SECURITIES AND FUTURES ACT (CAP. 289) SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

NOTIFICATION FORM FOR DIRECTOR/CHIEF EXECUTIVE OFFICER IN RESPECT OF INTERESTS IN SECURITIES

FORM

1
(Electronic Format)

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. This form is for a Director/Chief Executive Officer ("CEO") to give notice of his interests in the securities of the Listed Issuer under section 133, 137N or 137Y of the Securities and Futures Act (Cap. 289) (the "SFA"). Please note that the requirement to disclose interests in participatory interests applies <u>only</u> to a director and where the Listed Issuer is a Singapore-incorporated company.
- 3. This electronic Form 1 and a separate Form C, containing the particulars and contact details of the Director/CEO, must be completed by the Director/CEO or a person duly authorised by him to do so. The person so authorised should maintain records of information furnished to him by the Director/CEO.
- 4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
- 5. A single form may be used by a Director/CEO for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of/of becoming aware of, the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
- 6. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking on the paper clip icon on the bottom left-hand corner or in item 3 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part III, please select only one option from the relevant check boxes.
- 8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 9. In this form, the term "Listed Issuer" refers to -
 - (a) a company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
 - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;
 - (c) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
 - (d) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
 - (e) a collective investment scheme that is a trust, that invests primarily in real estate and real estaterelated assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
- 10. For further instructions and guidance on how to complete this notification form, please refer to section 6 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at http://www.mas.gov.sg (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General
Name of Listed Issuer:
UOL Group Limited
Type of Listed Issuer: ✓ Company/Corporation ☐ Registered/Recognised Business Trust ☐ Real Estate Investment Trust
Name of Director/CEO: Gwee Lian Kheng
Is the Director/CEO also a substantial shareholder/unitholder of the Listed Issuer? Yes No
Is the Director/CEO notifying in respect of his interests in securities of, or made available by, the Listed Issuer at the time of his appointment? Yes (Please proceed to complete Part III) No (Please proceed to complete Part III)
Date of notification to Listed Issuer:
03-Jan-2018

Part III - For an incumbent Director/CEO giving notice of an acquisition of, or a change in his interest in, securities of or made available by the Listed Issuer

	te of acquisition of or change in interest:				
03-	Jan-2018				
	Ite on which Director/CEO became aware of the acquisition of, or change in, interest fiftherent from item 1 above, please specify the date):				
03-	Jan-2018				
	planation (if the date of becoming aware is different from the date of acquisition of, or change interest):				
-	pe of securities which are the subject of the transaction (more than one option may be osen): Ordinary voting shares/units of Listed Issuer				
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer				
Rights/Options/Warrants over shares/units of Listed Issuer					
	Debentures of Listed Issuer				
	Rights/Options over debentures of Listed Issuer				
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer				
	Participatory interests made available by Listed Issuer				
	Others (please specify):				
	imber of shares, units, rights, options, warrants, participatory interests and/or principa nount/value of debentures or contracts acquired or disposed of by Director/CEO:				
120	0,000				
	nount of consideration paid or received by Director/CEO (excluding brokerage and stampties):				
\$64	18,000				

7.	Circumstance giving rise to the interest or change in interest:
	Acquisition of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Securities via physical settlement of derivatives or other securities
	Securities pursuant to rights issue
	Securities via a placement
	Securities following conversion/exercise of rights, options, warrants or other convertibles
	Disposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Other circumstances :
	Acceptance of employee share options/share awards
	☐ Vesting of share awards
	Exercise of employee share options
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
	Others (please specify):
8.	Quantum of interests in securities held by Director/CEO before and after the transaction.

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 1. Change in respect of ordinary voting shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	830,596	0	830,596
As a percentage of total no. of ordinary voting shares/units:	0.099	0	0.099
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	950,596	0	950,596

As a percentage of total no. of ordinary voting shares/units:	0.113	0	0.113
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Table 3. Change in respect of rights/options/warrants over shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	720,000 options	0	720,000 options
No. (<i>if known</i>) of shares/units underlying the rights/options/ warrants:	720,000 unissued ordinary shares	0	720,000 unissued ordinary shares
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	600,000 options	0	600,000 options

9.	Circumstances giving rise to deemed interests (if the interest is such):
	[You may attach a chart(s) in item 10 to illustrate how the Director/CEO's deemed interest, as
	set out in item 8 tables 1 to 8. arises]

Not	applicable applicable
Atta	chments (if any): 1
If th	is is a replacement of an earlier notification, please provide:
(a)	SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (the "Initial Announcement"):
(b)	Date of the Initial Announcement:
(c)	15-digit transaction reference number of the relevant transaction in the Form 1 which was attached in the Initial Announcement:

12. Remarks (if any):

- 1) The percentages held before the change in Item 8 are computed based on UOL Group Limited's issued share capital of 841,230,232 as at 12 October 2017.
- 2) The percentages held after the change in Item 8 are computed based on UOL Group Limited's issued share capital of 841,643,232 as at 3 January 2018

Transaction Refer	6 8		

Date on which Director/CEO became aware of the acquisition of, or change in, interest (if different from item 1 above, please specify the date): 03-Jan-2018	03-Jai	n-2018
Explanation (if the date of becoming aware is different from the date of acquisition of, or chin, interest): Type of securities which are the subject of the transaction (more than one option machosen): Ordinary voting shares/units of Listed Issuer Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer Rights/Options/Warrants over shares/units of Listed Issuer Debentures of Listed Issuer Rights/Options over debentures of Listed Issuer Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he in entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer Participatory interests made available by Listed Issuer Others (please specify): Number of shares, units, rights, options, warrants, participatory interests and/or primamount/value of debentures or contracts acquired or disposed of by Director/CEO: 120,000 shares Amount of consideration paid or received by Director/CEO (excluding brokerage and studies):		·
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amount/value of debentures or contracts acquired or disposed of by Director/CEO: 120,000 shares Amount of consideration paid or received by Director/CEO (excluding brokerage and significant):		Others (please specify):
Amount of consideration paid or received by Director/CEO (excluding brokerage and s duties):	amo	unt/value of debentures or contracts acquired or disposed of by Director/CEO:
duties):	120,0	JO shares
		· · · · · · · · · · · · · · · · · · ·
S\$1,078,200.00	S\$1,0°	78,200.00

7.	Circumstance giving rise to the interest or change in interest: Acquisition of: Securities via market transaction Securities via off-market transaction (e.g. married deals) Securities via physical settlement of derivatives or other securities
	Securities pursuant to rights issue
	Securities via a placementSecurities following conversion/exercise of rights, options, warrants or other convertibles
	Disposal of: ✓ Securities via market transaction ☐ Securities via off-market transaction (e.g. married deals)
	Other circumstances: Acceptance of employee share options/share awards Vesting of share awards Exercise of employee share options Acceptance of take-over offer for Listed Issuer Corporate action by Listed Issuer (please specify):
	Others (please specify):
8.	Quantum of interests in securities held by Director/CEO before and after the transaction.

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No. of ordinary voting shares/units held:	830,596	0	830,596

	As a	a percentage of total no. of ordinarying shares/units:	0.099	0	0.099	
9.	[You	umstances giving rise to deemed in a may attach a chart(s) in item 10 to but in item 8 tables 1 to 8, arises]	•	•	leemed interest, as	
	Not a	applicable				
10.	Atta	chments (<i>if any</i>): ①				
	G	(The total file size for all attachment(s) sh	nould not exceed 1MB.)		
11.	•					
	(a)	SGXNet announcement reference (the "Initial Announcement"):	e of the <u>first</u> notifi	cation which was	announced on SGXNet	
	(b)	Date of the Initial Announcement	· · · · · · · · · · · · · · · · · · ·			
	(c)	15-digit transaction reference nu attached in the Initial Announcem		ant transaction in	the Form 1 which was	
12.	2. Remarks (if any):					
	The percentages held before and after the change in Item 8 are computed based on UOL Group Limited's issushare capital of 841,643,232 as at 3 January 2018.				L Group Limited's issued	
Tr	ansac	tion Reference Number (auto-gene	erated):			
7	3 8	2 1 0 3 4 1 2 2 6 8 3 1				
Item 13 is to be completed by an individual submitting this notification form on behalf of the Director/CEO.						
13.	B. Particulars of Individual submitting this notification form to the Listed Issuer:					
	(a) Name of Individual:					
		Gwee Lian Kheng				

(b)	Designation (if applicable):
	Group Chief Executive
(c)	Name of entity (if applicable):
	UOL Group Limited