



**Second Chance Properties Ltd**  
(Company Registration No.198103193M)

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1. RESULTS OF ANNUAL GENERAL MEETING
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### RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors of Second Chance Properties Ltd (the “**Company**”) is pleased to announce that at the Annual General Meeting (“**AGM**”) of the Company held on 30 December 2015, all the resolutions to matters set out in the Notice of AGM dated 14 December 2015 were duly passed by way of poll.

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

| Resolution Number and Details   | Total number of shares represented by votes for and against the relevant resolution | FOR           |  | AGAINST       |  |
|---|---|---------------|--|---------------|--|
|   |   | No. of Shares | Percentage over total votes for the resolution (%) | No. of Shares | Percentage over total votes against the resolution (%) |
| <b>Ordinary Business</b>  |   |               |  |               |  |
| <u>Resolution 1</u><br>To receive and adopt the Audited Financial Statements for the financial year ended 31 August 2015 together with the Directors' Report and Auditors' Report | 418,812,102   | 418,764,102   | 99.99  | 48,000        | 0.01   |
| <u>Resolution 2</u><br>To declare first and final dividend  | 418,562,845   | 418,432,175   | 99.97  | 130,670       | 0.03   |
| <u>Resolution 3</u><br>To approve the payment of directors' fees for the financial year ended 31 August 2015  | 417,481,504   | 417,370,946   | 99.97  | 110,558       | 0.03   |
| <u>Resolution 4</u><br>To approve the payment of director's fee to Mr Choo Chee Kong, Peter   | 397,549,219   | 397,224,702   | 99.92  | 324,517       | 0.08   |
| <u>Resolution 5</u><br>To approve the payment of director's fee to Mr Bobby Jayaraman   | 417,913,814   | 417,790,500   | 99.97  | 123,314       | 0.03   |

|  |             |             |         |         |        |
|--|-------------|-------------|---------|---------|--------|
| <u>Resolution 6</u>  |             |             |         |         |        |
| Re-election of Mr Mohamed Salleh s/o Kadir Mohideen Saibu Maricar as Director                | 415,998,534 | 415,898,534 | 99.98   | 100,000 | 0.02   |
| <u>Resolution 7</u>  |             |             |         |         |        |
| Re-election of Mr Mohamed Hasan Marican s/o Kadir Mohideen Saibu Maricar as Director         | 415,424,226 | 415,423,226 | 99.9998 | 1,000   | 0.0002 |
| <u>Resolution 8</u>  |             |             |         |         |        |
| Re-appointment of Messrs Nexia TS Public Accounting Corporation as Auditors                  | 414,120,973 | 413,993,361 | 99.97   | 127,612 | 0.03   |
| <b>Special Business</b>  |             |             |         |         |        |
| <u>Resolution 9</u>  |             |             |         |         |        |
| Authority to allot and issue shares and convertible securities                               | 416,877,888 | 416,577,041 | 99.93   | 300,847 | 0.07   |
| <u>Resolution 10</u>   |             |             |         |         |        |
| Authority to issue shares pursuant to the Second Chance Properties Ltd Scrip Dividend Scheme | 416,501,369 | 416,394,424 | 99.97   | 106,945 | 0.03   |
| <u>Resolution 11</u>   |             |             |         |         |        |
| Appointment of Mr Ahmad Bin Mohamed Magad (Dr) as Lead Independent Non-Executive director    | 6,780,776   | 6,727,004   | 99.21   | 53,772  | 0.79   |
| <u>Resolution 12</u>   |             |             |         |         |        |
| Appointment of Mr Tan Lye Heng Paul as Independent Non-Executive director                    | 6,705,000   | 6,690,228   | 99.78   | 14,772  | 0.22   |

Notes:

- (i) No party is required to abstain from voting on any resolution put to the vote at the AGM. However, Mr Mohamed Salleh s/o Kadir Mohideen Saibu Maricar, Mr Mohamed Hasan Marican s/o Kadir Mohideen Saibu Maricar and Mr Devnarayanan s/o K R Pisharody had voluntarily abstained from voting on Resolution 11 and 12 put to vote at the AGM. Mr Mohamed Salleh s/o Kadir Mohideen Saibu Maricar (holding 376,651,678 ordinary shares), Mr Mohamed Hasan Marican s/o Kadir Mohideen Saibu Maricar (holding 6,300,688 ordinary shares) and Mr Devnarayanan s/o K R Pisharody (holding 4,370,816 ordinary shares) hold in total 387,323,182 ordinary shares, representing 57.19% of the existing issued and paid-up share capital of the Company.
- (ii) Associates Corporate Services Pte. Ltd was appointed as the Company's Independent Scrutineer for the AGM.

## **RE-COMPOSITION OF BOARD AND BOARD COMMITTEES**

With the appointment of Mr Ahmad Bin Mohamed Magad (Dr) and Mr Tan Lye Heng Paul as directors and the retirement of Mr Bobby Jayaraman as a director of the Company, the composition of the Board and Board Committees with effect from 30 December 2015 will be as follows:

### Board of Directors

Mohamed Salleh s/o Kadir Mohideen Saibu Maricar (Executive Chairman & Chief Executive Officer)

Mohamed Hasan Marican s/o Kadir Mohideen Saibu Maricar (Deputy Chief Executive Officer)

Devnarayanan s/o K R Pisharody (Executive Director)

Ahmad Bin Mohamed Magad (Dr) (Lead Independent Non-Executive Director)

Geetha Padmanabhan (Independent Non-Executive Director)

Tan Lye Heng Paul (Independent Non-Executive Director)

### Audit Committee

Geetha Padmanabhan (Chairman)

Ahmad Bin Mohamed Magad (Dr)

Tan Lye Heng Paul

### Nominating Committee

Ahmad Bin Mohamed Magad (Chairman)

Geetha Padmanabhan

Tan Lye Heng Paul

### Remuneration Committee

Tan Lye Heng Paul (Chairman)

Geetha Padmanabhan

Ahmad Bin Mohamed Magad (Dr)

In compliance with the Listing Manual requirements, the particulars of Mr Ahmad Bin Mohamed Magad (Dr) and Mr Tan Lye Heng Paul are contained in separate announcements. Mr Ahmad Bin Mohamed Magad (Dr) and Mr Tan Lye Heng Paul are considered independent for the purpose of Rule 704(8) of the Listing Rules of the Singapore Exchange Securities Trading Limited.

## **RECORD OF APPRECIATION TO RETIRED DIRECTOR**

The Board of Directors would like to record their appreciation to Mr Bobby Jayaraman, who retired from the Board at the Company's AGM today, for his valuable contributions and conscientious attention during his term of office. The details in relation to his retirement as required under Rule 704(7) of the Listing Manual of the SGX-ST are set out in separate announcement released today.

### **By Order of the Board**

Mohamed Salleh s/o Kadir Mohideen Saibu Maricar  
Executive Chairman & Chief Executive Officer  
Singapore

30 December 2015