

DBS GROUP HOLDINGS LTD
(Incorporated in the Republic of Singapore)
Company Registration No.: 199901152M

25 April 2018

1. **Outcome of the 19th Annual General Meeting held on 25 April 2018**
2. **Re-appointment of Directors to the Audit Committee**

Outcome of the 19th Annual General Meeting held on 25 April 2018

DBS Group Holdings Ltd (the “**Company**”) wishes to announce that, on a poll vote, all of the resolutions set out in the Notice of Annual General Meeting (“**AGM**”) dated 28 March 2018 were duly approved and passed by the Company’s shareholders at the AGM held on 25 April 2018.

Tricor Evatthouse Corporate Services was appointed as the Company’s scrutineer for the AGM.

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

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	%	Number of shares	%
Routine Business					
Resolution 1 Adoption of Directors’ Statement, Audited Financial Statements and Auditor’s Report	1,801,267,207	1,800,024,257	99.93	1,242,950	0.07
Resolution 2 Declaration of Final Dividend and Special Dividend on Ordinary Shares	1,801,747,209	1,801,577,198	99.99	170,011	0.01
Resolution 3 Approval of proposed Directors’ remuneration of SGD 3,637,702 for FY2017	1,800,562,521	1,711,885,700	95.08	88,676,821	4.92
Resolution 4 Re-appointment of PricewaterhouseCoopers LLP as Auditor and authorisation for Directors to fix its remuneration	1,800,543,804	1,795,494,138	99.72	5,049,666	0.28
Resolution 5 Re-election of Mr Peter Seah Lim Huat as a Director retiring under article 99	1,798,922,501	1,786,905,091	99.33	12,017,410	0.67
Resolution 6 Re-election of Mr Piyush Gupta as a Director retiring under article 99	1,798,923,921	1,795,231,543	99.79	3,692,378	0.21

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Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	%	Number of shares	%
Resolution 7 Re-election of Mr Andre Sekulic as a Director retiring under article 99	1,798,995,757	1,796,438,617	99.86	2,557,140	0.14
Resolution 8 Re-election of Mr Olivier Lim Tse Ghow as a Director retiring under article 105	1,799,137,744	1,791,965,948	99.60	7,171,796	0.40
Special Business					
Resolution 9 Authority to grant awards and issue shares under the DBSH Share Plan	1,799,819,971	1,717,270,674	95.41	82,549,297	4.59
Resolution 10 General authority to issue shares and to make or grant convertible instruments subject to limits	1,801,047,399	1,584,997,274	88.00	216,050,125	12.00
Resolution 11 Authority to issue shares pursuant to the DBSH Scrip Dividend Scheme	1,800,664,909	1,794,780,770	99.67	5,884,139	0.33
Resolution 12 Approval of the proposed renewal of the Share Purchase Mandate	1,801,021,523	1,799,491,607	99.92	1,529,916	0.08

Details of shareholders who abstained from voting on certain resolutions are set out below:

- (i) All the non-executive Directors of the Company, who are also shareholders and collectively hold 555,918 shares, abstained from voting on Resolution 3 in respect of the payment of Directors' remuneration to the non-executive Directors for the year ended 31 December 2017.
- (ii) Mr Peter Seah, who holds 202,218 shares, abstained from voting on Resolution 5 in respect of his own re-election as Director of the Company.
- (iii) Mr Piyush Gupta, who holds 1,169,560 shares, abstained from voting on Resolution 6 in respect of his own re-election as Director of the Company.
- (iv) Mr Andre Sekulic, who holds 21,994 shares, abstained from voting on Resolution 7 in respect of his own re-election as Director of the Company.
- (v) Mr Olivier Lim, who holds 30,000 shares, abstained from voting on Resolution 8 in respect of his own re-election as Director of the Company.
- (vi) All the Directors of the Company, who collectively hold 1,725,478 shares, abstained from voting on Resolution 9 relating to the authority to grant awards and issue shares under the DBSH Share Plan.

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Re-appointment of Directors to the Audit Committee

The Company wishes to announce that Mr Peter Seah and Mr Andre Sekulic have been re-appointed as members of the Audit Committee. The Board considers each of Mr Seah and Mr Sekulic to be independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.

Retirement of Director

Dr Bart Broadman retired at the conclusion of the AGM. The Company wishes to thank Dr Broadman for his unwavering commitment and invaluable contributions.

A separate announcement on the cessation of Dr Broadman's service as a Director (containing the information as required under Rule 704(7) of the Listing Manual of the SGX-ST) was released on 28 March 2018.

By Order of the Board

Goh Peng Fong (Mr)
Group Secretary
25 April 2018