

**SUTL Enterprise Limited**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199307251M)

**Resolutions Passed at Annual General Meeting Held on 28 April 2016**

The Board of Directors of SUTL Enterprise Limited (the “**Company**”) wishes to announce that at the Annual General Meeting of the Company held on 28 April 2016 (the “**AGM**”), all the resolutions relating to the matters set out in the Notice of Annual General Meeting dated 13 April 2016 were passed on a poll vote. The scrutineer appointed for the AGM was Lee & Lee.

Results of the Poll

The results of the poll on the resolutions put to the vote at the AGM are set out below for information:

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>Ordinary Resolution 1:</b>  Adoption of Directors’ Report and Audited Accounts for the year ended 31 December 2015	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 2:</b>  Approval of Directors’ Fees of S\$258,000 for the year ended 31 December 2015	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 3:</b>  Re-election of Director – Mr. Tay Teng Guan Arthur	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 4:</b>  Re-election of Director – Mr. Chan Kum Tao	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 5:</b>	48,014,242	48,014,242	100	0	0

Re-appointment of auditors Messrs Ernst & Young LLP and to authorise the Directors to fix their remuneration					
<b>Ordinary Resolution 6:</b>  Authority to issue and allot shares pursuant to Section 161 of the Companies Act, Cap. 50	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 7:</b>  Authority to offer and grant options in accordance with the Share Option Scheme 2011	47,404,742	47,404,742	100	0	0
<b>Ordinary Resolution 8:</b>  Authority to purchase shares pursuant to the Share Purchase Mandate	48,014,242	48,014,242	100	0	0
<b>Ordinary Resolution 9:</b>  Authority to enter into interested person transactions pursuant to the Interested Person Transactions Mandate	636,600	636,600	100	0	0

Details of Parties who are Required to Abstain from Voting on any Resolution(s)

**Ordinary Resolution 7: Authority to offer and grant options in accordance with the Share Option Scheme 2011**

Shareholders of the Company who are eligible to participate in the Share Option Scheme 2011 abstained from voting on Ordinary Resolution 7. Directors of the Company and its subsidiaries and certain employees of the Company and its subsidiaries are eligible to participate in the Share Option Scheme 2011. An aggregate of 144,000 ordinary shares in the Company were held by the Directors and employees of the Company and its subsidiaries who were present at the AGM, which comprised the shareholding interests of Mr Lew Syn Pau holding a direct interest in 100,000 ordinary shares and a deemed interest in 44,000 ordinary shares.

**Ordinary Resolution 9: Authority to enter into interested person transactions pursuant to the Interested Person Transactions Mandate**

SUTL Global Pte. Ltd. holding 47,377,642 ordinary shares in the Company, being interested in Ordinary Resolution 9, had abstained from voting thereof.

Directors who were Re-elected

Mr. Tay Teng Guan Arthur, Executive Director and Chief Executive Officer of the Company, who was re-elected as a Director of the Company, will remain as a member of the Nominating Committee.

Mr. Chan Kum Tao, Non-Executive Director, who was re-elected as a Director of the Company, and who will remain as a member of the Audit Committee and the Remuneration Committee and, was considered non-independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

BY ORDER OF THE BOARD

TAY TENG GUAN ARTHUR  
Executive Director

28 April 2016