

## RESULTS OF THE ANNUAL GENERAL MEETING

Pursuant to Rule 704(15) of the Listing Manual of the Singapore Exchange Securities Trading Limited Section B: Rules of Catalist (the "Catalist Rules"), the Board of Directors of Megachem Limited (the "Company") wishes to announce that at the Annual General Meeting ("AGM") of the Company held on 17 April 2017, all the resolutions as set out in the Notice of Annual General Meeting dated 31 March 2017, put to vote at the AGM, were duly passed.

(a) The results of the poll on each the resolutions put to vote at the AGM 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 (%)
<b>Ordinary Business</b>					
<b>(Resolution 1)</b> To receive and adopt the Statement by Directors and Audited Financial Statements of the Company for the financial year ended 31 December 2016 together with the Auditor's Report thereon.	102,370,069	102,370,069	100%	0	0.00%
<b>(Resolution 2)</b> To declare a final tax exempt dividend of 0.7 cent per share for the financial year ended 31 December 2016.	102,370,069	102,370,069	100%	0	0.00%
<b>(Resolution 3)</b> To approve Directors' fees of S\$146,000 for the financial year ending 31 December 2017.	102,370,069	102,370,069	100%	0	0.00%
<b>(Resolution 4)</b> To re-elect Mr Toshiyuki Yokogawa pursuant to Article 108 of the Company's Constitution.	102,370,069	102,370,069	100%	0	0.00%

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 (%)
<b>(Resolution 5)</b> To re-elect Mr Chan Kam Loon pursuant to Article 104 of the Company's Constitution <sup>(1)</sup> .	102,370,069	102,370,069	100%	0	0.00%
<b>(Resolution 6)</b> To re-appoint Messrs RSM Chio Lim LLP as auditors of the Company and to authorise the Directors to fix their remuneration.	102,370,069	102,370,069	100%	0	0.00%
<b>Special Business</b>					
<b>(Resolution 7)</b> To authorise Directors to issue shares pursuant to Section 161 of the Companies Act, Chapter 50.	102,370,069	102,370,069	100%	0	0.00%
<b>(Resolution 8)</b> To authorise Directors to grant options and to issue shares under the Megachem Employee Share Option Scheme.	43,968,670	43,968,670	100%	0	0.00%
<b>(Resolution 9)</b> To approve the renewal of Interested Person Transactions Mandate.	62,393,399	62,393,399	100%	0	0.00%

- (1) Mr Chan Kam Loon, who was re-elected as a Director of the Company, remain as the Lead Independent Director, Chairman of the Audit Committee and as members of the Remuneration Committee and Nominating Committee. Mr Chan Kam Loon is considered independent for the purpose of 704(7) of the Catalist Rules.

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

- (i) Shareholders who are entitled to participate in the Megachem Employee Share Option Scheme under Resolution 8 had abstained from voting on the resolution. An aggregate of 58,401,399 Ordinary Shares were held by such Shareholders present at the AGM.
- (ii) The Interested Persons, Chori Co., Ltd, holding 39,976,670 Ordinary Shares in the Company, and its associates had abstained from voting on Resolution no. 9. The 39,976,670 Ordinary Shares are held under the custodian account of Chori Co., Ltd. maintained with Citibank Nominees Singapore Pte. Ltd.

(c) Name of firm appointed as Scrutineer

Associates Corporate Services Pte. Ltd. was appointed as Scrutineer for the AGM.

By order of the Board

Chew Choon Tee  
Managing Director

17 April 2017

This announcement has been prepared by the Company and the contents have been reviewed by the Company's Sponsor, SAC Capital Private Limited, for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("Exchange"). The Company's Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Ong Hwee Li (tel: (65) 6532 3829) at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542.

SAC Capital Private Limited is the parent company of SAC Advisors Private Limited.