

## Annual General Meeting::Voluntary

## Issuer &amp; Securities

<b>Issuer/ Manager</b>	SATS LTD.
<b>Security</b>	SATS LTD. - SG1I52882764 - S58

## Announcement Details

<b>Announcement Title</b>	Annual General Meeting
<b>Date &amp; Time of Broadcast</b>	19-Jul-2016 21:44:53
<b>Status</b>	New
<b>Announcement Reference</b>	SG160719MEETTCP7
<b>Submitted By (Co./ Ind. Name)</b>	S. Prema
<b>Designation</b>	Company Secretary
<b>Financial Year End</b>	31/03/2016

## Event Narrative

<b>Narrative Type</b>	<b>Narrative Text</b>
Additional Text	Please add meeting agenda here

## Event Dates

<b>Meeting Date and Time</b>	19/07/2016 11:00:00
<b>Response Deadline Date</b>	17/07/2016 11:00:00

## Event Venue(s)

<b>Place</b>	
<b>Venue(s)</b>	<b>Venue details</b>
Meeting Venue	Marina Mandarin Ballroom, Level 1, Marina Mandarin Singapore, 6 Raffles Boulevard, Marina Square, Singapore 039594
<b>Attachments</b>	<a href="#">📎 Results of 43rd AGM 19 July 2016.pdf</a> Total size =68K

[Tweet](#)



**RESULTS OF THE 43RD ANNUAL GENERAL MEETING  
HELD ON 19 JULY 2016 AT 11.00 AM**

The Board of Directors of SATS Ltd. (the "Company") wishes to announce that pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("Listing Manual"), all of the resolutions set out in the Notice of Annual General Meeting ("AGM") dated 21 June 2016 were duly approved and passed by the Company's shareholders at the AGM held on 19 July 2016. Voting at the AGM was conducted by electronic poll.

**RESULTS OF ANNUAL GENERAL MEETING HELD ON 19 JULY 2016**

**(a) Breakdown of all valid votes cast at the AGM**

Resolutions		Total number of shares represented by votes for and against the relevant resolution	For		Against	
			No. of Shares	%	No. of Shares	%
1	Adoption of the Directors' Statement, Audited Financial Statements and the Auditors' Report thereon	789,855,081	789,525,063	99.96	330,018	0.04
2	Declaration of a final dividend	791,334,450	791,279,537	99.99	54,913	0.01
3	Re-election of Mr. Alexander Charles Hungate as Director	791,260,858	790,823,357	99.94	437,501	0.06
4	Re-election of Mr. Koh Poh Tiong as Director	791,334,453	783,258,178	98.98	8,076,275	1.02
5	Re-election of Mr. Thierry Breton as Director	790,985,196	774,684,411	97.94	16,300,785	2.06
6	Re-election of Mr. Tan Soo Nan as Director	788,279,827	787,656,281	99.92	623,546	0.08
7	Approval of Directors' fees for the financial year ending 31 March 2017	789,504,395	788,867,571	99.92	636,824	0.08
8	Re-appointment of KPMG LLP as Auditors and authorization for the Directors to fix their remuneration	788,558,326	755,422,778	95.80	33,135,548	4.20

Resolutions		Total number of shares represented by votes for and against the relevant resolution	For		Against	
			No. of Shares	%	No. of Shares	%
9	To grant authority to the Directors to issue shares and convertible instruments pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore	784,191,791	782,156,380	99.74	2,035,411	0.26
10	To grant authority to the Directors to grant awards and issue shares in accordance with the provisions of the SATS Performance Share Plan and SATS Restricted Share Plan, and to issue shares pursuant to the SATS Employee Share Option Plan	785,894,891	770,369,768	98.02	15,525,123	1.98
11	To approve the proposed renewal of the Mandate for Interested Person Transactions	311,619,597	311,459,231	99.95	160,366	0.05
12	To approve the proposed renewal of the Share Purchase Mandate	788,447,871	788,320,964	99.98	126,907	0.02
13	To approve the proposed adoption of the new Constitution	789,912,776	789,514,906	99.95	397,870	0.05

Mr. Alexander Charles Hungate who was re-elected as a Director of the Company at the AGM, remains as the President and Chief Executive Officer of the Company, a member of the Board Executive Committee and a member of the Board Risk and Safety Committee.

Mr. Koh Poh Tiong who was re-elected as a Director of the Company at the AGM, remains as a member of the Audit Committee and a member of the Remuneration and Human Resource Committee. The Board considers Mr. Koh Poh Tiong as independent for the purpose of Rule 704(8) of the Listing Manual.

**(b) Details of parties who are required to abstain from voting on any resolution(s), including the number of shares held and the individual resolution(s) on which they are required to abstain from voting**

- (i) Mr. Alexander Charles Hungate, who holds 495,236 shares, abstained from voting on Ordinary Resolution 3 in respect of his own re-election as Director of the Company.
- (ii) Mr. Tan Soo Nan, who holds 10,000 shares, abstained from voting on Ordinary Resolution 6 in respect of his own re-election as Director of the Company.

- (iii) All the non-executive Directors of the Company, who are also shareholders and collectively hold 42,774 shares, abstained from voting on Ordinary Resolution 7 in respect of the payment of Directors' Fees to the non-executive Directors for the year ending 31 March 2017.
- (iv) Mr Alexander Charles Hungate, the President and Chief Executive Officer of the Company who holds 495,236 shares, abstained from voting on Ordinary Resolution 10 relating to the authority to grant awards and issue shares under the SATS Share Plans.
- (v) Temasek Holdings (Private) Limited and its associates, abstained from voting on Ordinary Resolution 11 relating to the renewal of the Interested Person Transactions Mandate.

**(c) Name of firm and/or person appointed as scrutineers**

RHT Corporate Advisory Pte. Ltd. was appointed as the scrutineers for the AGM.

**CHANGES TO THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES**

**Retirement of Directors**

As announced by the Company on 23 May 2016, Mr. Edmund Cheng Wai Wing has stepped down from office as the Chairman and as a Director of the Company with effect from the conclusion of the AGM today. Mr. David Zalmon Baffsky and Mr. Nihal Vijaya Devadas Kaviratne CBE have also retired from office as Directors today.

Ms. Euleen Goh Yiu Kiang, an Independent Non-Executive Director of the Company has been appointed Chairman in place of Mr. Edmund Cheng with effect from the conclusion of the AGM today.

Consequently, Mr. Edmund Cheng has also stepped down as the Chairman of the Board Executive Committee and the Remuneration and Human Resource Committee and as a member of the Nominating Committee. Mr. David Baffsky has stepped down as the Chairman of the Nominating Committee and as a member of the Remuneration and Human Resource Committee. Mr. Nihal Kaviratne has stepped down as a member of the Audit Committee and the Board Risk and Safety Committee.

The details and declarations of Mr. Edmund Cheng, Mr. David Baffsky and Mr. Nihal Kaviratne pursuant to the requirements of Rule 704(7) of the Listing Manual will be furnished in separate announcements.

### **Appointment of Director**

The Board wishes to announce the appointment of Mr. Yap Kim Wah as an Independent and Non-Executive Director with effect from 20 July 2016.

The details and declarations of Mr. Yap Kim Wah pursuant to the requirements of Rule 704(7) of the Listing Manual will be furnished in a separate announcement.

Following the abovementioned changes, effective from 20 July 2016, the Board of Directors of SATS will comprise the following members: -

<b>BOARD OF DIRECTORS</b>	
Ms. Euleen Goh Yiu Kiang	Chairman - Independent and Non-Executive
Mr. Alexander Charles Hungate	President and Chief Executive Officer and Executive Director
Mr. Thierry Breton	Independent and Non-Executive
Mr. Koh Poh Tiong	Independent and Non-Executive
Mr. Michael Kok Pak Kuan	Independent and Non-Executive
Mr. Tan Soo Nan	Independent and Non-Executive
Mr. Yap Chee Meng	Independent and Non-Executive
Mr. Yap Kim Wah	Independent and Non-Executive

### **Appointment of Board Committee Members**

Effective from 20 July 2016, Mr. Koh Poh Tiong and Mr. Tan Soo Nan have been appointed as the Chairman and a member of the Nominating Committee respectively and Mr. Michael Kok has been appointed as a member of the Board Risk and Safety Committee.

The revised composition of the various Board Committees are as follows:-

<b>BOARD EXECUTIVE COMMITTEE</b>	
Ms. Euleen Goh Yiu Kiang	Member Independent Non-Executive Director
Mr. Alexander Charles Hungate	Member Executive Director
Mr. Michael Kok Pak Kuan	Member Independent Non-Executive Director

<b>AUDIT COMMITTEE</b>	
Ms. Euleen Goh Yiu Kiang	Chairman Independent Non-Executive Director
Mr. Koh Poh Tiong	Member Independent Non-Executive Director
Mr. Yap Chee Meng	Member Independent Non-Executive Director

<b>BOARD RISK AND SAFETY COMMITTEE</b>	
Mr. Yap Chee Meng	Chairman Independent Non-Executive Director
Mr. Alexander Charles Hungate	Member Executive Director
Mr. Michael Kok Pak Kuan	Member Independent Non-Executive Director

<b>NOMINATING COMMITTEE</b>	
Mr. Koh Poh Tiong	Chairman Independent Non-Executive Director
Ms. Euleen Goh Yiu Kiang	Member Independent Non-Executive Director
Mr. Tan Soo Nan	Member Independent Non-Executive Director

<b>REMUNERATION AND HUMAN RESOURCE COMMITTEE</b>	
Mr. Koh Poh Tiong	Member Independent Non-Executive Director

By Order of the Board

S. Prema  
Company Secretary

19 July 2016