

SINGAPORE EXCHANGE LIMITED

MINUTES OF THE **ELEVENTH ANNUAL GENERAL MEETING ("AGM")** OF SINGAPORE EXCHANGE LIMITED HELD ON 7 OCTOBER 2010 AT THE NTUC AUDITORIUM, ONE MARINA BOULVEVARD LEVEL 7, SINGAPORE 018989.

Present:

Board of Directors

Mr J Y Pillay	-	Chairman
Mr Magnus Bocker	-	CEO
Mr Low Check Kian	-	Director
Mr Chew Choon Seng	-	Director
Ms Euleen Goh	-	Director
Mr Ho Tian Yee	-	Director
Mr Lee Hsien Yang	-	Director
Mr Liew Mun Leong	-	Director
Mr Loh Boon Chye	-	Director
Mr Ng Kee Choe	-	Director
Mr Robert Owen	-	Director
Mr Thaddeus Beczak	-	Director – Designate

In attendance

Mr Gan Seow Ann	-	Co - President
Mr Muthukrishnan Ramaswami	-	Co - President
Mr Seck Wai Kwong	-	Chief Financial Officer
Ms Yeo Lian Sim	-	Chief Regulatory Officer
Mr Bob Caisley	-	Chief Information Officer
Mr K A Chang	-	Chief Human Resource Officer
Mr Chew Sutat	-	Head of Corporate and Market Strategy and Securities
Mr Benjamin Foo	-	Head of Operations
Mr Lawrence Wong	-	Head of Listings
Ms Joyce Fong	-	Company Secretary
Mr Philip Kong	-	External Auditor, PricewaterhouseCoopers
Mr Yeoh Oon Jin	-	External Auditor, PricewaterhouseCoopers
Ms Yap Lune Teng	-	External Legal Counsel, Allen & Gledhill

229 Shareholders

38 3rd Party Proxies

1. Quorum

The Chairman noted that a quorum was present and called the Meeting to order at 10.00 a.m.

2. Notice of Meeting

The Notice of the Meeting dated 16 September 2010 was taken as read.

3. Poll Voting

3.1 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 the resolutions which was put to the vote of members at the Extraordinary General Meeting. Accordingly, the resolution at the Extraordinary General Meeting was voted on by way of a poll through electronic means.

3.2 To modernise proceedings, all motions on the agenda were proposed by the Chairman of the meeting. The Chairman will not be calling for a seconder, since this is not required by law.

4. Results of the Poll Voting

Resolution No.	For	Against
	Number of Shares	Number of Shares
<u>Ordinary Resolution 1</u> Adoption of Directors' Reports and Audited Financial Statements for the financial year ended 30 June 2010.	228,382,311	2,000
<u>Ordinary Resolution 2</u> Declaration of Final Dividend of 15.75 cents per share for the financial year ended 30 June 2010.	259,421,453	56,000

<u>Ordinary Resolution 3¹</u> Re-appointment of Mr Joseph Yuvaraj Pillay in accordance with Section 153(6) of the Companies Act.	258,617,420	496,483
<u>Ordinary Resolution 4</u> Re-appointment of Mr Robert Owen in accordance with Section 153(6) of the Companies Act.	258,627,415	390,250
<u>Ordinary Resolution 5</u> Re-election of Mr Chew Choon Seng in accordance with Article 99A of the Company's Articles of Association.	258,893,973	192,200

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

<u>Ordinary Resolution 6</u> Re-election of Mr Loh Boon Chye in accordance with Article 99A of the Company's Articles of Association.	257,111,766	1,735,007
<u>Ordinary Resolution 7</u> Re-election of Mr Ng Kee Choe in accordance with Article 99A of the Company's Articles of Association.	255,357,403	3,566,270
<u>Ordinary Resolution 8</u> Re-election of Mr Magnus Bocker in accordance with Article 104 of the Company's Articles of Association.	259,198,673	204,900
<u>Ordinary Resolution 9²</u> Approval of director's fees to the Chairman for the financial year ending 30 June 2011.	252,702,589	6,100,204

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

<u>Ordinary Resolution 10</u> Approval of directors' fees (other than the Chairman and the Chief Executive Officer) for the financial year ending 30 June 2011.	258,477,793	642,400
<u>Ordinary Resolution 11</u> Re-appointment of Messrs PricewaterhouseCoopers LLP as Auditor.	258,882,753	69,000
<u>Ordinary Resolution 12</u> Appointment of Mr Thaddeus Beczak in accordance with Article 104 of the Company's Articles of Association.	257,560,919	315,754

<p><u>Ordinary Resolution 13</u></p> <p>Authority for Directors to issue shares and instruments convertible into shares.</p>	224,863,343	34,145,050
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5. Closure

There being no further business the Meeting closed at 12.00 p.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 Company Secretary, Ms Joyce Fong.