

SINGAPORE EXCHANGE LIMITED

Subject: Minutes of the Twelfth Annual General Meeting (AGM)

Time: 6 October 2011, 10.00 a.m.

Venue: NTUC Auditorium, One Marina Boulevard Level 7, Singapore 018989

Attendance Record

Board of Directors	In attendance	By invitation
<u>Present</u>	<u>287 Shareholders</u>	<u>PricewaterhouseCoopers</u>
Mr Chew Choon Seng (Chairman)	<u>53 3rd Party Proxies</u>	Mr Melvin Poon (External Auditor)
Mr Magnus Bocker (CEO)	<u>EXCO members</u>	Mr Philip Kong (External Auditor)
Mr Thaddeus Beczak	Mr Gan Seow Ann (Co-President)	Mr Yeoh Oon Jin (External Auditor)
Ms Jane Diplock	Mr Muthukrishnan Ramaswami (Co-President)	<u>Allen & Gledhill</u>
Ms Euleen Goh	Mr Benjamin Foo (Head, Operations)	Ms Yap Lune Teng (External Legal Counsel)
Mr Ho Tian Yee	Mr Bob Caisley (Chief Information Officer)	
Mr Lee Hsien Yang	Mr Chang Kuan Aun (Chief Human Resources Officer)	
Mr Liew Mun Leong	Mr Chew Sutat (Head, Sales & Clients)	
Mr Loh Boon Chye	Mr Lawrence Wong (Head, Listings)	
Mr Ng Kee Choe	Ms Yeo Lian Sim (Chief Regulatory Officer)	
Mr Robert Owen		
Mr Quah Wee Ghee (Director-Designate)		
Mr Davinder Singh (Director-Designate)		
<u>Absent with apologies</u>	<u>Company Secretary</u>	
Mr Low Check Kian	Ms Joyce Fong	

1. Quorum

The Chairman noted that a quorum was present and called the Annual General Meeting ("the Meeting") to order at 10.00 a.m.

2. Notice of Meeting

The Notice of the Meeting dated 15 September 2011 was taken as read.

3. Poll Voting

3.1 The Chairman of the 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 Meeting. Accordingly, the resolution at the Meeting was voted on by way of a poll through electronic means.

3.2 The Chairman of the Meeting proposed all motions on the agenda except for resolution nos. 6 and 7. For resolution 6 on the approval of the Chairman's fees for the financial year ending 30 June 2012, Mr Ng Kee Choe, who is the Remuneration Committee Chairman, took over the Chair of the proceedings and proposed the resolution. For resolution 7 on the approval of the directors' fees for all directors other than the CEO for the financial year ending 30 June 2012, a shareholder, Mr Seow Chin Shin, proposed the resolution.

4. Results of the Poll Voting

Twelfth Annual General Meeting	For	Against
	Number of Shares	Number of Shares
Ordinary Business		
Resolution 1 Adoption of Directors' Reports and Audited Financial Statements for the financial year ended 30 June 2011.	197,720,661	28,530
Resolution 2 Declaration of Final Dividend of 15 cents per share for the financial year ended 30 June 2011.	197,817,661	13,430

Twelfth Annual General Meeting	For	Against
	Number of Shares	Number of Shares
Ordinary Business		
Resolution 3 Re-appointment of Mr Robert Owen in accordance with Section 153(6) of the Companies Act.	197,056,684	328,219
Resolution 4 Re-election of Mr Lee Hsien Yang in accordance with Article 99A of the Company's Articles of Association.	190,594,272	6,841,819
Resolution 5 Re-election of Ms Jane Diplock in accordance with Article 104 of the Company's Articles of Association.	197,331,922	145,269
Resolution 6¹ Approval of director's fees to the Chairman for the financial year ending 30 June 2012.	192,333,912	5,279,602
Resolution 7 Approval of directors' fees (other than the Chief Executive Officer) for the financial year ending 30 June 2012.	195,319,824	1,226,469
Resolution 8 Re-appointment of Messrs PricewaterhouseCoopers LLP as Auditors.	197,471,424	149,768
Special Business		
Resolution 9 Appointment of Mr Quah Wee Ghee in accordance to Article 104 of the Company's Articles of Association.	196,079,363	149,858
Resolution 10 Appointment of Mr Davinder Singh in accordance to Article 104 of the Company's Article of Association	195,894,074	256,929

¹ Mr Ng Kee Choe took over Chairmanship of the Meeting for Ordinary Resolution 6.

Twelfth Annual General Meeting	For	Against
	Number of Shares	Number of Shares
Ordinary Business		
Resolution 11 Authority for Directors to issue shares and instruments convertible into shares	191,626,309	4,783,275

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 Chew Choon Seng
 Chairman
 Singapore Exchange Limited

Minutes recorded by Company Secretary, Ms Joyce Fong.