

**FRAGRANCE GROUP LIMITED**

Company Registration No.: 200006656M

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 APRIL 2017

The Board of Directors (the “**Board**”) of Fragrance Group Limited (the “**Company**”) is pleased to announce, in accordance with Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, that on a poll vote, all the resolutions as set out in the Notice of the Annual General Meeting dated 28 March 2017 have been duly passed by the Shareholders of the Company at the Annual General Meeting held on 20 April 2017 (“the Meeting”).

(a) The results of the poll on each of the resolutions put to vote at the Meeting are set out below for information:

Resolution 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 1</u> To receive and adopt the Audited Financial Statements for the financial year ended December 31, 2016 together with the Directors’ Statement and the Report of Auditors thereon.	5,757,291,201	5,757,006,001	100.00	285,200	0.00
<u>Resolution 2</u> To approve the proposed Directors’ fees of \$185,000/- for the financial year ended December 31, 2016 [2015: \$221,667/-].	5,757,551,201	5,757,086,700	99.99	464,501	0.01
<u>Resolution 3</u> To re-elect Mr Teo Cheng Kuang as a Director (retiring pursuant to Article 91).	5,757,476,200	5,756,951,000	99.99	525,200	0.01
<u>Resolution 4</u> To re-elect Mr Watt Kum Kuan as a Director (retiring pursuant to Article 91).	5,753,741,800	5,753,381,600	99.99	360,200	0.01

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<u>Resolution 5</u> To re-appoint Messrs Deloitte & Touche LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.	5,753,916,200	5,753,450,000	99.99	466,200	0.01
<u>Resolution 6</u> Authority to allot and issue shares up to 50% of issued share capital excluding treasury shares.	5,755,189,901	5,745,514,701	99.83	9,675,200	0.17
<u>Resolution 7</u> Authority to purchase up to 10% of issued ordinary shares excluding treasury shares under the Share Purchase Mandate.	5,759,260,100	5,758,940,100	99.99	320,000	0.01
<u>Resolution 8</u> Authority to issue shares under the Fragrance Performance Share Plan.	5,744,657,100	5,734,678,700	99.83	9,978,400	0.17
<u>Resolution 9</u> Adoption of the New Constitution (as Special Resolution)	5,754,155,201	5,753,350,001	99.99	805,200	0.01

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

Ordinary Resolution 8: Authority to issue shares under the Fragrance Performance Share Plan (“PSP”).

Mr Periakaruppan Aravindan holding 56,000 ordinary shares in the Company in his own name and 1,560,000 ordinary shares under OCBC nominees account, being interested in Ordinary Resolution 8, had abstained from voting thereof.

All shareholders of the Company who are eligible to participate in the PSP had abstained from voting on Ordinary Resolution 8. An aggregate of 10,636,000 ordinary shares were held by such shareholders present at the Meeting.

(c) Name of firm appointed as Scrutineer

Moore Stephens LLP was appointed as the scrutineer of the Company for the Meeting.

BY ORDER OF THE BOARD
FRAGRANCE GROUP LIMITED

Periakaruppan Aravindan
Executive Director

20 April 2017