UOL Group Limited
华业集团有限公司

RESULTS OF THE 53RD ANNUAL GENERAL MEETING

UOL Group Limited (the "**Company**") wishes to announce the following:-

(1) RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING HELD ON 28 APRIL 2016

At the 53rd Annual General Meeting ("**AGM**") of the Company held today, the resolutions relating to the following matters set out in the Notice of the AGM dated 1 April 2016 were put to Shareholders and duly passed by way of poll.

The detailed voting results of all the votes cast in respect of each of the resolutions 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 (%)
Ordinary Business					
Ordinary Resolution 1 Adoption of Directors' Statement, Audited Financial Statements and Auditor's Report	552,657,129	550,615,238	99.63	2,041,891	0.37
Ordinary Resolution 2 Declaration of a First and Final Dividend	552,621,381	551,058,899	99.72	1,562,482	0.28
Ordinary Resolution 3 Approval of Directors' Fees	552,373,437	549,201,397	99.43	3,172,040	0.57
Ordinary Resolution 4 Re-appointment of Dr Wee Cho Yaw as Director	550,999,639	520,472,551	94.46	30,527,088	5.54
Ordinary Resolution 5 Re-appointment of Mr Gwee Lian Kheng as Director	552,281,552	542,330,357	98.20	9,951,195	1.80
Ordinary Resolution 6 Re-election of Mr Tan Tiong Cheng as Director	552,134,328	516,079,553	93.47	36,054,775	6.53
Ordinary Resolution 7 Re-election of Dr Pongsak Hoontrakul as Director	551,674,056	548,920,498	99.50	2,753,558	0.50

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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 Business					
Ordinary Resolution 8 Re-appointment of PricewaterhouseCoopers LLP as Auditor	551,647,131	549,532,684	99.62	2,114,447	0.38
Special Business					
Ordinary Resolution 9 Authority for Directors to Issue Shares (UOL 2012 Share Option Scheme)	550,597,050	429,695,438	78.04	120,901,612	21.96
Ordinary Resolution 10 Authority for Directors to Issue Shares (General Share Issue Mandate)	551,661,130	402,322,880	72.93	149,338,250	27.07
Ordinary Resolution 11 Authority for Directors to Issue Shares (UOL Scrip Dividend Scheme)	551,566,433	522,939,620	94.81	28,626,813	5.19
Ordinary Resolution 12 Adoption of the Share Buyback Mandate	223,907,843	222,159,855	99.22	1,747,988	0.78
Special Resolution 13 Adoption of the New Constitution	549,570,007	547,930,980	99.70	1,639,027	0.30

(2) DETAILS OF PARTIES WHO ARE REQUIRED TO ABSTAIN FROM VOTING ON ANY RESOLUTIONS(S):

Details of parties who are required to abstain from voting on any resolution(s) are as follows:

Resolution Number and Details	Details of Party(ies)	Number of shares
Ordinary Resolution 9 Authority for Directors to Issue Shares (UOL 2012 Share Option Scheme)	Employees of the Company who are eligible to participate under the UOL 2012 Share Option Scheme	1,572,350 (aggregate number of shares)

Resolution Number and Details	Details of Party(ies)	Number of shares	
		Direct Interest	Deemed Interest
Resolutions 12 Adoption of the Share Buyback Mandate	Dr Wee Cho Yaw	3,567,035	264,091,272[(1)]
	Mr Wee Ee-chao	31,735	108,288,392[(2)]
	Mr Wee Ee Lim	254,238	108,012,787[(3)]
	Mr Wee Ee Cheong	310,197	220,278,189[(4)]
	C.Y. Wee & Company Private Limited	112,188,816	-
	Wee Investments (Pte) Limited	107,993,810	-
	United Overseas Bank Limited ("**UOB**")	-	60,077,498[(5)]
	Haw Par Corporation Limited	-	43,616,137[(6)]
	Madam Chuang Yong Eng	274,858	-
	Madam Chang Rosana Kung-Ling	3,533	-
	Madam Lim Soon Chie	2,828	-
	Madam Sofina Whang Sze-Fang	1,326	-
	Madam Wee Wei Ling	1,151,306	-
	Madam Wee Wei Chi	168,262	-
	Mr Tan Deng Lang	31,567	-
	Dr David Eu Yee Tat	39	-
	Kheng Leong Company (Private) Limited	17,651	-
	E. C. Wee Pte Ltd	77,912	-
	Protheus Investment Holdings Pte Ltd	274,103	-
	Haw Par Investment Holdings Private Limited	27,964,332	-
	Haw Par Capital Pte Ltd	11,083,057	-
	Pickwick Securities Private Limited	1,839,293	-
	Haw Par Equities Pte Ltd	677,639	-
	Straits Maritime Leasing Private Limited	1,500,216	-
	Haw Par Trading Pte Ltd	315,839	-
	M & G Maritime Services Pte. Ltd.	235,761	-

Notes

(1) Mr Wee Cho Yaw's deemed interest in the Shares arises as follows:
(a) 112,188,816 Shares held by C. Y. Wee & Company Private Limited
(b) 107,993,810 Shares held by Wee Investments (Pte) Limited
(c) 43,616,137 Shares which Haw Par Corporation Limited is deemed to be interested in
(d) 17,651 Shares held by Kheng Leong Company (Private) Limited
(e) 274,858 Shares held by his spouse, Mdm Chuang Yong Eng

(2) Mr Wee Ee-chao's deemed interest in the Shares arises as follows:
(a) 107,993,810 Shares held by Wee Investments (Pte) Limited
(b) 274,103 Shares held by Protheus Investment Holdings Pte Ltd
(c) 17,651 Shares held by Kheng Leong Company (Private) Limited
(d) 2,828 Shares held by his spouse, Ms Lim Soon Chie

(3) Mr Wee Ee Lim's deemed interest in the Shares arises as follows:
(a) 107,993,810 Shares held by Wee Investments (Pte) Limited
(b) 17,651 Shares held by Kheng Leong Company (Private) Limited
(c) 1,326 Shares held by his spouse, Ms Sofina Whang Sze Fang

(4) Mr Wee Ee Cheong's deemed interest in the Shares arises as follows:
(a) 112,188,816 Shares held by C. Y. Wee & Company Private Limited
(b) 107,993,810 Shares held by Wee Investments (Pte) Limited
(c) 77,912 Shares held by E. C. Wee Pte Ltd
(d) 17,651 Shares held by Kheng Leong Company (Private) Limited

(5) UOB's deemed interest in the Shares arises as follows:
(a) 59,245,898 Shares held in the name of Tye Hua Nominees (Private) Limited for the benefit of UOB
(b) 831,600 Shares held by UOB Asset Management Ltd ("UOBAM") as client portfolios managed by UOBAM (Discretionary)

(6) Haw Par Corporation Limited's deemed interest in the Shares arises as follows:
(a) 27,964,332 Shares held by Haw Par Investment Holdings Private Limited
(b) 11,083,057 Shares held by Haw Par Capital Pte Ltd
(c) 1,839,293 Shares held by Pickwick Securities Private Limited
(d) 677,639 Shares held by Haw Par Equities Pte Ltd
(e) 1,500,216 Shares held by Straits Maritime Leasing Private Limited
(f) 315,839 Shares held by Haw Par Trading Pte Ltd
(g) 235,761 Shares held by M&G Maritime Services Pte. Ltd.

(3) APPOINTMENT OF SCRUTINEER

TS Tay Public Accounting Corporation was appointed as the Scrutineer for the AGM.

Submitted by Foo Thiam Fong Wellington, Company Secretary on 28/04/2016 to the SGX