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

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**RESULTS OF ANNUAL GENERAL MEETING**

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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 (**"SGX-ST"**), on a poll vote, all the resolutions as set out in the Notice of the Annual General Meeting (**"AGM"**) dated 16 July 2018 have been duly approved and passed by the shareholders of the Company at the AGM held on 31 July 2018.

Mr Li Hua who was re-elected at the AGM, will remain as a member of the Nominating Committee.

Mdm Weng Huixin who was re-elected at the AGM, will remain as a member of the Audit and Risk Management Committee and Remuneration Committee. Mdm Weng Huixin will be considered non-independent for purposes of Rule 704(8) of the Listing Manual of SGX-ST.

(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 for the financial year ended 31 March 2018 | 35,565,068 | 35,565,068 | 100 | 0 | 0 |
| **Ordinary Resolution 2** Re-election of Li Hua as Director of the Company | 34,858,686 | 34,858,686 | 100 | 0 | 0 |
| **Ordinary Resolution 3** Re-election of Weng Huixin as Director of the Company | 35,565,068 | 34,858,686 | 98.01 | 706,382 | 1.99 |
| **Ordinary Resolution 4** Approval of Directors' fees for the financial year ending 31 March 2019 | 35,565,068 | 35,565,068 | 100 | 0 | 0 |
| **Ordinary Resolution 5** Re-appointment of RSM Chio Lim LLP as Auditors | 35,565,068 | 35,565,068 | 100 | 0 | 0 |
| **Ordinary Resolution 6** Authority to allot and issue shares | 35,565,068 | 34,858,686 | 98.01 | 706,382 | 1.99 |

| 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 7**<br>Authority to grant awards and/or issue shares under Performance Share Plan | 27,691,704 | 27,691,704 | 100 | 0 | 0 |
| **Ordinary Resolution 8**<br>Renewal of Share Purchase Mandate | 35,565,068 | 34,858,686 | 98.01 | 706,382 | 1.99 |

(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:

Directors and employees of the Company, who were present and voting at the AGM and who were eligible to participate in the Performance Share Plan, holding an aggregate of 7,873,364 ordinary shares in the Company, had abstained from voting on Ordinary Resolution 7.

(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

31 July 2018