UOL Group Limited
华业集团有限公司

(Company Registration No. 196300438C)
(Incorporated in the Republic of Singapore)

UOL SCRIP DIVIDEND SCHEME – ISSUE PRICE

The board of directors (the "**Board**" and the "**Directors**") of UOL Group Limited (the "**Company**") refers to its announcements dated 31 March 2014 and 23 April 2014 in relation to the UOL Scrip Dividend Scheme, the notice of Books Closure Date for the Company's first and final one-tier tax-exempt dividend of 15 cents per ordinary share of the Company and a special one-tier tax-exempt dividend of 5 cents per ordinary share of the Company for the financial year ended 31 December 2013 (collectively, the "**FY13 First & Final and Special Dividends**") and the application of the UOL Scrip Dividend Scheme to the FY13 First & Final and Special Dividends.

All capitalised terms used herein shall, unless otherwise defined, have the meanings ascribed to them in the UOL Scrip Dividend Scheme Statement set out in the Company's announcement dated 31 March 2014.

1. ISSUE PRICE

In accordance with the Terms and Conditions, for the purpose of calculating the number of Shares to be allotted and issued as fully paid to Participating Shareholders pursuant to the UOL Scrip Dividend Scheme in relation to the FY13 First & Final and Special Dividends, the issue price of each Share shall be S$6.22 ("**Issue Price**").

The Issue Price represents a discount amounting to approximately 5% to the amount which is the arithmetic average of the closing market price of the Shares over the five Market Days immediately preceding 2 May 2014, being the Books Closure Date for the FY13 First & Final and Special Dividends.

2. NOTICES OF ELECTION

Eligible Shareholders who wish to participate in the UOL Scrip Dividend Scheme may:

(a) elect to participate in respect of **part only or all** of their holding of Shares to which the Notices of Election relate in respect of the FY13 First & Final and Special Dividends; and

(b) also make a permanent election to participate in respect of **all** of their holding of Shares to which the Notices of Election relate in respect of the FY13 First & Final and Special Dividends and all future Qualifying Dividends.

These options will be provided for in the Notices of Election to be despatched to the Shareholders on or about 15 May 2014.

A Shareholder who wishes to receive Shares in respect of the FY13 First & Final and Special Dividends or to make a permanent election to receive Shares in respect of the FY13 First & Final and Special Dividends and all future Qualifying Dividends to which a Notice of Election

received by him relates should complete the Notice of Election received by him and return it to the Company or, if the Shareholder is a depositor, to CDP, each at the relevant address indicated on the Notice of Election.

A Shareholder receiving more than one Notice of Election and wishing to receive Shares in respect of part only or all of his entitlement to the FY13 First & Final and Special Dividends in respect of all of his holding of Shares or to make a permanent election to receive Shares in respect of the FY13 First & Final and Special Dividends and all future Qualifying Dividends must complete all Notices of Election received by him and return the completed Notices of Election to the Company and/or CDP, as the case may be.

A Shareholder may only make a permanent election to receive Shares in respect of all and not only part of his entitlement to the FY13 First & Final and Special Dividends and all future Qualifying Dividends. Where the Shareholder elects to receive Shares in respect of part only of his entitlement to the FY13 First & Final and Special Dividends, permanent election shall not be available.

Notices of Election for participation in the UOL Scrip Dividend Scheme received after **5.00 p.m. on 29 May 2014** will **not** be effective for the FY13 First & Final and Special Dividends in respect of such Notices of Election and all future Qualifying Dividends. Eligible Shareholders who have not elected to participate in the UOL Scrip Dividend Scheme in respect of the FY13 First & Final and Special Dividends will receive all of their respective entitlements to the FY13 First & Final and Special Dividends in cash.

Shareholders who have not received their Notices of Election by 16 May 2014 should notify the Company's Share Transfer Agent or (if the Shareholder is a depositor) CDP.

3. INDICATIVE TIMETABLE

Shareholders should take note of the following important events and their indicative dates. All references to dates and times are to Singapore dates and times.

Indicative Date / Time	**Event**
On or around 15 May 2014	Despatch of Notices of Election
On or before 5.00 p.m. on 29 May 2014	Last date to submit duly completed Notices of Election
On 20 June 2014	Dividend payment date
On or around 23 June 2014	Listing date (Shares to be credited into Participating Shareholders' CDP accounts at end of the day)

BY ORDER OF THE BOARD

Foo Thiam Fong Wellington
Yeong Sien Seu
Company Secretaries
2 May 2014