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## UOL SCRIP DIVIDEND SCHEME – ALLOTMENT AND ISSUANCE OF NEW SHARES

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### 1. BACKGROUND

The board of directors (the “**Board**”) of UOL Group Limited (the “**Company**”) refers to:

- (a) the Company’s announcement on 31 March 2014 in which the Company announced the implementation of the UOL Scrip Dividend Scheme and the UOL Scrip Dividend Scheme Statement (“**2014 Announcement**”);
- (b) the Company’s announcement dated 30 March 2015 in relation to the application of the UOL Scrip Dividend Scheme to the first and final one-tier tax-exempt dividend of 15 cents per ordinary share of the Company for the financial year ended 31 December 2014 (the “**FY14 Dividend**”) and the notice of Books Closure for the FY14 Dividend;
- (c) the Company’s announcement dated 30 April 2015 in which the Company announced the issue price of **S\$7.50 per New Share** for the purposes of calculating the number of New Shares to be allotted and issued as fully paid to Participating Shareholders pursuant to the UOL Scrip Dividend Scheme in relation to the FY14 Dividend; and
- (d) the Company’s announcement dated 15 May 2015 in relation to the despatch of Notices of Election and the Scrip Dividend Scheme - Entitlement Advice.

Unless otherwise defined herein, all capitalised terms used herein shall bear the same meaning ascribed to them in the Company’s 2014 Announcement.

### 2. ALLOTMENT AND ISSUANCE OF NEW SHARES

The Board wishes to announce that **7,554,850** New Shares have been allotted and issued at an issue price of S\$7.50 per New Share to eligible Shareholders who have elected to participate in the UOL Scrip Dividend Scheme in respect of the FY14 Dividend.

The participation rate for the UOL Scrip Dividend Scheme was 47.95% of shareholdings.

The New Shares will rank *pari passu* in all respects with the existing Shares and are expected to be listed on 17 June 2015. As at the date of this announcement, the number of issued and paid-up ordinary shares (excluding treasury shares) of the Company has increased to 796,164,003 Shares.

### 3. PAYMENT OF FY14 DIVIDEND

The Company has arranged for the FY14 Dividend to be paid out in cash on **16 June 2015** to:

- eligible Shareholders who did not elect to participate in the UOL Scrip Dividend Scheme in respect of the FY14 Dividend;
- eligible Shareholders whose applications to participate in the UOL Scrip Dividend Scheme in respect of the FY14 Dividend were rejected due to such applications being late, incomplete or incorrect; and
- foreign Shareholders who did not provide mailing addresses in Singapore to the Company or The Central Depository (Pte) Limited, as the case may be, by 5.00 p.m. on 27 April 2015.

BY ORDER OF THE BOARD

Foo Thiam Fong Wellington  
Yeong Sien Seu  
Company Secretaries

16 June 2015