

ANNUAL GENERAL MEETING::VOLUNTARY

Issuer & Securities

Issuer/ Manager

FRASER AND NEAVE LIMITED.

Security

FRASER AND NEAVE, LIMITED - SG1T58930911 - F99

Announcement Details

Announcement Title

Annual General Meeting

Date &Time of Broadcast

24-Jan-2024 17:27:00

Status

New

Announcement Reference

SG240124MEETLEL2

Submitted By (Co./ Ind. Name)

Samuel Lee

Designation

Company Secretary

Financial Year End

30/09/2023

Event Narrative

| Narrative Type | Narrative Text |
|-----------------|--|
| Additional Text | Please refer to the attached results of the Issuer's Annual General Meeting held on 24 January 2024. |

Event Dates

Meeting Date and Time

24/01/2024 09:30:00

Response Deadline Date

21/01/2024 09:30:00

Event Venue(s)

Place

| Venue(s) | Venue details |
|---------------|---|
| Meeting Venue | Grand Ballroom Level 2, InterContinental Singapore 80 Middle Road Singapore 188966 |

Attachments

[FNL 2024 AGM Results - 24 Jan 2024.pdf](#)

Total size =58K MB



FRASER AND NEAVE, LIMITED

(Incorporated in Singapore)
(Company Registration No.: 189800001R)

Results of Annual General Meeting held on 24 January 2024

Fraser and Neave, Limited (the “**Company**”) is pleased to announce, pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), that all resolutions set out in the Notice of Annual General Meeting (“**AGM**”) which was despatched to all shareholders of the Company on 2 January 2024 were put to, and duly passed, by poll vote at the AGM held on 24 January 2024.

1) Breakdown of all valid votes cast at the AGM

The results of the poll on each of the resolutions put to 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 (%) |
| <u>ROUTINE BUSINESS</u> | | | | | |
| Resolution 1 To receive and adopt the Directors' statement and audited financial statements for the year ended 30 September 2023 and the auditors' report thereon. | 1,276,022,693 | 1,275,900,893 | 99.99 | 121,800 | 0.01 |
| Resolution 2 To approve a final tax-exempt (one-tier) dividend of 4.0 cents per share in respect of the year ended 30 September 2023. | 1,276,528,283 | 1,276,411,483 | 99.99 | 116,800 | 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 (%) |
| Resolution 3(a) To re-appoint Director: Mr Ng Tat Pun | 1,276,143,433 | 1,275,158,016 | 99.92 | 985,417 | 0.08 |
| Resolution 3(b) To re-appoint Director: Mr Chan Heng Wing | 1,276,141,433 | 1,275,148,166 | 99.92 | 993,267 | 0.08 |
| Resolution 3(c) To re-appoint Director: Mr Koh Poh Tiong | 1,276,393,933 | 1,275,914,583 | 99.96 | 479,350 | 0.04 |
| Resolution 4 To approve Directors' fees of up to S\$2,000,000 payable by the Company for the year ending 30 September 2024 (last year: up to S\$2,000,000). | 1,276,046,283 | 1,275,920,483 | 99.99 | 125,800 | 0.01 |
| Resolution 5 To re-appoint KPMG LLP as the auditors of the Company and to authorise the Directors to fix their remuneration. | 1,276,047,333 | 1,275,885,033 | 99.99 | 162,300 | 0.01 |
| <u>SPECIAL BUSINESS</u> | | | | | |
| Resolution 6 To authorise the Directors to issue shares and to make or grant convertible instruments. | 1,276,463,333 | 1,274,573,565 | 99.85 | 1,889,768 | 0.15 |

| 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 (%) |
| Resolution 7 To authorise the Directors to grant awards and to allot and issue shares pursuant to the F&N Restricted Share Plan 2019. | 1,275,652,959 | 1,274,649,192 | 99.92 | 1,003,767 | 0.08 |
| Resolution 8 To authorise the Directors to allot and issue shares pursuant to the Fraser and Neave, Limited Scrip Dividend Scheme. | 1,276,132,333 | 1,275,999,533 | 99.99 | 132,800 | 0.01 |
| Resolution 9* To approve the proposed renewal of the mandate for interested person transactions. | 5,539,199 | 5,327,399 | 96.18 | 211,800 | 3.82 |
| Resolution 10 To approve the proposed renewal of the share purchase mandate. | 1,276,117,533 | 1,275,940,233 | 99.99 | 177,300 | 0.01 |

Note:

* InterBev Investment Limited (“**IBIL**”) and TCC Assets Limited (“**TCCA**”), who respectively hold 412,423,822 and 858,080,062 ordinary shares, and in total 1,270,503,884 ordinary shares representing 87.21% of the issued share capital of the Company, abstained from voting on Resolution 9. IBIL and TCCA are associates of Mr Charoen Sirivadhanabhakdi and the Estate of the late Khunying Wanna Sirivadhanabhakdi, both controlling shareholders of the Company and interested parties in relation to Resolution 9.

2) Scrutineer

RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. was appointed as the scrutineer for the AGM.

3) Re-appointment of Directors to the Audit Committee

The Company wishes to announce that:

- (i) Mr Ng Tat Pun, who was re-appointed as a Director of the Company at the AGM, has also been re-appointed as the Chairman of the Audit Committee (“**AC**”).
- (ii) Mr Chan Heng Wing, who was re-appointed as a Director of the Company at the AGM, has also been re-appointed as a Member of the AC.
- (iii) The composition of the AC shall be as follows:

AC Chairman

Mr Ng Tat Pun

AC Members

Mr Chan Heng Wing

Mr Sithichai Chaikriangkrai

The Board considers Mr Ng and Mr Chan independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST. All members of the AC are Non-Executive Directors of the Company.

BY ORDER OF THE BOARD

Samuel Lee
Company Secretary

24 January 2024