

A-SMART HOLDINGS LTD.
(Company Registration No. 199902058Z)
(Incorporated in the Republic of Singapore)

(A) RESULTS OF ANNUAL GENERAL MEETING
(B) RE-DESIGNATION OF EXECUTIVE CHAIRMAN TO NON-EXECUTIVE CHAIRMAN

The Board of Directors (the “**Board**”) of A-Smart Holdings Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that at the Annual General Meeting (“**AGM**”) of the Company held on 30 November 2016, all the resolutions relating to the matters as set out in the Notice of AGM dated 14 November 2016 (“**Notice**”) were duly passed by the shareholders of the Company.

No parties were required to abstain from voting on the resolutions relating to the matters as set out in the Notice. The results of the poll on each resolution are set out below as confirmed by Ardent Business Advisory Pte. Ltd., who acted as scrutineer for the poll at the AGM:

Ordinary Resolutions	Total Number of Valid Votes Cast	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 (%)
<u>Resolution 1</u> Directors’ Statement and Audited Financial Statements and Auditors’ Report for the financial year ended 31 July 2016	55,454,319	55,454,319	100.00	0	0
<u>Resolution 2</u> Re-election of Mr. Ma Weidong as a Director ⁽¹⁾	55,454,319	55,454,319	100.00	0	0
<u>Resolution 3</u> Re-election of Mr. Sam Chong Keen as a Director ⁽²⁾	55,451,259	55,451,259	100.00	0	0

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 (%)
<u>Resolution 4</u> Approval of Directors' fees amounting to S\$123,000 for the financial year ended 31 July 2016	55,451,259	55,451,259	100.00	0	0
<u>Resolution 5</u> Re-appointment of Messrs Nexia TS Public Accounting Corporation as Auditors and to authorise the Directors of the Company to fix their remuneration	55,454,319	55,454,319	100.00	0	0
<u>Resolution 6</u> Authority to issue new shares	55,454,269	55,450,459	99.99	3,810	0.01

- (1) Mr. Ma Weidong ("**Mr. Ma**"), who was re-elected as a Director of the Company at the AGM, remains as a member of the Remuneration Committee ("**RC**") and Nominating Committee ("**NC**").
- (2) Mr. Sam Chong Keen, who was re-elected as a Director of the Company, remains as the Lead Independent Director and a member of the Audit Committee, NC and RC and is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

(B) RE-DESIGNATION OF EXECUTIVE CHAIRMAN TO NON-EXECUTIVE CHAIRMAN

Mr. Ma, the Company's Executive Chairman, will be re-designated as the Company's Non-Executive Chairman of the Company and he will hand over all the executive duties under his care to the Executive Director and Chief Executive Officer ("CEO"), Mr Lim Huan Chiang, with effect from 30 November 2016. The role of the Non-Executive Chairman is to provide the overall vision and strategic guidance of the Group and he is responsible for leading the Board to ensure the Board's effectiveness.

BY ORDER OF THE BOARD

Lim Huan Chiang
Executive Director and Chief Executive Officer
30 November 2016