

REPL::Extraordinary/ Special General Meeting::Voluntary

Issuer & Securities

Issuer/ Manager	FRASER AND NEAVE LIMITED.
Security	FRASER AND NEAVE, LIMITED - SG1T58930911 - F99

Announcement Details

Announcement Title	Extraordinary/ Special General Meeting
Date & Time of Broadcast	30-Jan-2015 19:17:29
Status	Replacement
Announcement Reference	SG150109XMETZ1JX
Submitted By (Co./ Ind. Name)	Anthony Cheong Fook Seng
Designation	Company Secretary
Financial Year End	30/09/2014

Event Narrative

Narrative Type	Narrative Text
	Result of Extraordinary General Meeting ("EGM")
Additional Text	The Company wishes to announcement that the resolution as set out in the Notice of EGM dated 9 January 2015 was duly passed at the EGM held on 30 January 2015. The result of the EGM is attached for information.

Event Dates

Meeting Date and Time	30/01/2015 10:00:00
Response Deadline Date	28/01/2015

Event Venue(s)

Place	
Venue(s)	Venue details
Meeting Venue	Ballrooms II and III, Level 2, InterContinental Singapore 80 Middle Road Singapore 188966
Attachments	FN-2015_EGM_Results.pdf Total size =175K
Related Announcements	09/01/2015 07:07:06

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FRASER AND NEAVE, LIMITED

(Incorporated in Singapore)

(Company Registration No.: 189800001R)

Results of Extraordinary General Meeting

The following Ordinary Resolution was duly passed at the Extraordinary General Meeting (“EGM”) of Fraser and Neave, Limited held on 30 January 2015:

**ORDINARY RESOLUTION -
THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE**

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company (the “**Shares**”) not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) transacted through the SGX-ST trading system and/or any other securities exchange on which the Shares may for the time being be listed and quoted (“**Other Exchange**”); and/or
 - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST or, as the case may be, Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, Other Exchange as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
- (i) the date on which the next Annual General Meeting of the Company is held;
 - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
 - (iii) the date on which purchases and acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;

(c) in this Resolution:

“**Average Closing Price**” means the average of the closing market prices of a Share over the five consecutive Market Days on which the Shares are transacted on the SGX-ST or, as the case may be, Other Exchange, immediately preceding the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs after the relevant five-day period;

“**date of the making of the offer**” means the date on which the Company makes an offer for the purchase or acquisition of Shares from holders of Shares, stating therein the relevant terms of the equal access scheme for effecting the off-market purchase;

“**Market Day**” means a day on which the SGX-ST is open for trading in securities;

“**Maximum Percentage**” means that number of issued Shares representing 7% of the issued Shares as at the date of the passing of this Resolution (excluding any Shares which are held as treasury shares as at that date); and

“**Maximum Price**” in relation to a Share to be purchased or acquired, means the purchase price (excluding related brokerage, commission, applicable goods and services tax, stamp duties, clearance fees and other related expenses) which shall not exceed 105% of the Average Closing Price of the Shares; and

(d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

The Chairman declared the EGM closed at 11.00 am.

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	%	
Ordinary Resolution To approve the proposed renewal of the Share Purchase Mandate	1,277,963,605	100.00	11,000	0.00	1,277,974,605

By Order of the Board
Anthony Cheong Fook Seng
Company Secretary

30 January 2015