

SEMBCORP MARINE LTD

Incorporated in the Republic of Singapore

(Company Registration No. 196300098Z)

ANNOUNCEMENT PURSUANT TO CLAUSE 704(16) OF THE SGX LISTING MANUAL

ANNOUNCEMENT ON RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING- ("AGM")

Sembcorp Marine Ltd (the "Company") is pleased to announce, in accordance with Clause 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, that:-

A. At the AGM of the Company held today, the Resolutions relating to the following matters as set out in the Notice of the AGM dated 31 March 2017 were put to the Meeting and duly passed on poll vote :-

Resolution Number and Details	Total Number of Shares Represented by Votes For and Against the Relevant Resolution	For		Against	
		Number of Shares	Percentage %	Number of Shares	Percentage %
AGM					
Ordinary Resolution 1 To adopt the directors' statement and audited financial statements	1,433,834,611	1,433,777,311	100.00	57,300	0.00
Ordinary Resolution 2 To declare a final dividend	1,433,918,974	1,433,509,674	99.97	409,300	0.03
Ordinary Resolution 3 To re-elect Mr Ron Foo Siang Guan	1,433,364,063	1,432,257,981	99.92	1,106,082	0.08
Ordinary Resolution 4 To re-elect Mr Koh Chiap Khiong	1,433,605,043	1,426,239,667	99.49	7,365,376	0.51
Ordinary Resolution 5 To re-elect Mr Eric Ang Teik Lim	1,433,503,913	1,429,532,937	99.72	3,970,976	0.28
Ordinary Resolution 6 To approve directors' fees for financial year ending 31 December 2017	1,428,873,540	1,421,518,773	99.49	7,354,767	0.51
Ordinary Resolution 7 To re-appoint KPMG LLP as auditor and to authorise the directors to fix their remuneration	1,432,416,945	1,431,656,145	99.95	760,800	0.05
Ordinary Resolution 8 To approve the proposed renewal of share issue mandate	1,433,098,107	1,429,602,887	99.76	3,495,220	0.24

Ordinary Resolution 9 To approve the proposed renewal of Share Plan Mandate	1,433,287,924	1,424,836,241	99.41	8,451,683	0.59
Ordinary Resolution 10 To approve the proposed renewal of the mandate for the Interested Person Transactions	154,479,241	153,599,430	99.43	879,811	0.57
Ordinary Resolution 11 To approve the proposed renewal of the Share Purchase Mandate	1,433,001,144	1,432,814,833	99.99	186,311	0.01

B. Details of parties who are required to abstain from voting on any resolution(s):-

Resolution Number and Details	Name	Total Number of Shares
AGM		
Resolution 3 - To re-elect Mr Ron Foo Siang Guan	FOO SIANG GUAN	196,480
Resolution 4 - To re-elect Mr Koh Chiap Khiong	KOH CHIAP KHIONG	61,000
	KOH CHIAP KHIONG(Abstained as Corp Rep)	1,274,270,764
Resolution 6 - To approve directors' fees for financial year ending 31 December 2017	AJAIB HARI DASS	75,510
	FOO SIANG GUAN	196,480
	GINA LEE-WAN	22,600
	KOH CHIAP KHIONG	61,000
	KOH CHIAP KHIONG(Abstained as Corp Rep)	1,274,270,764
	LIM AH DOO	226,600
	TAN BENG HAI	24,200
	TANG KIN FEI	326,870
	WONG WENG SUN	3,609,259
Resolution 10 - To approve the proposed renewal of the mandate for the Interested Person Transactions	AJAIB HARI DASS	75,510
	FOO SIANG GUAN	196,480
	GINA LEE-WAN	22,600
	KOH CHIAP KHIONG	61,000
	KOH CHIAP KHIONG(Abstained as Corp Rep)	1,274,270,764
	LIM AH DOO	226,600

SEMBCORP INDUSTRIES LTD	1,274,270,764
TAN BENG HAI	24,200
TANG KIN FEI	326,870
WONG WENG SUN	3,609,259

T S Tay Public Accounting Corporation was appointed as the Company's scrutineer.

By Order of the Board

TAN YAH SZE

Joint Company Secretary

Singapore

18 Apr 2017

Retirement of Director and Note of Appreciation

Mr Tang Kin Fei retired as Director of the Company at the conclusion of the Company's AGM today. Consequently, Mr Tang ceased to be a member of the Executive Committee ("Exco"), the Executive Resource & Compensation Committee ("ERCC"), the Nominating Committee ("NC") and the Special Committee ("SC").

Details of the cessation of Mr Tang as Director of the Company as required under Rule 704(7) of the Listing Manual of the SGX-ST are set out in a separate announcement.

The Board of Directors would like to record their appreciation to Mr Tang for his valuable contributions, insightful advice and sincere interest in the betterment of the Company.

Re-appointment of Directors to the Audit Committee ("AC") and Board Risk Committee ("BRC")

Mr Ron Foo Siang Guan, who was re-elected as a Director of the Company at the AGM, remains as Chairman of the AC and a member of the BRC.

Mr Koh Chiap Khiong, who was re-elected as a Director of the Company at the AGM, remains as a member of the AC and BRC.

Mr Eric Ang Teik Lim, who was re-elected as a Director of the Company at the AGM, remains as a member of the BRC.

The Board considers Mr Ron Foo Siang Guan as independent and Mr Koh Chiap Khiong as non-independent for the purposes of Rule 704(8) of the Listing Manual.

With the abovementioned, the Audit Committee will continue to comprise of three independent directors.

Re-Composition of the Board Committees

Following the retirement of Mr Tang, the composition of the Board Committees is as follows:

AC

Mr Ron Foo Siang Guan (Chairman)	- Independent Director
Mr Lim Ah Doo	- Independent Director
Mr Bob Tan Beng Hai	- Independent Director
Mr Koh Chiap Khiong	- Non-Independent Director

BRC

Mr Lim Ah Doo (Chairman)	- Independent Director
Mr Ron Foo Siang Guan	- Independent Director
Mr Eric Ang Teik Lim	- Independent Director
Mrs Gina Lee-Wan	- Independent Director
Mr Koh Chiap Khiong	- Non-Independent Director

Exco

Tan Sri Mohd Hassan Marican (Chairman)	- Independent Director
Mr Ajaib Haridass	- Independent Director
Mr Bob Tan Beng Hai	- Independent Director
Mr Wong Weng Sun	- Executive Director

ERCC

Tan Sri Mohd Hassan Marican (Chairman) - Independent Director
Mr Ajaib Haridass - Independent Director
Mr Eric Ang Teik Lim - Independent Director

NC

Mr Ajaib Haridass (Chairman) - Independent Director
Tan Sri Mohd Hassan Marican - Independent Director
Mr Eric Ang Teik Lim - Independent Director

SC

Mr Lim Ah Doo (Chairman) - Independent Director
Tan Sri Mohd Hassan Marican - Independent Director
Mr Ajaib Haridass - Independent Director

BY ORDER OF THE BOARD

Tan Yah Sze
Joint Company Secretary

18 April 2017