



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

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### **Results of Annual General Meeting held on 29 January 2019**

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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 4 January 2019 were put to, and duly passed, by poll vote at the AGM held on 29 January 2019.

#### **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 (%)
<b><u>ROUTINE BUSINESS</u></b>					
<b>Resolution 1</b> To receive and adopt the Directors' statement and audited financial statements for the year ended 30 September 2018 and the auditors' report thereon.	1,289,557,903	1,289,527,522	100.00	30,381	0.00
<b>Resolution 2</b> To approve a final tax-exempt (one-tier) dividend of 3.0 cents per share in respect of the year ended 30 September 2018.	1,289,909,527	1,289,874,527	100.00	35,000	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 (%)
<b>Resolution 3(a)</b> To re-appoint Director: Mr Charoen Sirivadhanabhakdi	1,289,566,234	1,289,350,643	99.98	215,591	0.02
<b>Resolution 3(b)</b> To re-appoint Director: Tengku Syed Badarudin Jamalullail	1,289,317,671	1,289,221,680	99.99	95,991	0.01
<b>Resolution 3(c)</b> To re-appoint Director: Mr Koh Poh Tiong	1,289,336,319	1,289,135,089	99.98	201,230	0.02
<b>Resolution 3(d)</b> To re-appoint Director: Mr Chotiphat Bijananda	1,289,566,043	1,289,550,404	100.00	15,639	0.00
<b>Resolution 4</b> To approve Directors' fees of up to S\$2,000,000 payable by the Company for the year ending 30 September 2019.	1,289,181,094	1,289,139,424	100.00	41,670	0.00
<b>Resolution 5</b> To re-appoint KPMG LLP as the auditors of the Company and to authorise the Directors to fix their remuneration.	1,289,237,022	1,289,221,641	100.00	15,381	0.00
<b><u>SPECIAL BUSINESS</u></b>					
<b>Resolution 6</b> To authorise the Directors to issue shares and to make or grant convertible instruments.	1,289,547,823	1,275,071,276	98.88	14,476,547	1.12

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		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 (%)
<b>Resolution 7</b> To authorise the Directors to allot and issue shares pursuant to the F&N Restricted Share Plan and/or the F&N Performance Share Plan.	1,288,754,488	1,285,260,631	99.73	3,493,857	0.27
<b>Resolution 8</b> To authorise the Directors to allot and issue shares pursuant to the Fraser and Neave, Limited Scrip Dividend Scheme.	1,289,523,323	1,289,494,192	100.00	29,131	0.00
<b>Resolution 9 *</b> To approve the proposed renewal of the mandate for interested person transactions.	19,022,589	19,005,108	99.91	17,481	0.09
<b>Resolution 10</b> To approve the proposed renewal of the share purchase mandate.	1,289,394,273	1,289,379,692	100.00	14,581	0.00
<b>Resolution 11</b> To approve the proposed adoption of the F&N Restricted Share Plan 2019.	1,288,377,069	1,284,915,862	99.73	3,461,207	0.27

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 87.68% 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.

BY ORDER OF THE BOARD

Hui Choon Kit  
Company Secretary

29 January 2019