



UPP HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 196700346M)

RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 27 APRIL 2018

Unless otherwise defined, capitalised terms used herein shall have the same meanings ascribed to them in the circular to shareholders of UPP Holdings Limited dated 5 April 2018 (the “Circular”).

Resolutions Passed at the EGM

Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“Listing Manual”), UPP Holdings Limited (the “Company”) wishes to announce that at the Extraordinary General Meeting of the Company held on 27 April 2018 at 11.00 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10.30 a.m. on the same day and at the same place) (the “EGM”), the resolution set out in the Notice of EGM dated 5 April 2018 was duly passed by the shareholders of the Company by way of poll.

The results of the poll on the resolutions put to vote at the EGM are set out below:-

Resolution 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					
<u>Ordinary Resolution 1</u> Approval of the proposed adoption of the UPP Group Employees’ Share Option Scheme 2018 (the “ Option Scheme ”)	226,215,162	218,328,425	96.50	7,886,737	3.50
<u>Ordinary Resolution 2</u> Approval of the proposed participation of Mr Tong Kooi Ong in the Option Scheme	226,215,162	218,328,425	96.50	7,886,737	3.50
<u>Ordinary Resolution 3</u> Approval of the proposed participation of Mr Tong Ian in the Option Scheme	226,215,162	218,328,425	96.50	7,886,737	3.50

As set out in Section 8.3 of the Circular, Directors and employees of the Group, who are eligible to participate in the Option Scheme and are also Shareholders, will abstain and did in fact abstain from voting on Ordinary Resolutions 1, 2 and 3. The said Directors and employees collectively have an interest in 225,648,400 Shares representing approximately 25.74% of the Company.

Accordingly, the following parties abstained from voting in respect of Ordinary Resolutions 1, 2 and 3:

Directors

Phileo Capital Limited, registered holder of 221,925,000 shares. Mr. Tong Kooi Ong is deemed interested in the shares held by Phileo Capital Limited because the entire issued and paid-up share capital of Phileo Capital Limited is held by TMF Trustees Singapore Limited, for a family trust of which Tong Kooi Ong is the sole beneficiary.

Olivia Holdings Pte Ltd, registered holder of 2,800,000 shares. Mr. Tong Ian is deemed interested in the shares held by Olivia Holdings Pte Ltd because the entire issued and paid-up share capital of Olivia Holdings Pte Ltd is held by him.

Employees

Employees of the Group, other than Directors, who are eligible to participate in the Option Scheme and are also Shareholders, collectively holding an aggregate of 923,400 shares.

Ardent Business Advisory Pte Ltd was appointed as the scrutineer for the EGM.

BY ORDER OF THE BOARD

Koh Wan Kai
Executive Director

27 April 2018