

SGXNet Announcement

7 October 2021

Outcome of the Twenty-Second Annual General Meeting held on 7 October 2021

Singapore Exchange Limited (the “Company” or “SGX”) is pleased to announce, pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), that all items of business set out in the Notice of Annual General Meeting (“AGM”) dated 13 September 2021 were put to, and duly passed, by poll vote at the AGM which was held by electronic means on 7 October 2021.

(a) Breakdown of all valid votes cast at 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 (%)
Routine Business					
Ordinary Resolution 1					
Adoption of the Directors’ Statement, the Audited Financial Statements and the Auditor’s Report.	438,640,824	437,497,824	99.74	1,143,000	0.26
Ordinary Resolution 2					
Declaration of a final dividend.	438,876,906	433,894,706	98.86	4,982,200	1.14
Ordinary Resolution 3(a)					
Re-election of Mr Loh Boon Chye as a Director.	438,836,206	434,089,103	98.92	4,747,103	1.08
Ordinary Resolution 3(b)					
Re-election of Mr Subra Suresh as a Director.	438,557,506	396,771,517	90.47	41,785,989	9.53

Singapore Exchange Limited

Company Reg No. 199904940D

2 Shenton Way, #02-02 SGX Centre 1, Singapore 068804

main: +65 6236 8888 fax: +65 6535 6994

sgx.com

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	Number of shares	For	Number of shares	Against
			As a percentage of total number of votes for and against the resolution (%)		As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 4					
Re-election of Mr Yeoh Ooh Jin as a Director.	438,556,706	438,457,806	99.98	98,900	0.02
Ordinary Resolution 5					
Approval of Chairman's fees for the financial year ending 30 June 2022.	438,596,206	432,092,306	98.52	6,503,900	1.48
Ordinary Resolution 6					
Approval of Directors' fees for the financial year ending 30 June 2022.	438,556,823	438,079,323	99.89	477,500	0.11
Ordinary Resolution 7					
Re-appointment of KPMG LLP as the Auditor of the Company and authority for Directors to fix its remuneration.	437,598,806	436,881,686	99.84	717,120	0.16
Special Business					
Ordinary Resolution 8					
Authority for Directors to issue shares pursuant to the Singapore Exchange Limited Scrip Dividend Scheme.	438,850,606	422,572,181	96.29	16,278,425	3.71
Ordinary Resolution 9					
Authority for Directors to issue shares and instruments convertible into shares.	438,817,106	417,657,876	95.18	21,159,230	4.82
Ordinary Resolution 10					
Renewal of the Share Purchase Mandate.	438,736,286	436,169,485	99.41	2,566,801	0.59

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

Pursuant to section 11(2)(b) of the Exchanges (Demutualisation & Merger) Act 1999 (the "Merger Act"), SEL Holdings Pte Ltd ("SEL"), being the special purpose company set up under the Merger Act to hold 249,991,184 ordinary shares in the Company for the benefit of the Financial Sector Development Fund, shall not exercise or control the exercise of votes attached to such shares. Owing to the restriction in the exercise of votes attached to the shares, SEL did not vote on any of the resolutions at the AGM.

To demonstrate good corporate governance practices:

- (i) Mr Loh Boon Chye, Chief Executive Officer and a Non-Independent Director who is also a shareholder of the Company, voluntarily abstained from voting his holdings of shares on Ordinary Resolution 3(a) in respect of his own re-election as a Director of SGX;
- (ii) Mr Subra Suresh, an Independent Non-Executive Director who is also a shareholder of the Company, voluntarily abstained from voting his holdings of shares on Ordinary Resolution 3(b) in respect of his own re-election as a Director of SGX;

- (iii) Mr Kwa Chong Seng, Chairman and a Non-Independent Non-Executive Director who is also a shareholder of the Company, voluntarily abstained from voting his holdings of shares on Ordinary Resolution 5 in respect of the payment of Chairman's fees for the financial year ending 30 June 2022; and
- (iv) all Directors of SGX who are also shareholders of the Company voluntarily abstained from voting their respective holdings of shares on Ordinary Resolution 6 in respect of the payment of Directors' fees to all Directors (other than the Chief Executive Officer) for the financial year ending 30 June 2022.

(c) Name of firm appointed as scrutineer

BDO Corporate Services Pte Ltd was appointed as the scrutineer for the AGM.

(d) Note of Appreciation to Retiring Directors

The Board of Directors would like to record its appreciation to Ms Jane Diplock AO and Mr Ng Wai King, both of whom retired from the Board upon the conclusion of the AGM today, for their invaluable contributions, insightful advice and guidance to the SGX Group and wish them all the best for the future.

Details of Ms Diplock's and Mr Ng's cessation of appointments as required under Rule 704(7) of the Listing Manual of the SGX-ST are set out in separate announcements dated 13 September 2021.

(e) Composition of the Board and its Board Committees

Details pertaining to the updated composition of the Board and its Board Committees upon the conclusion of the AGM are set out in a separate announcement dated 7 October 2021.

Issued By

Singapore Exchange Limited