

UOB-KAY HIAN HOLDINGS LIMITED

(Incorporated In The Republic Of Singapore)

Company Registration No: 200004464C

Clarification on Annual Report 2012

The Board of Directors of UOB-Kay Hian Holdings Limited wish to clarify the following in response to SGX-ST's query on 15 April 2013 relating to the Company's 2012 Annual Report.

SGX Query 1

Guideline 9.2 of the Code of Corporate Governance states that the Company should name and disclose the remuneration of directors and at least the top five key management personnel (who are not directors or the CEO) in bands of S\$250,000. We note that on page 17 of the Annual Report, the Company disclosed the remuneration bands of the top 5 key executives but did not disclose the names of the key executives. Please explain the reason(s) for the deviation from the code as required under Rule 1207(12) of the Listing Manual.

Company's Response

The Group operates in a competitive business environment and regards staff remuneration as sensitive and confidential and had decided not to disclose the names of the top 5 key executives.

SGX Query 2

With reference to audited Consolidated Statement of Cashflows on page 31 of the Annual Report, please clarify the reasons for the difference in amounts for the Net cash used in operating activities, Net cash used in investing activities and Net cash used in financing activities compared with the announced results of the Company dated 27 February 2013

Company's Response

With our auditors' advice, we did some reclassification between the categories. Net payment for fixed income instruments was reclassified from investing activities to operating activities and dividend paid to minority shareholders of a subsidiary was reclassified from investing activities to financing activities.

SGX Query 3

Please confirm whether the Company is in compliance with Listing Rules 712 and 715 or 716 with regards to the appointment of its auditors.

Company's Response

Yes, the company is in compliance with rules 712,715 and 716.

Submitted by Ms. Chung Boon Cheow, Company Secretary on 22 April 2013.