

# Singapore Exchange 13<sup>th</sup> Annual General Meeting

**SGX** The Asian Gateway

# 13<sup>th</sup> Annual General Meeting

Chew Choon Seng  
Chairman

# 13<sup>th</sup> Annual General Meeting CEO Address

Magnus Böcker

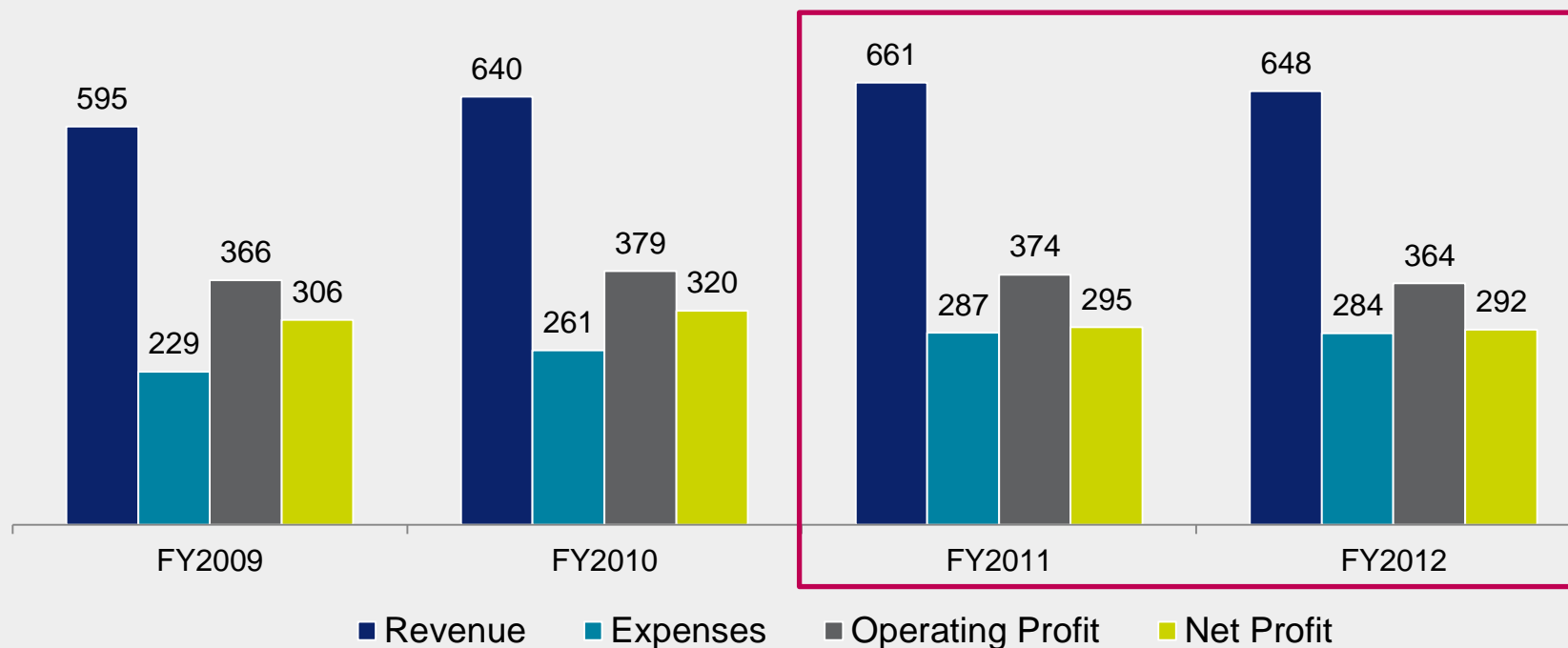
# Financial Performance

Chng Lay Chew  
CFO

# Financial Performance

## Key Financial Highlights

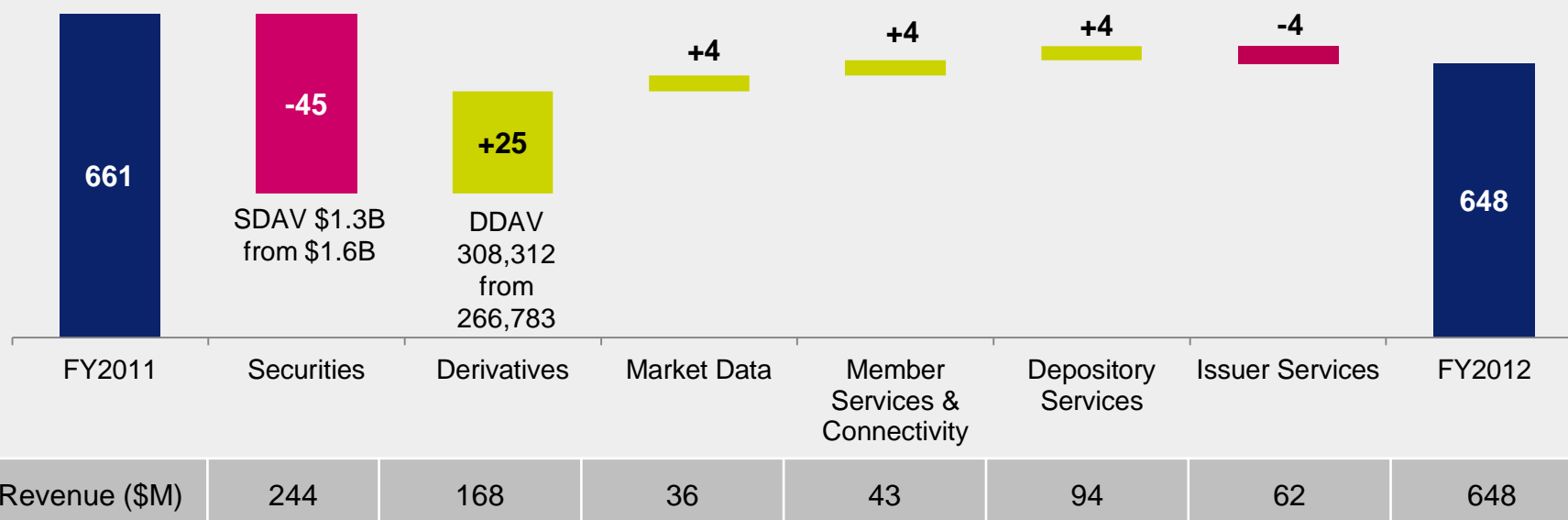
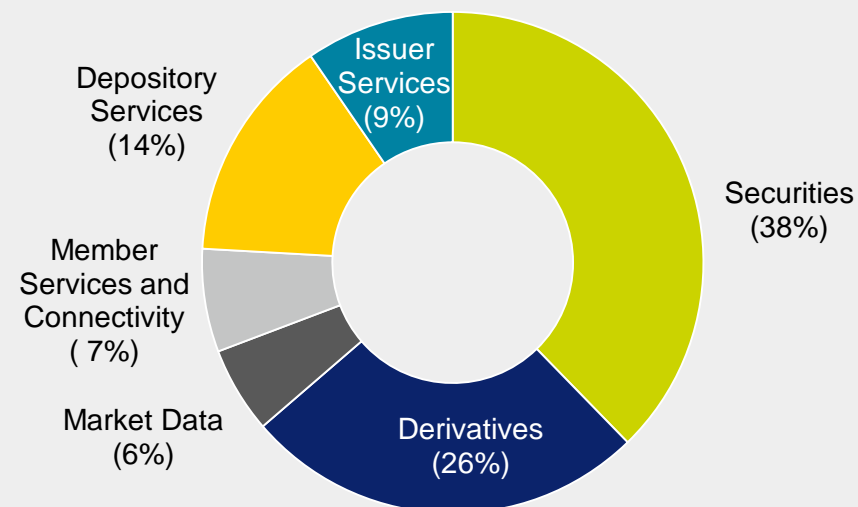
- Net profit of \$292M ↓ 1%
- Revenue of \$648M ↓ 2%
- Expenses of \$284M ↓ 1%



# Financial Performance: Revenue

Revenue: \$648M, down 2% from \$661M

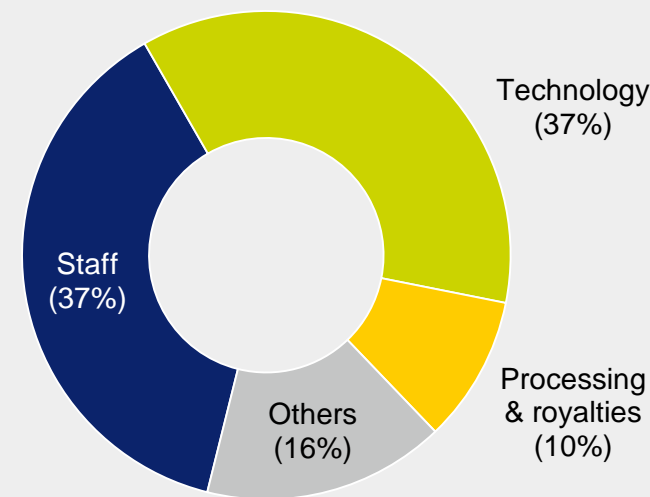
- Securities revenue ↓ 16%
- Derivatives revenue ↑ 18%
- Lower capital raising activities



# Financial Performance: Expenses

Expenses: \$284M, down 1% from \$287M

- Maintained cost discipline
- Lower project expenses
- Higher cost related to new regulatory standards

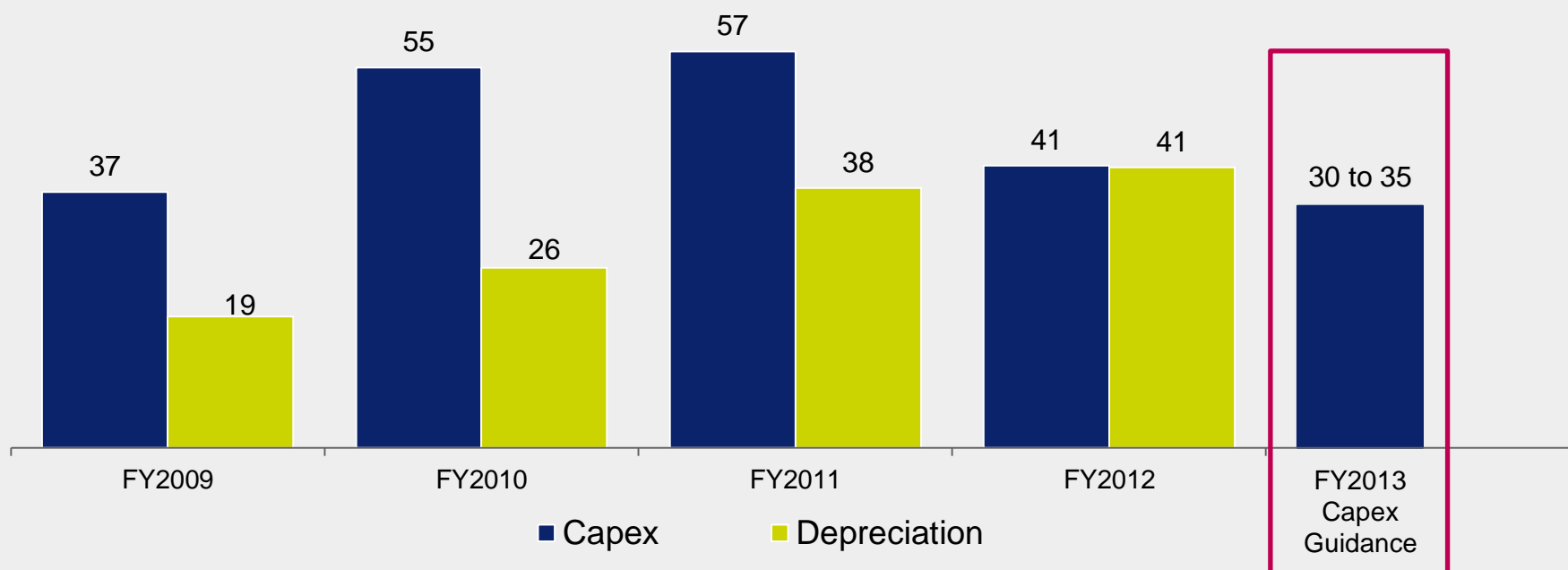


Expenses (\$M)	106	104	28	17	13	16	284
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# Capex and Depreciation: Annual Trend

Lower capex at \$41M, down 29% from \$57M

- FY2012 investments
  - Migration of Securities Clearing & Depository Systems, New Risk Management System, and Pre-Trade Risk Control for Derivatives
- FY2013 capex guidance
  - \$30M to \$35M; Migration of Securities Clearing & Depository Systems, New Risk Management System





# Balance Sheet

Strong financial position

- Strong balance sheet and cash balance with no gearing
- Cash commitment to Clearing Funds of \$185M

(in \$M)	30 June 11	30 June 12
Cash	723	733
<i>Clearing funds: Securities (\$35M) and Derivatives (\$150M)</i>	178	185
Fixed assets	148	145
Investments	82	72
Trade & other receivables and others <sup>(1)</sup>	948	779
<b>Total Assets</b>	<b>1,901</b>	<b>1,729</b>
Trade and other payables <sup>(1)</sup>	990	803
Taxation, provisions and others	87	93
<b>Total Liabilities</b>	<b>1,077</b>	<b>896</b>
<b>Total Equity</b>	<b>824</b>	<b>833</b>
<i>Proposed final dividend</i>	160	160
<b>Total Liabilities and Equity</b>	<b>1,901</b>	<b>1,729</b>

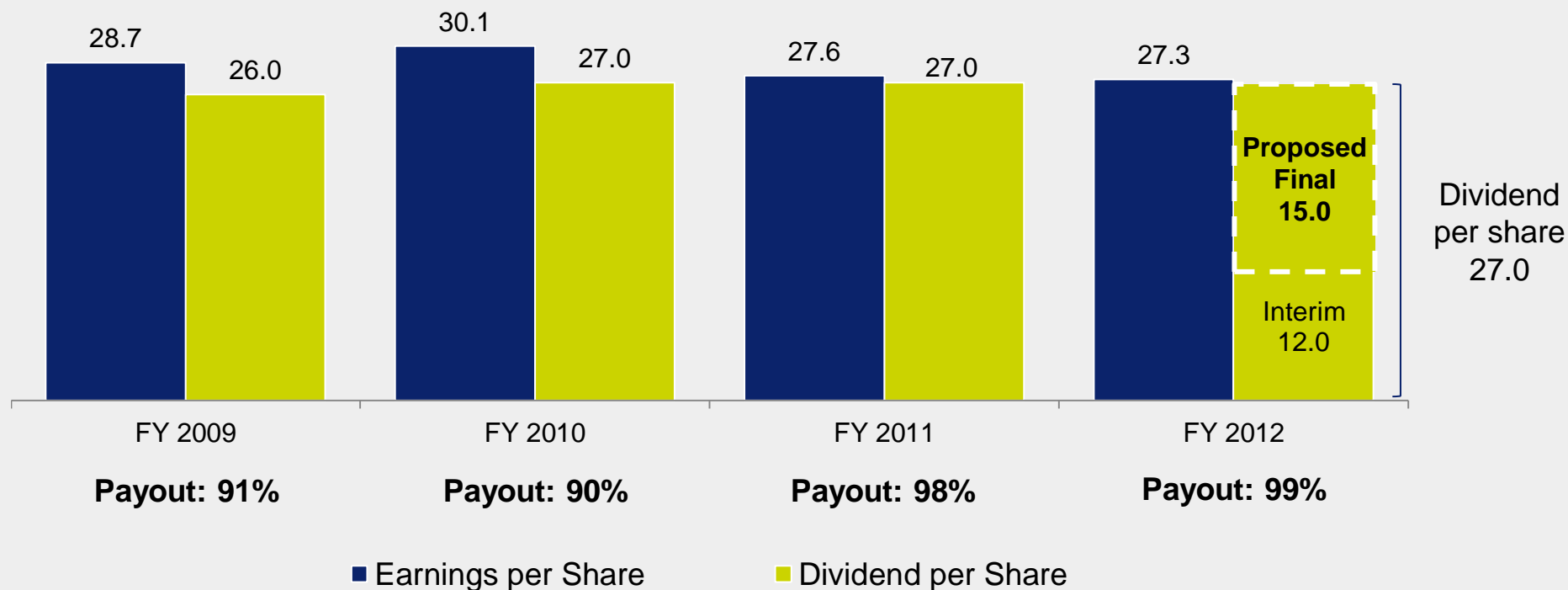
(1) Trade and other receivables and Trade and other payables are primarily made up of settlement positions with clearing members and settlement banks for securities which are settled on a T+3 basis.

# Shareholder Return

## Dividend Payout

- FY 2012 : Unchanged at 27.0 cents per share
- FY 2013 : Base dividend remains unchanged at 16.0 cents per share

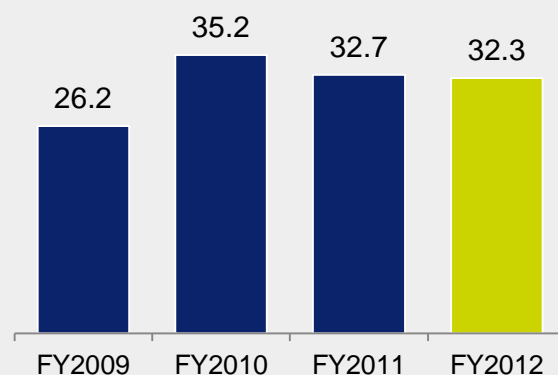
(In cents)



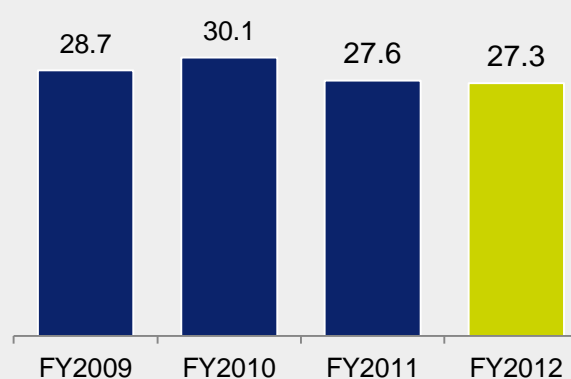
# Financial Performance: Key Indicators

	FY2009	FY2010	FY2011	FY2012
Revenue (\$M)	595	640	661	648
EBITDA (\$M)	384	405	411	404
Net Profit (\$M)	306	320	295	292
Operating Profit Margin	61%	59%	57%	56%
Net Profit Margin	51%	50%	45%	45%
Return on Equity	37%	40%	36%	35%
Earnings Per Share (cents)	28.7	30.1	27.6	27.3

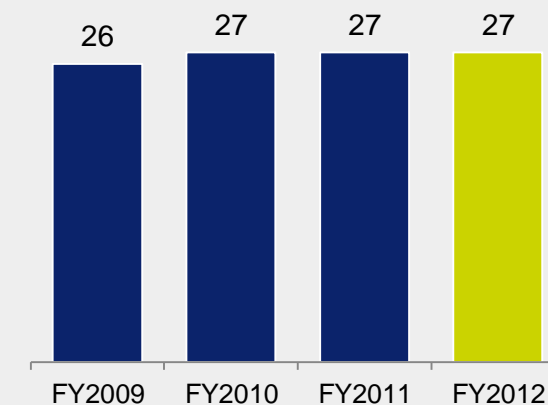
**Operating Cash Flow**  
(cents per share)



**Earnings**  
(cents per share)



**Dividend**  
(cents per share)



# Thank You

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# Welcome!

## 13<sup>th</sup> Annual General Meeting

**SGX** The Asian Gateway

# 13<sup>th</sup> Annual General Meeting

## Meeting Procedures

# Electronic Voting: How To Use Your Handset

When invited to vote:

Press “**1**” to vote ‘FOR’

Press “**2**” to vote ‘AGAINST’

If you have made a mistake simply press “**1**” or “**2**” again to vote – this will overwrite your previous choice

To cast a split vote please go to the split vote desk next to registration



## Test Resolution

“The weather is good.”



# 13<sup>th</sup> Annual General Meeting

**SGX** The Asian Gateway

## Resolution 1: Ordinary Business

To receive and adopt the Directors' Report and Audited Financial Statements for the financial year ended 30 June 2012 and the Auditor's Report thereon.



### See Annual Report on:

- Directors' Report  
(Page [90](#))
- Auditor's Report  
(Page [100](#))
- Audited Financial Statements  
(Page [101](#))

## Resolution 2: Ordinary Business

To declare a final tax exempt dividend amounting to 15 cents per share for the financial year ended 30 June 2012.



**Note:**

Total dividend for Financial Year 2012: 27 cents per share

**See Annual Report on:**  
Dividends  
(Page [141](#))

## Resolution 3: Ordinary Business

To re-appoint Mr Robert Owen pursuant to Section 153(6) of the Companies Act, Chapter 50 of Singapore, to hold office from the date of this AGM until the next AGM of the Company.



Non-executive and  
Independent Director

### Note:

Mr Owen will, upon re-election as a Director, remain as Chairman of the Regulatory Conflicts Committee and a member of the Risk Management Committee

### See Annual Report on:

Mr Owen's biodata  
(Page [22](#))

## Resolution 4: Ordinary Business

To re-elect Mr Liew Mun Leong who retires by rotation under Article 99A as a Director.



Non-executive and  
Independent Director

**See Annual Report on:**  
Mr Liew's biodata  
(Page [21](#))

## Resolution 5: Ordinary Business

To re-elect Mr Ng Kee Choe who retires by rotation under Article 99A as a Director.



Non-executive and  
Independent Director

**See Annual Report on:**  
Mr Ng's biodata  
(Page [22](#))

## Resolution 6: Ordinary Business

To approve the sum of \$750,000 to be paid to the Chairman as director's fees, and the provision to him of a car with a driver, for the financial year ending 30 June 2013.



### Note:

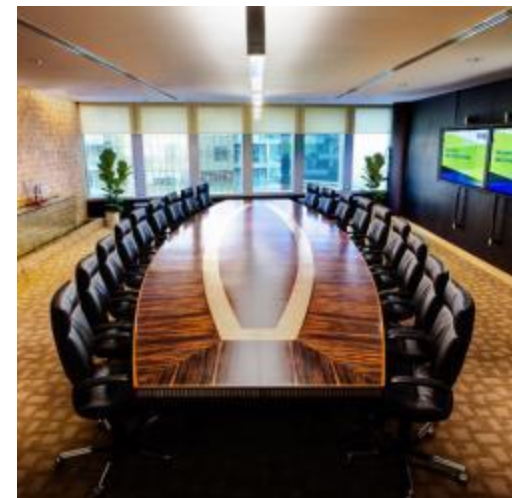
The sum of \$750,000 paid to the Chairman as director's fees is unchanged from last year.

**See Annual Report on:**  
 Notice of AGM  
 (Page [165](#))



## Resolution 7: Ordinary Business

To approve the sum of up to \$1,400,000 to be paid to all directors (other than the Chief Executive Officer) as directors' fees for the financial year ending 30 June 2013.



### Notes:

- No change to the fee rates for the directors this year.
- Fees are calculated based on the number of expected Board and Board Committee meetings and number of directors expected to hold office.

**See Annual Report on:**

Notice of AGM

- Explanatory Notes

(Page [167](#))



## Resolution 8: Ordinary Business

To re-appoint PricewaterhouseCoopers LLP as Auditor of the Company and to authorize the directors to fix their remuneration.



**See Annual Report on:**  
Independent Auditor  
(Page [98](#))

## Resolution 9: Special Business

That Mr Kwa Chong Seng be and is hereby appointed as a director of the Company pursuant to Article 104 of the Company's Articles of Association.



Proposed  
Non-Executive and  
Independent Director

### See Annual Report on:

- Notice of AGM  
(Page [165](#))
- Mr Kwa's biodata  
(Page [24](#))

## Resolution 10: Special Business

That Mr Kevin Kwok be and is hereby appointed as a director of the Company pursuant to Article 104 of the Company's Articles of Association.



Proposed  
Non-Executive and  
Independent Director

### See Annual Report on:

- Notice of AGM  
(Page [165](#))
- Mr Kwok's biodata  
(Page [24](#))

## Resolution 11: Special Business

Authority to issue and allot shares and instruments.

**Note:**

Limit up to 10% if made other than on a pro rata basis to shareholders

# Thank You

Please remain seated for the Extraordinary General Meeting.

# Extraordinary General Meeting

**SGX** The Asian Gateway

## Resolution 1: Ordinary Resolution

To approve the Renewal of the Share Purchase Mandate.

## Resolution 2: Special Resolution

To approve the Alterations to the Articles of Association.



## Reminder

Please return the Handset and Smartcard to the ushers as you leave the auditorium.



# Thank You

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