (“**AGM**”) of the Company held on Wednesday, 28 August 2024, all resolutions relating to matters as set out in the Notice of AGM dated 7 August 2024 and put to vote at the AGM of the Company and were duly decided by way of poll.

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

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

Resolution Number and Details	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		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 (%)	
<u>AS ORDINARY BUSINESS</u>						
<u>Resolution 1</u> Adoption of the Directors’ Statement and the Audited Financial Statements of the Company and of the Group for the financial year ended 30 April 2024, together with the Independent Auditors’ Report thereon	94,669,556	94,669,556	100.00	0	0.00	Carried
<u>Resolution 2</u> Declaration and approval of the payment of a final one-tier tax exempt dividend of 0.25 Singapore cents per ordinary share and a special one-tier tax exempt dividend of 3.25 Singapore cents per ordinary share for the financial year ended 30 April 2024	94,669,556	94,669,556	100.00	0	0.00	Carried

XMH HOLDINGS LTD.

Announcement on resolutions passed at the AGM held on Wednesday, 28 August 2024

Resolution Number and Details	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		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 (%)	
<u>Resolution 3</u> Approval of the payment of Directors' fees of S\$179,130 for the financial year ended 30 April 2024	94,673,756	94,673,756	100.00	0	0.00	Carried
<u>Resolution 4</u> Re-election of Mr. Tan Tin Yeow as a Director retiring under Regulation 89 of the Constitution of the Company	24,984,369	24,984,369	100.00	0	0.00	Carried
<u>Resolution 5</u> Re-election of Mr. Khoo Song Koon as a Director retiring under Regulation 89 of the Constitution of the Company	94,673,506	94,673,506	100.00	0	0.00	Carried
<u>Resolution 6</u> Re-appointment of Messrs Ernst & Young LLP as the Independent Auditors of the Company to hold office until the next AGM and to authorise the Directors of the Company to fix their remuneration	94,437,906	94,429,406	99.99	8,500	0.01	Carried
<u>AS SPECIAL BUSINESS</u>						
<u>Resolution 7</u> Authority for Directors to allot and issue shares in the capital of the Company	94,669,556	94,087,056	99.38	582,500	0.62	Carried

Resolution Number and Details	Total number of shares represented by votes for and against the relevant resolution	For		Against		Results
		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 (%)	
<u>Resolution 8</u> Proposed renewal of the Share Buyback Mandate	94,669,556	94,669,556	100.00	0	0.00	Carried

(b) Re-election of Directors

Mr. Tan Tin Yeow (“**Mr. Tan**”) was re-elected as a Director at the AGM pursuant to Regulation 89 of the Constitution of the Company. He remains as the Chairman and Managing Director of the Company.

Mr. Khoo Song Koon (“**Mr. Khoo**”) was re-elected as a Director at the AGM pursuant to Regulation 89 of the Constitution of the Company. He remains as an Independent Director, Chairman of the Audit Committee, and a member of the Nominating Committee and the Remuneration Committee of the Company. Mr. Khoo is considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

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

For good corporate governance purposes, Mr. Tan, who holds 69,685,187 shares in the capital of the Company, had voluntarily abstained from voting on Resolution 4 in respect of his own re-election as Director of the Company.

(d) Name of firm and/or person appointed as scrutineer

Moore Stephens LLP was appointed as scrutineer for the AGM.

By Order of the Board

Tan Tin Yeow
Chairman and Managing Director
28 August 2024