

REPL::Annual General Meeting::Voluntary

Issuer & Securities

Issuer/ Manager	ASIAPHOS LIMITED
Security	ASIAPHOS LIMITED - SG2G24997246 - 5WV

Announcement Details

Announcement Title	Annual General Meeting
Date & Time of Broadcast	26-Apr-2017 18:19:49
Status	Replacement
Announcement Reference	SG170410MEETNAWB
Submitted By (Co./ Ind. Name)	Kenneth Leong
Designation	Company Secretary
Financial Year End	31/12/2016

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached results of the Annual General Meeting held on 26 April 2017.

Event Dates

Meeting Date and Time	26/04/2017 10:00:00
Response Deadline Date	24/04/2017 10:00:00

Event Venue(s)

Place	
Venue(s)	Venue details
Meeting Venue	Edelweiss Room (Level 3), Aperia, 10 Kallang Avenue, Singapore 339510

Attachments	📎 Asiaphos Notice of AGM.pdf 📎 20170426_AsiaPhos_Results of AGM 2017_Final.pdf Total size =230K
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Related Announcements	10/04/2017 17:48:40
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RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 APRIL 2017

Capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the annual report of the Company for the financial year ended 31 December 2016, which was despatched to shareholders of the Company on 11 April 2017.

Pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist (the "Catalist Rules"), the board (the "Board") of directors (the "Directors") of AsiaPhos Limited (the "Company", and together with its subsidiaries, collectively the "Group") is pleased to announce that at the annual general meeting ("AGM") of the Company held on 26 April 2017, all resolutions relating to matters as set out in the Notice of AGM dated 11 April 2017 were duly passed by way of poll.

The following are the poll results in respect of each of the resolutions passed at the AGM of the Company:

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 (%)	
Ordinary Business						
1. Receiving and adopting the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2016 together with the Independent Auditors' Report thereon	691,527,211	691,527,211	100.00	0	0.00	
2. Re-election of Mr. Ong Eng Siew Raymond as a Director	688,607,905	688,607,905	100.00	0	0.00	
3. Re-election of Mr. Goh Yeow Tin as a Director	691,527,211	691,527,211	100.00	0	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 (%)	
Ordinary Business						
4.	Approval of Directors' fees amounting to S\$240,000 for the year ending 31 December 2017, payable quarterly in arrears	691,527,211	691,527,211	100.00	0	0.00
5.	Re-appointment of Ernst & Young LLP as Independent Auditors of the Company	691,527,211	683,136,711	98.79	8,390,500	1.21
Special Business						
6.	Authority to issue new Shares and/or Instruments	691,527,211	687,289,211	99.39	4,238,000	0.61
7.	Authority to allot and issue Shares under the AsiaPhos Performance Share Plan	61,293,573	57,090,573	93.14	4,203,000	6.86

Following the conclusion of the AGM of the Company, the Board would like to announce the following pursuant to Rule 704(7) of the Catalist Rules:

- (a) Mr. Ong Eng Siew Raymond, upon re-election as a Director, will remain as a Non-Executive Director; and
- (b) Mr. Goh Yeow Tin, upon re-election as a Director, will remain as the Chairman of the Nominating Committee and the Remuneration Committee of the Company and a member of the Audit Committee of the Company. The Board, save for Mr. Goh Yeow Tin, considers him independent for the purposes of Rule 704(7) of the Catalist Rules.



Details of parties who are required to abstain from voting on any resolution(s)

Ordinary Resolution 2 – Re-election of Mr. Ong Eng Siew Raymond as a Director

To demonstrate good corporate governance practices, Mr. Ong Eng Siew Raymond, who is a Non-Executive Director of the Company, had voluntarily abstained from voting on his direct shareholding interest of 2,919,306 Shares on Ordinary Resolution 2 in respect of his own re-election as a Director.

Ordinary Resolution 7 – Authority to allot and issue Shares under the AsiaPhos Performance Share Plan

Pursuant to Rule 858 of the Catalist Rules, shareholders of the Company who are eligible to participate in the AsiaPhos Performance Share Plan must abstain from voting on any resolution relating to the AsiaPhos Performance Share Plan.

As such, Directors and employees of the Group, who are eligible to participate in the AsiaPhos Performance Share Plan, have abstained from voting on Ordinary Resolution 7.

The shareholding interest of the Directors and employees of the Group which fall under such abstention amounted to an aggregate of 630,233,638 Shares.

Name of firm and/or person appointed as scrutineer

DrewCorp Services Pte. Ltd. was appointed as the independent scrutineer for the polling conducted at the AGM of the Company.

BY ORDER OF THE BOARD

Simon Ong Eng Hock
 Executive Director
 AsiaPhos Limited
 26 April 2017

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited (the "Sponsor"), for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST.

The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lim Hoon Khat, Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, Telephone: +65 65339898.

