SGXNet Announcement

21 September 2017

Outcome of the Eighteenth Annual General Meeting held on 21 September 2017

Singapore Exchange Limited ("the Company" or "SGX") is pleased to announce, pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), that all items of business set out in the Notice of Annual General Meeting ("AGM") dated 29 August 2017 were put to, and duly passed, by poll vote at the AGM held on 21 September 2017.

(a) Breakdown of all valid votes cast at the AGM

The results of the poll on each of the resolutions put to the 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 (%)
Routine Business					
Ordinary Resolution 1 Adoption of the Directors' Statement, the Audited Financial Statements and the Auditor's Report.	308,352,891	308,220,691	99.96 %	132,200	0.04 %
Ordinary Resolution 2 Declaration of a final dividend.	308,950,191	308,750,291	99,94 %	199,900	0.06 %
Ordinary Resolution 3(a) Re-election of Mr Kwa Chong Seng as a Director.	308,480,162	307,583,936	99.71 %	896,226	0.29 %
Ordinary Resolution 3(b) Re-election of Mr Liew Mun Leong as a Director.	308,560,836	306,588,130	99.36 %	1,972,706	0.64 %

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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 (%)
Ordinary Resolution 3(c) Re-election of Mr Thaddeus Beczak as a Director.	307,786,736	305,484,194	99.25 %	2,302,542	0.75 %
Ordinary Resolution 4 Approval of Chairman's emoluments for the financial year ending 30 June 2018.	308,566,683	307,487,422	99.65 %	1,079,261	0.35 %
Ordinary Resolution 5 Approval of Directors' fees for the financial year ending 30 June 2018.	307,281,389	306,312,128	99.68 %	969,261	0.32 %
Ordinary Resolution 6 Re-appointment of Messrs PricewaterhouseCoopers LLP as Auditor of the Company.	307,710,871	306,894,691	99.73 %	816,180	0.27 %
Special Business					
Ordinary Resolution 7 Appointment of Mr Lim Chin Hu as a Director.	307,644,363	306,991,422	99.79 %	652,941	0.21 %
Ordinary Resolution 8 Authority for Directors to issue shares and instruments convertible into shares.	307,489,663	299,859,870	97.52 %	7,629,793	2.48 %
Ordinary Resolution 9 Renewal of the Share Purchase Mandate.	307,730,671	307,434,270	99.90 %	296,401	0.10 %

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

Pursuant to section 11(2)(b) of the Exchanges (Demutualisation & Merger) Act 1999 (the "Merger Act"), SEL Holdings Pte Ltd ("SEL"), being the special purpose company set up under the Merger Act to hold 249,991,184 SGX shares for the benefit of the Financial Sector Development Fund, shall not exercise or control the exercise of votes attached to the SGX shares. Owing to the restriction in the exercise of votes attached to the shares, SEL did not vote on any of the resolutions at the AGM.

Mr Kwa Chong Seng, an Independent Non-Executive Director and also a shareholder of the Company holding 20,000 ordinary shares in the Company, voluntarily abstained from voting on Ordinary Resolutions 3(a), 4 and 5. Mr Kevin Kwok, an Independent Non-Executive Director and also a shareholder of the Company holding 70,000 ordinary shares in the Company, voluntarily abstained from voting on Ordinary Resolution 5. Mr Lim Chin Hu, a newly appointed Non-Independent Non-Executive Director and also a shareholder of the Company holding 10,000 ordinary shares in the Company, voluntarily abstained from voting on Ordinary Resolutions 5 and 7.

(c) Name of firm appointed as scrutineer

BDO Corporate Services Pte Ltd was appointed as the scrutineer for the AGM.

(d) Appointment of Director

Mr Lim Chin Hu was appointed as a Director of the Company at the AGM held on 21 September 2017. Mr Lim is considered a non-independent non-executive Director.

Details of Mr Lim's appointment as required under Rule 704(7) of the Listing Manual of the SGX-ST are set out in a separate announcement dated 18 September 2017.

Mr Lim has submitted to the Company, his undertaking in compliance with the requirements under Rule 720(1) of the Listing Manual of the SGX-ST.

(e) Re-appointment of Director to Audit Committee

Mr Liew Mun Leong, who was re-elected as a Director of the Company at the AGM, remains as a member of the Audit Committee ("AC"). There is no change to the composition of the AC, whose members are as follows:-

AC Chairman
Mr Kevin Kwok

AC Members
Ms Jane Diplock AO
Mr Liew Mun Leong

The Board considers Mr Liew Mun Leong as independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST. All other members of the AC are also independent Directors of the Company.

Issued By

Singapore Exchange Limited