



MEGROUP LTD.

(Company Registration No. 201804996H)
(Incorporated in the Republic of Singapore)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 30 JULY 2019

The board of directors (“**Board**”) of MeGroup Ltd. (“**Company**”) wishes to announce that pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”), that on a poll vote, all resolutions relating to matters set out in the Notice of Annual General Meeting (“**AGM**”) dated 15 July 2019, were duly passed by the shareholders of the Company at the AGM held on 30 July 2019.

(A) Poll Results

Pursuant to Rule 704(15) of the Catalist Rules, the following are the poll results in respect of the ordinary resolutions passed at the AGM of the Company:

No.	Resolution and details	Total Number of Shares Represented by Votes For and Against the Relevant Resolution	FOR		AGAINST	
			Number of Shares	%	Number of Shares	%
Ordinary Business (Ordinary Resolution)						
1.	To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 March 2019 together with the Independent Auditors’ Report thereon.	76,190,114	76,189,114	100.00	1,000	0.00
2.	Re-election of Mr Wong Cheong Chee as a Director.	76,190,114	76,189,114	100.00	1,000	0.00
3.	Re-election of Ms Wong Keat Yee as a Director.	76,190,114	76,189,114	100.00	1,000	0.00
4.	Re-election of Mr Chee Teck Kwong Patrick as a Director.	76,190,114	76,189,114	100.00	1,000	0.00
5.	Re-election of Mr Benjamin Choo as a Director.	76,190,114	76,189,114	100.00	1,000	0.00
6.	Re-election of Mr Edmund Lai Sou Wei as a Director.	76,190,114	76,189,114	100.00	1,000	0.00
7.	Approval of the payment of Directors’ fees of S\$57,500.00 for the financial year ended 31 March 2019, to be paid quarterly in arrears.	76,190,114	76,189,114	100.00	1,000	0.00
8.	Re-appointment of Nexia TS Public Accounting Corporation as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.	76,190,114	76,189,114	100.00	1,000	0.00

Special Business (Ordinary Resolution)						
9.	Authority to allot and issue shares.	76,190,114	76,189,114	100.00	1,000	0.00
10.	Authority to allot and issue Shares under the MeGroup Employee Share Option Scheme.	72,796,850	72,795,850	100.00	1,000	0.00
11.	Authority to allot and issue Shares under the MeGroup Performance Share Plan.	72,796,850	72,795,850	100.00	1,000	0.00
12.	Adoption of Share Buy-Back Mandate.	76,190,114	76,189,114	100.00	1,000	0.00

Following the conclusion of the AGM, the Board would like to announce the following:

- a. Mr Wong Cheong Chee, upon re-election as a Director of the Company, will remain as Executive Chairman and Chief Executive Officer.
- b. Ms Wong Keat Yee, upon re-election as a Director of the Company, will remain as Executive Director.
- c. Mr Chee Teck Kwong Patrick, upon re-election as a Director of the Company, will remain as Lead Independent Director, the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees, and the Board considers him independent for the purposes of Rule 704(7) of the Catalist Rules.
- d. Mr Benjamin Choo, upon re-election as a Director of the Company, will remain as the Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees, and the Board considers him independent for the purposes of Rule 704(7) of the Catalist Rules.
- e. Mr. Edmund Lai Sou Wei, upon re-election as a Director of the Company, will remain as the Chairman of the Audit Committee and a member of the Nominating and Remuneration Committees, and the Board considers him independent for the purposes of Rule 704(7) of the Catalist Rules

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

Pursuant to Rule 704(15)(b) of the Catalist Rules, the details of parties who are required to and have abstained from voting on the resolutions tabled at the AGM are set out below:

- a. Pursuant to Rule 858 of the Catalist Rules, shareholders of the Company who are eligible to participate in the MeGroup Employee Share Option Scheme and including proxies of such shareholders, holding in aggregate 3,393,264 shares in the capital of the Company, are required to and have abstained from voting at the AGM in respect of Ordinary Resolution 10.
- b. Pursuant to Rule 858 of the Catalist Rules, shareholders of the Company who are eligible to participate in the MeGroup Performance Share Plan and including proxies of such shareholders, holding in aggregate 3,393,264 shares in the capital of the Company, are required to and have abstained from voting at the AGM in respect of Ordinary Resolution 11.

(C) Name of firm and/or person appointed as scrutineer

Madelyn Kwang of DrewCorp Services Pte Ltd was appointed as independent scrutineer for the AGM.

BY ORDER OF THE BOARD

Wong Cheong Chee
Executive Chairman and Chief Executive Officer

30 July 2019

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "**Sponsor**") in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist.*

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 information, statements or opinions made or reports contained in this announcement.

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