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<b>Miscellaneous</b>	
* Asterisks denote mandatory information	
Name of Announcer *	FRASER AND NEAVE, LIMITED
Company Registration No.	189800001R
Announcement submitted on behalf of	FRASER AND NEAVE, LIMITED
Announcement is submitted with respect to *	FRASER AND NEAVE, LIMITED
Announcement is submitted by *	Anthony Cheong Fook Seng
Designation *	Company Secretary
Date & Time of Broadcast	28-Feb-2014 20:27:27
Announcement No.	00354

<b>&gt;&gt; Announcement Details</b>
The details of the announcement start here ...

Announcement Title \* Results of Extraordinary General Meetings ("EGMs")

Description


Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Company wishes to announce that all resolutions as set out in the Notices of EGM dated 5 February 2014 and 13 February 2014 respectively were duly passed at the respective EGMs of the Company held on 28 February 2014.


The results of the EGMs are attached for information.

By Order of the Board  
Anthony Cheong  
Company Secretary

28 February 2014

Attachments

 FNL-EGM1-Results\_28.02.2014.pdf

 FNL-EGM2-Results\_28.02.2014.pdf

Total size = **50K**  
(2048K size limit recommended)

Close Window



**FRASER AND NEAVE, LIMITED**  
(Incorporated in Singapore)  
(Company Registration No.: 189800001R)

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## **Results of Extraordinary General Meeting**

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The following Special Resolution was duly passed at an Extraordinary General Meeting (the "EGM") of Fraser and Neave, Limited held on 28 February 2014:

### **SPECIAL RESOLUTION**

#### **Approval of the Proposed Capital Reduction**

RESOLVED THAT pursuant to Article 54 of the Articles of Association of the Company and contingent upon the approval of the High Court of the Republic of Singapore:

- (a) the issued share capital of the Company shall be reduced by the sum of S\$606,860,640.12, and such reduction be effected by returning the sum of S\$606,860,640.12 from the issued share capital of the Company to the shareholders of the Company ("**Shareholders**", being registered holders of the Shares (as defined below), other than the Company, except that where the registered holder is The Central Depository (Pte) Limited, the term "**Shareholders**" shall mean Depositors (other than the Company), as defined under the Companies Act, Chapter 50 of Singapore) on the basis of S\$0.42 for each issued ordinary share in the capital of the Company (each, a "**Share**") held by a Shareholder or on his/her behalf as at a books closure date to be determined by the Directors (the "**Proposed Capital Reduction**"); and
- (b) the Directors and each of them be and are hereby authorised to do all acts and things and to execute all such documents as they or he may consider necessary or expedient to give effect to the Proposed Capital Reduction.

The Chairman declared the EGM closed at 2.40 pm.

#### **Results of Poll Voting**

Voting on the Special Resolution at the EGM was conducted by poll. For information, the votes cast are set out below:

<b>RESOLUTION</b>	<b>FOR</b>		<b>AGAINST</b>		<b>Total No. of Valid Votes Cast</b>
	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>	
<b>Special Resolution</b> To approve the proposed Capital Reduction	1,278,575,457	100.00	19,050	0.00	1,278,594,507

By Order of the Board  
Anthony Cheong Fook Seng  
Company Secretary

28 February 2014



**FRASER AND NEAVE, LIMITED**  
(Incorporated in Singapore)  
(Company Registration No.: 189800001R)

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## Results of Extraordinary General Meeting

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The following Ordinary Resolution was duly passed at an Extraordinary General Meeting (the "EGM") of Fraser and Neave, Limited held on 28 February 2014:

### ORDINARY RESOLUTION

#### The Proposed Adoption of the Interested Person Transactions Mandate

That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual ("**Chapter 9**") of the Singapore Exchange Securities Trading Limited, for the Company, its subsidiaries and associated companies that are considered to be "entities at risk" under Chapter 9, or any of them, to enter into any of the transactions falling within the types of interested person transactions described in Appendix A to the Company's Circular to Shareholders dated 13 February 2014 (the "**Circular**"), with any party who is of the class of interested persons described in Appendix A to the Circular, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions (the "**IPT Mandate**");
- (b) the IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and
- (c) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the IPT Mandate and/or this Resolution.

The Chairman declared the EGM closed at 2.50 pm.

### Results of Poll Voting

Voting on the Ordinary Resolution at the EGM was conducted by poll. For information, the votes cast are set out below:

RESOLUTION	FOR		AGAINST		Total No. of Valid Votes Cast
	No. of Shares	%	No. of Shares	%	
<b>Ordinary Resolution</b> To approve the proposed adoption of the Interested Person Transactions Mandate	7,131,406	98.79	86,994	1.21	7,218,400

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 87.93% of the issued share capital of the Company, abstained from voting on this Resolution. IBIL and TCCA are associates of Mr Charoen Sirivadhanabhakdi and Khunying Wanna Sirivadhanabhakdi, both controlling shareholders of the Company and interested persons in relation to the IPT Mandate.

By Order of the Board  
Anthony Cheong Fook Seng  
Company Secretary

28 February 2014