

**Resolutions Passed at the 56<sup>th</sup> Annual General Meeting of Hong Leong Asia Ltd. held on 28 April 2017**

The Board of Directors of Hong Leong Asia Ltd. (the “**Company**”) wishes to announce the following:

**Resolutions Passed at the 56<sup>th</sup> Annual General Meeting**

At the Company’s 56<sup>th</sup> Annual General Meeting held today, 28 April 2017 (“**56<sup>th</sup> AGM**”), all resolutions referred to in the Notice of the 56<sup>th</sup> AGM dated 4 April 2017 were duly passed by way of poll which was conducted electronically.

(a) A breakdown of all valid votes cast at the 56<sup>th</sup> AGM is 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 (%)
Ordinary Business – Ordinary Resolutions					
<b><u>Resolution 1</u></b> Adoption of Directors’ Statement, Financial Statements and Auditors’ Report	275,086,347	274,753,847	99.88%	332,500	0.12%
<b><u>Resolution 2</u></b> Declaration of a First and Final Dividend	275,001,647	274,966,647	99.99%	35,000	0.01%
<b><u>Resolution 3</u></b> Approval of Directors’ Fees and Audit Committee Fees	274,981,147	274,696,647	99.90%	284,500	0.10%
<b><u>Resolution 4</u></b> Re-election of Mr Kwek Leng Peck as Director.	273,088,847	272,220,247	99.68%	868,600	0.32%

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><u>Resolution 5</u></b> Re-appointment of Ernst & Young LLP as Auditor	274,962,647	274,957,647	100.00%	5,000	0.00%
<b>Special Business – Ordinary Resolutions</b>					
<b><u>Resolution 6</u></b> Authority for Directors to issue shares and/or make or grant offers, agreements or options pursuant to Section 161 of the Companies Act, Chapter 50 and the Listing Manual of Singapore Exchange Securities Trading Limited	274,915,147	266,591,292	96.97%	8,323,855	3.03%
<b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the Hong Leong Asia Share Option Scheme 2000 (the “SOS”) other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS	271,893,547	252,324,059	92.80%	19,569,488	7.20%
<b><u>Resolution 8</u></b> Renewal of Share Purchase Mandate	274,908,147	274,595,147	99.89%	313,000	0.11%
<b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions	32,091,047	31,871,847	99.32%	219,200	0.68%

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 (%)
Special Business - Special Resolutions					
<b>Resolution 10</b> Adoption of the new Constitution	274,878,847	274,485,347	99.86%	393,500	0.14%
<b>Resolution 11</b> Alteration of objects in the new Constitution	274,925,347	274,476,847	99.84%	448,500	0.16%

- (b) Details of parties who were required to abstain from voting on any resolution(s), including the number of shares held and the individual resolution(s) on which they were required to abstain from voting are as follows:

Details of Party(ies)	Resolution number and details	Number of shares held (in own name and/or name of nominee)
Mr Kwek Leng Peck	<b><u>Resolution 4</u></b> Re-election of Mr Kwek Leng Peck as Director  <b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the SOS other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS  <b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions	1,913,300

Details of Party(ies)	Resolution number and details	Number of shares held (in own name and/or name of nominee)
Mr Kwek Leng Beng	<p><b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the SOS other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS</p> <p><b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions</p>	660,000
Mr Philip Ting Sii Tien @ Yao Sik Tien	<p><b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the SOS other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS</p> <p><b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions</p>	280,000
Mr Ernest Colin Lee	<p><b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the SOS other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS</p> <p><b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions</p>	40,000
Employees of the Company (being eligible participants under the SOS), who voted in person or provided proxy for the voting of resolutions proposed at the 56 <sup>th</sup> AGM	<p><b><u>Resolution 7</u></b> Authority for Directors to offer and grant options to eligible participants under the SOS other than Parent Group Employees and Parent Group Non-Executive Directors and to issue shares in accordance with the provisions of the SOS</p>	122,000 (aggregate number of shares)
1. Hong Leong Investment Holdings Pte. Ltd. group of companies	<b><u>Resolution 9</u></b> Renewal of IPT Mandate for Interested Person Transactions	239,932,000 (aggregate number of shares)
2. Associate of a Director		120,000

### **Appointment of Scrutineer**

TS Tay Public Accounting Corporation was appointed the Scrutineer for the poll conducted at the 56<sup>th</sup> AGM, and is independent of Trusted Source Pte Ltd which was appointed to undertake the electronic polling process at the 56<sup>th</sup> AGM.

### **Retirement of Non-Executive Chairman and Independent Non-Executive Director**

Mr Kwek Leng Beng, a Non-Executive Director, had retired at the 56<sup>th</sup> AGM. Consequent thereto, Mr Kwek also ceased to act as the Non-Executive Chairman and a member of the Nominating Committee.

Mr Goh Kian Hwee, an Independent Non-Executive Director, had retired at the 56<sup>th</sup> AGM. Consequent thereto, Mr Goh also ceased to be a member of the Audit Committee, Nominating Committee, Remuneration Committee and Hong Leong Asia Share Option Scheme 2000 Committee.

The Board would like to take this opportunity to extend its heartfelt thanks and appreciation to Mr Kwek Leng Beng for his strong leadership and guidance over the years, and to Mr Goh Kian Hwee for his invaluable contribution and counsel to the Company.

### **Re-election of Executive Director and Appointment of Executive Chairman**

As announced on 26 January 2017, we wish to inform that Mr Kwek Leng Peck, who was re-elected as a Director of the Company at the 56<sup>th</sup> AGM, has been appointed to succeed Mr Kwek Leng Beng as the Executive Chairman following the latter's retirement at this AGM.

BY ORDER OF THE BOARD

Ng Siew Ping, Jaslin  
Yeo Swee Gim, Joanne  
Company Secretaries

28 April 2017  
Singapore