TRANSCORP HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 199502905Z)

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 4 FEBRUARY 2016

Pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), the board of directors (the "**Board**") of Transcorp Holdings Limited (the "**Company**") wishes to announce that all resolutions, except for Resolutions 2, 5, 6, 7 and 8, as set out in the Notice of the Annual General Meeting (the "**AGM**") dated 20 January 2016 (the "**Notice**") have, on a poll vote, been duly approved and passed by the shareholders of the Company at the AGM held today.

The results of the poll on the resolutions put to 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	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 1: Directors' Statement and Audited Financial Statements for the financial year ended 31 October 2015	158,274,776	158,224,776	99.97	50,000	0.03
Resolution 3: Re-election of Mdm Chu Wan Zhen as a Director	158,274,776	158,224,776	99.97	50,000	0.03
Resolution 4: Re-election of Ms Pok Mee Yau as a Director	158,274,776	158,224,776	99.97	50,000	0.03
Resolution 9: Re-election of Mr Goh Chin Soon as a Director	158,274,776	158,224,776	99.97	50,000	0.03

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 10: Approval of Directors' fees amounting to S$113,750	158,274,776	158,219,776	99.97	55,000	0.03
Resolution 11: Re-appointment of Messrs Ernst & Young LLP as Auditors	158,274,776	158,224,776	99.97	50,000	0.03
Resolution 12: Authority to issue new shares	158,274,776	158,219,776	99.97	55,000	0.03

DrewCorp Services Pte Ltd was appointed by the Company as scrutineer for the conduct of the poll at the AGM.

Resolutions 2, 5, 6, 7 and 8 that had been set out in the Notice were not put to a vote as the following Directors, who were retiring pursuant to Article 97 of the Constitution of the Company, decided to not seek re-election at the AGM and have retired as Directors of the Company following the conclusion of the AGM:

1) Mr Jong Khee Beng Ainsley has ceased to be an Executive Director and the Chief Executive Officer of the Company (Resolution 2);

2) Mr Seah Chee Wei has ceased to be the Lead Independent Director of the Company, the Chairman of the Audit Committee, and a member of the Nominating and Remuneration Committees (Resolution 5);

3) Mdm Chu Yi Han has ceased to be a Non-Executive Director of the Company, and a member of the Audit, Nominating and Remuneration Committees (Resolution 6);

4) Mr Neo Yim Pui has ceased to be an Executive Director of the Company (Resolution 7); and

5) Mr Swee Kay Seng has ceased to be an Executive Director of the Company (Resolution 8).

As disclosed in the Company's annual report for the financial year ended 31 October 2015 (the "**Annual Report**"), and following the retirement of the Directors listed above, the Company wishes to highlight that the composition of its Board is not compliant with the Code of Corporate Governance (the "**Code**"). While the Company had in its Annual Report stated that it will comply with the Code by 8 February 2016,

the Company has asked its Sponsor, Stamford Corporate Services Pte Ltd, for an extension as it is still in the midst of interviewing suitable candidates and the Company will update the shareholders in due course on the appointment. In the meantime, Ms Pok Mee Yau, who is considered independent for the purpose of Rule 704(7) of the Catalist Rules of the SGX-ST, having been re-elected as an Independent Director of the Company at the AGM, will remain as the Chairman of the Nominating and Remuneration Committees respectively, and a member of the Audit Committee.

The Board thanks the retiring Directors for their valuable contributions and services to the Board and the Company, during their tenures as Directors of the Company and wishes them success in their future endeavours.

The detailed template announcements of cessation as required under Rule 704(6) of the Catalist Rules of the SGX-ST will be released to the SGX-ST separately.

By Order of the Board
TRANSCORP HOLDINGS LIMITED

Goh Chin Soon
Executive Director

4 February 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Stamford Corporate Services Pte Ltd, for compliance with the relevant rules of the SGX-ST. The Company's Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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