

SINGAPORE EXCHANGE LIMITED

MINUTES OF THE TENTH ANNUAL GENERAL MEETING OF SINGAPORE EXCHANGE LIMITED
HELD ON 13 OCTOBER 2009 AT 2 SHENTON WAY, SGX CENTRE 1, 2ND LEVEL,
SGX AUDITORIUM, SINGAPORE 068804.

Present:

Board of Directors

Mr J Y Pillay	-	Chairman
Mr Hsieh Fu Hua	-	CEO
Mr Chew Choon Seng	-	Director
Mr Ho Tian Yee	-	Director
Mr Lee Hsien Yang	-	Director
Mr Loh Boon Chye	-	Director
Mr Low Check Kian	-	Director
Mr Ng Kee Choe	-	Director
Ms Euleen Goh	-	Director
Mr Liew Mun Leong	-	Director

Absent with apologies: Mr Robert Owen - Director

In attendance

Mr Magnus Böcker	-	CEO-Designate
Mr Gan Seow Ann	-	Head of Markets
Mr Muthukrishnan Ramaswami	-	Chief Operations Officer
Ms Yeo Lian Sim	-	Head of Risk Management & Regulation
Mr K A Chang	-	Chief Human Resource Officer
Mr Lawrence Wong	-	Head of Listings
Mr Chew Sutat	-	Head of Market Development
Mr Bob Caisley	-	Chief Information Officer
Ms Joyce Fong	-	Company Secretary and General Counsel
Mr Kevin Ohng	-	External Auditor, PricewaterhouseCoopers
Mr Yeoh Oon Jin	-	External Auditor, PricewaterhouseCoopers
Ms Christine Chan	-	External Legal Counsel, Allen & Gledhill
Ms Yap Lune Teng	-	External Legal Counsel, Allen & Gledhill

Absent with apologies: Mr Seck Wai Kwong - Chief Financial Officer

Shareholders	184
3 rd Party Proxies	47

1. Quorum

The Chairman noted that a quorum was present and called the Meeting to order at 10.15 a.m.

2. Notice of Meeting

The Notice of the Meeting dated 17 September 2009 was taken as read.

3. Poll Voting

The Chairman of the Annual General Meeting exercised his right under Article 66(a) of the Articles of Association of the Company to demand a poll in respect of each of the resolutions which was put to the vote of members at the Annual General Meeting. Accordingly, each resolution at the Annual General Meeting was voted on by way of a poll through electronic means.

4. Results of the Poll Voting

Resolution No.	For	Against
	Number of Shares	Number of Shares
<u>Ordinary Resolution 1</u> Directors' Report and Audited Financial Statements with the Auditor's Report. Proposer: Mr Seow Chin Shian Seconder: Ms Lim Kim Niah	282,708,669	123,000
<u>Ordinary Resolution 2</u> Declaration of a one-tier tax-exempt final dividend of 15.5 cents per share for financial year ended 30 June 2009. Proposer: Mr Seow Chin Shian Seconder: Mr Steven Chen	311,172,383	39,500

<p><u>Ordinary Resolution 3¹</u> Re-appointment of Mr Joseph Yuvaraj Pillay pursuant to Section 153(6) of the Companies Act, Chapter 50 of Singapore, as a Director of the Company.</p> <p>Proposer: Mr Chua Chuan Hock Secunder: Mr Steven Chen</p>	<p>311,060,883</p>	<p>136,000</p>
<p><u>Ordinary Resolution 4</u> Re-election of Ms Euleen Goh retiring by rotation under Article 99A of the Company's Articles of Association.</p> <p>Proposer: Mr Seow Chin Shian Secunder: Ms Tan Suat Kiau</p>	<p>310,440,033</p>	<p>654,100</p>
<p><u>Ordinary Resolution 5</u> Re-election of Mr Ho Tian Yee retiring by rotation under Article 99A of the Company's Articles of Association.</p> <p>Proposer: Mr Seow Chin Shian Secunder: Ms Tan Suat Kiau</p>	<p>310,216,833</p>	<p>670,400</p>
<p><u>Ordinary Resolution 6</u> Re-election of Mr Low Check Kian retiring by rotation under Article 99A of the Company's Articles of Association.</p> <p>Proposer: Ms Tan Suat Kiau Secunder: Mr Seow Chin Shian</p>	<p>310,512,083</p>	<p>278,250</p>

¹ Mr Low Check Kian took over Chairmanship of the Meeting for Ordinary Resolution 3.

<p><u>Ordinary Resolution 7</u></p> <p>Re-election of Mr Robert Owen retiring by rotation under Article 99A of the Company's Articles of Association.</p> <p>Proposer: Ms Tan Suat Kiau Secunder: Mr Steven Chen</p>	<p>310,193,033</p>	<p>821,500</p>
<p><u>Ordinary Resolution 8</u></p> <p>Re-election of Mr Liew Mun Leong who ceases to hold office under Article 104 of the Company's Articles of Association.</p> <p>Proposer: Ms Tan Suat Kiau Secunder: Mr Tan Kim Hong</p>	<p>305,012,072</p>	<p>6,020,161</p>
<p><u>Ordinary Resolution 9²</u></p> <p>To approve the sum of up to \$750,000 to be paid to Mr Joseph Yuvaraj Pillay as director's fees and the provision to him of transport benefits, including a car and a driver, for the financial year ending 30 June 2010.</p> <p>Proposer: Mr Seow Chin Shian Secunder: Ms Tan Suat Kiau</p>	<p>309,790,116</p>	<p>1,109,300</p>
<p><u>Ordinary Resolution 10</u></p> <p>To approve the sum of up to \$1,200,000 to be paid to all directors (other than Mr Joseph Yuvaraj Pillay) as directors' fees for the financial year ending 30 June 2010.</p> <p>Proposer: Mr Steven Chen Secunder: Ms Tan Suat Kiau</p>	<p>309,965,216</p>	<p>694,337</p>

² Mr Low Check Kian took over Chairmanship of the Meeting for Ordinary Resolution 9.

<p><u>Ordinary Resolution 11</u> Re-appointment of Messrs PricewaterhouseCoopers LLP as Auditors.</p> <p>Proposer: Mr Kea Jin Suan Seconder: Mr Steven Ow</p>	<p>310,622,723</p>	<p>215,900</p>
<p><u>Ordinary Resolution 12</u> To authorise the Directors to issue and allot ordinary shares.</p> <p>Proposer: Mr Chua Chuan Hock Seconder: Mr Steven Ow</p>	<p>307,409,455</p>	<p>3,600,448</p>
<p><u>Ordinary Resolution 13</u> To authorise the Directors to allot and issue options and issue shares under the share plans.</p> <p>Proposer: Mr Seow Chin Shian Seconder: Ms Tan Suat Kiau</p>	<p>309,116,971</p>	<p>2,518,432</p>

5. Closure

There being no further business the Meeting closed at 11.50 a.m. with a vote of thanks to the Chairman.



Confirmed as a correct record

Mr J Y Pillay

Chairman

Singapore Exchange Limited

Minutes recorded by Ms Joyce Fong, Company Secretary

