

REPL::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	29-Jan-2018 18:10:58
Status	Replacement
Announcement Reference	SG180104MEETWYB
Submitted By (Co./ Ind. Name)	Hui Choon Kit
Designation	Company Secretary
Financial Year End	30/09/2017

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached results of the annual general meeting of the Company held on 29 January 2018.

Event Dates

Meeting Date and Time	29/01/2018 09:30:00
Response Deadline Date	26/01/2018 09:30:00

Event Venue(s)

Place	
Venue(s)	Venue details
Meeting Venue	Ballrooms II and III Level 2, InterContinental Singapore 80 Middle Road Singapore 188966
Attachments	@FNL-2018-AGM-Results-29-Jan-2018.pdf Total size =67K
Related Announcements	12/01/2018 05:29:43 04/01/2018 05:30:16



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

Results of Annual General Meeting held on 29 January 2018

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 revised Notice of Annual General Meeting (“AGM”) which was despatched to all shareholders of the Company on 12 January 2018 were put to, and duly passed, by poll vote at the AGM held on 29 January 2018.

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 2017 and the auditors' report thereon.	1,288,272,408	1,288,261,108	100.00	11,300	0.00
Resolution 2 To approve a final tax-exempt (one-tier) dividend of 3.0 cents per share in respect of the year ended 30 September 2017.	1,288,799,696	1,288,793,396	100.00	6,300	0.00
Resolution 3(a) To re-appoint Director: Khunying Wanna Sirivadhanabhakdi	1,288,689,551	1,288,673,651	100.00	15,900	0.00

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(b) To re-appoint Director: Mr Thapana Sirivadhanabhakdi	1,288,511,537	1,286,273,211	99.83	2,238,326	0.17
Resolution 3(c) To re-appoint Director: Mr Sithichai Chaikriangkrai	1,288,878,535	1,286,477,709	99.81	2,400,826	0.19
Resolution 3(d) To re-appoint Director: Mr Charles Mak Ming Ying	1,288,684,934	1,288,475,549	99.98	209,385	0.02
Resolution 3(e) To re-appoint Director: Mr Chan Heng Wing	1,288,609,905	1,288,391,620	99.98	218,285	0.02
Resolution 3(f) To re-appoint Director: Dr Sujittra Sombuntham	1,288,617,794	1,288,404,509	99.98	213,285	0.02
Resolution 4 To approve Directors' fees of up to S\$2,000,000 payable by the Company for the year ending 30 September 2018.	1,288,797,676	1,288,715,176	99.99	82,500	0.01
Resolution 5 To re-appoint KPMG LLP as the auditors of the Company and to authorise the Directors to fix their remuneration.	1,288,824,008	1,288,597,223	99.98	226,785	0.02

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>SPECIAL BUSINESS</u>					
Resolution 6 To authorise the Directors to issue shares and to make or grant convertible instruments.	1,288,813,096	1,276,280,934	99.03	12,532,162	0.97
Resolution 7 To authorise the Directors to grant awards and to allot and issue shares pursuant to the F&N Restricted Share Plan and/or the F&N Performance Share Plan.	1,287,721,392	1,285,994,281	99.87	1,727,111	0.13
Resolution 8 To authorise the Directors to allot and issue shares pursuant to the Fraser and Neave, Limited Scrip Dividend Scheme.	1,288,498,063	1,288,228,277	99.98	269,786	0.02
Resolution 9 * To approve the proposed renewal of the mandate for interested person transactions.	18,108,367	17,879,400	98.74	228,967	1.26
Resolution 10 To approve the proposed renewal of the share purchase mandate.	1,288,798,981	1,288,787,400	100.00	11,581	0.00

Notes:

- * 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 87.73% of the issued share capital of the Company, abstained from voting on Resolution 9. 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 Resolution 9.

2) Scrutineer

RHT Corporate Advisory Pte. Ltd. was appointed as the scrutineer for the AGM.

3) Re-appointment of Director to the Audit Committee

The Company wishes to announce that Mr Sithichai Chaikriangkrai who was re-appointed as a Director of the Company at the AGM, shall be re-appointed as a Member of the Audit Committee.

The Board of Directors of the Company considers Mr Sithichai as non-independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

BY ORDER OF THE BOARD

Hui Choon Kit
Company Secretary

29 January 2018