USP GROUP LIMITED
(Incorporated in Singapore)
(Company Registration No.: 200409104W)

RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors of USP Group Limited (the **"Company"**) wishes to announce that pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, on a poll vote, all the resolutions as set out in the Notice of the Annual General Meeting (**"AGM"**) dated 14 September 2016 have been duly approved and passed by the shareholders of the Company at the AGM held on 29 September 2016.

Mr Ngan See Juan who was re-elected at the AGM, will remain as Chairman of the Audit Committee and a member of the Nominating and Remuneration Committee. Mr Ngan will also be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

Madam Weng Huixin who was re-appointed at the AGM, will remain as a member of the Audit and Remuneration Committee. Madam Weng will be considered non-independent.

(a) Breakdown of all valid votes cast at the AGM:

Resolution number and details	Total number of shares represented by votes for and against the resolution	FOR		AGAINST	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)
Ordinary Resolution 1 Adoption of Directors' Statement and Audited Financial Statements	25,020,315	25,020,315	100	0	0
Ordinary Resolution 2 Re-election of Tham Wai Mun Raphael as Director of the Company in accordance to Regulation 89	24,395,315	24,395,315	100	0	0
Ordinary Resolution 3 Re-election of Ngan See Juan as Director of the Company in accordance to Regulation 89	25,020,315	25,020,315	100	0	0
Ordinary Resolution 4 Re-appointment of Weng Huixin as Director of the Company in accordance to Section 153(6)	25,020,315	25,004,015	99.93	16,300	0.07
Ordinary Resolution 5 Approval of Directors' fees	25,020,315	25,020,315	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the resolution	FOR		AGAINST	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)
Ordinary Resolution 6 Re-appointment of Ernst & Young LLP as Auditors	25,020,315	25,020,315	100	0	0
Ordinary Resolution 7 Authority to issue shares	25,020,315	25,020,315	100	0	0
Ordinary Resolution 8 Authority to issue shares under Performance Share Plan	20,083,133	20,083,133	100	0	0
Ordinary Resolution 9 Renewal of Share Purchase Mandate	25,020,315	25,020,315	100	0	0

(b) Details of parties who abstained from voting on the following resolution, including the number of shares held and the individual resolutions on which they abstained from voting:

Resolution number and details	Name	Number of shares held
Ordinary Resolution 8 Authority to issue shares under Performance Share Plan	Li Hua	2,903,300
	Yap Keng Ann (Ye Jingan)	706,382
	Tham Wai Mun Raphael	625,000
	Nah Ee Ling	300,000
	Yip Mun Foong	156,250
	Ngan See Juan	156,250
	Lim Soh Sian	90,000

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

Zico BPO Pte. Ltd. was appointed as scrutineer of the AGM.

By Order of the Board

Li Hua
Executive Chairman

29 September 2016