

**OVERSEAS EDUCATION LIMITED**  
(Company Registration No. 201131905D)  
(Incorporated in Republic of Singapore)  
(the “**Company**”)

**RESULTS OF ANNUAL GENERAL MEETING**

The Board of Directors of Overseas Education Limited (the “**Company**”) is pleased to announce the following:

1. All the resolutions as set out in the Notice of Annual General Meeting (“**AGM**”) dated 12 April 2023 and put to vote by poll were duly passed by the shareholders of the Company at the AGM held on 27 April 2023.
2. The results of the poll on each resolution, as confirmed by RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. who acted as scrutineer for the poll at the AGM and information required under Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) are set out below:

Resolution Number and Details		Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			No. of shares	Percentage over total votes for and against the resolution (%)	No. of shares	Percentage over total votes for and against the resolution (%)
<b>Ordinary Business</b>						
1.	Adoption of the Directors’ Statement, Audited Financial Statements for the financial year ended 31 December 2022 and Auditors’ Report	271,641,376	271,641,376	100	0	0
2.	Payment of proposed final dividend of S\$0.011 per ordinary share for the financial year ended 31 December 2022	271,613,776	271,613,776	100	0	0
3.	Approval of Directors’ fees amounting to S\$490,000 in advance for the financial year ending 31 December 2023	271,613,776	270,412,776	99.56	1,201,000	0.44

4.	Re-election of Mr Tan Teng Muan as a Director	270,512,776	270,468,776	99.98	44,000	0.02
5.	Re-election of Mr Walker, David Peter as a Director	270,512,776	270,468,776	99.98	44,000	0.02
6.	Re-appointment of Messrs Ernst & Young LLP as Auditors	271,612,776	271,468,776	99.95	144,000	0.05
<b>Special Business</b>						
7.	Authority to issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the SGX-ST	275,430,276	270,416,676	98.18	5,013,600	1.82

3. Mr Tan Teng Muan will, upon re-election as a Director of the Company, remain as Non-Executive Chairman and Independent Director of the Company, and as a member of the Nominating Committee, Remuneration Committee and Audit Committee. Mr Tan will be considered Independent pursuant to the Rule 704(8) of the Listing Manual of the SGX-ST.
4. Mr Walker, David Peter will, upon re-election as a Director of the Company, remain as Independent Director of the Company, and as a member of the Nominating Committee, Remuneration Committee and Audit Committee. Mr Walker will be considered independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.
5. No person was required to abstain from voting on any of the resolutions of the AGM.

By Order of the Board of  
**OVERSEAS EDUCATION LIMITED**

Tan Swee Gek  
Company Secretary  
27 April 2023