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ISDN HOLDINGS LIMITED

億仕登控股有限公司

(Incorporated in the Republic of Singapore with limited liability)

(Hong Kong stock code: 1656)

(Singapore stock code: I07.SI)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 JUNE 2020

All the Proposed Resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the 2020 AGM.

The board of directors (the “**Board**”) of ISDN Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 27 May 2020 (the “**AGM Notice**”) to the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) were passed by the Shareholders by way of poll at the AGM held on 29 June 2020 (the “**2020 AGM**”).

As at the date of the 2020 AGM, there were 429,572,849 issued Shares entitling the Shareholders to attend and vote for or against all the Proposed Resolutions at the 2020 AGM.

DETAILS OF PARTIES WHO ARE REQUIRED TO ABSTAIN FROM VOTING ON ANY RESOLUTIONS

Pursuant to Rule 859 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**Listing Manual**”), Shareholders who are eligible to participate in the ISDN Performance Share Plan (the “**ISDN PSP**”), including proxies of such Shareholders must abstain from voting on any resolutions relating to the ISDN PSP. As indicated in the circular of the Company dated 24 March 2020, all Shareholders (including Asstraise Holdings Limited (the controlling shareholder of the Company) and directors of the Company (the “**Directors**”) who are also Shareholders) were required to abstain and did abstain from voting on Proposed Resolution in relation to the ISDN PSP (the “**Resolution 9**”) at the 2020 AGM. The aggregate number of Shares which were abstained from voting on Resolution 9 is 176,975,881 Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2020 AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). None of the Shareholders were required under the Listing Rules to abstain from voting on the Proposed Resolutions at the 2020 AGM.

SCRUTINEER

Pursuant to Rule 704(16)(c) of the Listing Manual, Agile 8 Advisory Pte Ltd, was appointed as the scrutineer for the vote-taking at the 2020 AGM.

The poll results in respect of all the Proposed Resolutions at the 2020 AGM are set out as follows:

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 1 To receive and adopt the Directors’ statement and the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2019, together with the external auditor’s report thereon	186,510,906	186,510,906	100	0	0
Resolution 2 To declare a first and final tax-exempt (one-tier) dividend of 0.4 Singapore cents per ordinary share for the financial year ended 31 December 2019	186,510,906	186,510,906	100	0	0
Resolution 3 To approve the payment of Directors’ fees of S\$26,984 for the appointment of a Non-Executive Director for the financial year ended 31 December 2019	186,510,906	186,472,906	99.98	38,000	0.02
Resolution 4 To approve the payment of Directors’ fees of S\$178,500 for the financial year ended 31 December 2020 (2019: S\$163,484)	186,510,906	186,472,906	99.98	38,000	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 (%)
Resolution 5 To re-elect Mr. Toh Hsiang-Wen Keith who cease to hold office pursuant to Regulation 88 of the Constitution of the Company and who, being eligible, offer himself for re-election	186,510,906	186,510,906	100	0	0
Resolution 6(a) To re-elect Mr. Soh Beng Keng ⁽¹⁾ who will retire by rotation pursuant to Regulation 89 of the constitution of the Company	186,510,906	186,510,906	100	0	0
Resolution 6(b) To re-elect Mr. Tan Soon Liang ⁽²⁾ who will retire by rotation pursuant to Regulation 89 of the constitution of the Company	186,510,906	186,510,906	100	0	0
Resolution 7 To re-appoint Messrs Moore Stephens LLP as external auditor of the Company for the financial year ending 31 December 2020 and to authorise Directors of the Company to fix their remuneration	186,510,906	186,510,906	100	0	0
AS SPECIAL BUSINESS					
Resolution 8 To approve the general mandate to issue Shares	186,510,906	182,339,006	97.76	4,171,900	2.24

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 9 To approve the annual mandate to issue Shares under the ISDN PSP	9,535,025	5,363,125	56.25	4,171,900	43.75

- (1) Mr. Soh Beng Keng will, upon re-election as a Director of the Company, remain as an independent non-executive Director, the chairman of the nominating committee, and a member of the audit committee, remuneration committee and the risk management committee of the Company. Mr. Soh Beng Keng is considered independent for the purposes of Rule 704(8) of the Listing Manual.
- (2) Mr. Tan Soon Liang will, upon re-election as a Director of the Company, remain as an independent non-executive Director, the chairman of the remuneration committee, and a member of the audit committee and the risk management committee of the Company. Mr. Tan Soon Liang is considered independent for the purposes of Rule 704(8) of the Listing Manual.

Note: The number of votes and the approximate percentage of total votes as stated on the above total number of the issued Shares held by the Shareholders who attended and voted at the 2020 AGM electronically, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

By order of the Board
ISDN HOLDINGS LIMITED
Lim Siang Kai
Chairman

Singapore, 29 June 2020

As at the date of this announcement, the Board comprises Mr. Teo Cher Koon and Mr. Kong Deyang as executive Directors; Mr. Toh Hsiang-Wen Keith as non-executive Director; and Mr. Lim Siang Kai (Chairman), Mr. Soh Beng Keng and Mr. Tan Soon Liang as independent non-executive Directors.