

AZEUS SYSTEMS HOLDINGS LTD.
(Incorporated in Bermuda)

The Board of Directors (the “**Board**”) of Azeus Systems Holdings Ltd. (the “**Company**”) refer to the queries raised by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) to provide the following information in relation to the Company’s annual report (the “**Annual Report 2014**”) for the financial year ended 31 March 2014 (“**FY2014**”).

SGX-ST Query

Listing Rule 1207(10) requires a statement disclosing the opinion of the board with the concurrence of the audit committee on the adequacy of the internal controls, addressing financial, operational and compliance risks. As such, please disclose a statement that is in compliance with Listing Rule 1207(10).

Company’s response

The Company refers to the statements made on the Company’s system of internal controls as set out under the section entitled “Principle 11: Risk Management and Internal Controls” on page 18 of the Annual Report 2014 and confirms that the Audit Committee of the Company concurs with the Board’s view that for FY2014, based on the reports from the internal auditor, the system of internal controls addressing financial, operational and compliance risks that has been maintained by management throughout the financial year is adequate to meet the needs of the Company.

SGX-ST Query

In addition, Paragraph 11.3 of the Code of Corporate Governance (“Code”) states that the Company should comment on the adequacy and effectiveness of the internal controls, including financial, operational, compliance and information technology controls, and risks management systems, in the company’s Annual Report.

As required under Listing Rule 710, please make disclosure as recommended in the Code or otherwise explain the reason(s) for the deviation from the Code.

Company’s response

The Company refers to the statements made on the Company’s internal controls and risk management systems as set out under the section entitled “Principle 11: Risk Management and Internal Controls” on page 19 of the Annual Report 2014 and wishes to confirm that based on the reviews conducted by management and the internal auditor throughout FY2014, as well as assurance from the CEO and CFO, the Board is of the opinion that the internal controls (including financial, operational, compliance and information technology controls), and risks management systems of the Company are adequate and effective to deal with the major risks relating to financial, operational and compliance aspects.

BY ORDER OF THE BOARD

SAM PUI CHEE PEGGY
GROUP FINANCIAL CONTROLLER
18 JULY 2014