TRANSCORP HOLDINGS LIMITED
(Company Registration No.: 199502905Z)
(Incorporated in the Republic of Singapore)

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 APRIL 2017

Pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), the board of directors (the "**Board**") of Transcorp Holdings Limited (the "**Company**") wishes to announce that all resolutions, except for Resolutions 2 and 4, as set out in the Notice of the Annual General Meeting (the "**AGM**") dated 13 April 2017 (the "**Notice**") have, on a poll vote, been duly approved and passed by the shareholders of the Company at the AGM held today.

The results of the poll on the resolutions put to vote at the AGM are set out below for information:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 1: Directors' Statement and Audited Financial Statements for the financial year ended 31 October 2016	159,849,551	159,849,551	100	0	0
Resolution 3: Re-election of Mr Tan Wee Peng Kelvin as a Director	159,849,551	159,849,551	100	0	0
Resolution 5: Approval of Directors' fees amounting to S$53,920 for the financial year ended 31 October 2016	159,849,551	159,849,551	100	0	0

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of shares	As a percentage of total number of votes for and against the resolution (%)	No. of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 6: Approval of Directors' fees amounting to S$147,700 for the financial year ending 31 October 2017, payable half yearly in arrears	159,849,551	159,849,551	100	0	0
Resolution 7: Re-appointment of Messrs Baker Tilly TFW LLP as Auditors	159,849,551	159,849,551	100	0	0
Resolution 8: Authority to issue new shares	159,849,551	159,849,551	100	0	0

No party was required to abstain from voting on the abovementioned resolutions put to the AGM.

DrewCorp Services Pte Ltd was appointed by the Company as scrutineer for the conduct of the poll at the AGM.

Mr Tan Wee Peng Kelvin, who is considered independent for the purpose of Rule 704(7) of the Catalist Rules of the SGX-ST, having been re-elected as a Director of the Company at the AGM, remains as the Chairman of the Audit Committee, and a member of the Nominating and Remuneration Committees respectively.

Resolutions 2 and 4 that had been set out in the Notice were not put to a vote, as Mdm Chu Wan Zhen ("**Mdm Chu**") and Mr Lim Yit Keong ("**Mr Lim**"), who were retiring pursuant to Articles 91 and 97 of the Constitution of the Company respectively, decided not to seek re-election at the AGM and have retired as Directors of the Company following the conclusion of the AGM. Thus, (1) Mdm Chu has ceased to be a Non-Executive Director and a member of the Audit, Nominating and Remuneration Committees (the "**Board Committees**") of the Company respectively; and (2) Mr Lim has ceased to be an Independent Director, the Chairman of the Nominating and Remuneration Committees, and a member of the Audit Committee of the Company respectively.

Following the cessation of Mdm Chu and Mr Lim as the Directors of the Company, the composition of the Board Committees of the Company is not compliant with the Code of Corporate Governance 2012 (the "**Code**"). Additionally, the Company's Audit Committee is not compliant with the Companies Act, Chapter 50. The Board will comply with the Code within two (2) months in relation to the composition of its Board Committees.

The Board thanks Mdm Chu and Mr Lim for their valuable contributions and services to the Board and the Company, and wishes them success in their future endeavours.

The detailed template announcements of cessation as required under Rule 704(6) of the Catalist Rules of the SGX-ST will be released to the SGX-ST separately.

By Order of the Board

Goh Chin Soon
Executive Chairman
28 April 2017

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's continuing sponsor, Stamford Corporate Services Pte Ltd, (the "**Sponsor**") for compliance with the relevant rules of the SGX-ST. The Company's Sponsor has not independently verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST 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.

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