

BM MOBILITY LTD.
(f.k.a Ziwo Holdings Ltd.)
(Incorporated in the Republic of Singapore)
Company Registration No. 200800853Z

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 935,853,464 WARRANTS AT AN ISSUE PRICE OF S\$0.0033 FOR EACH WARRANT, WITH EACH WARRANT CARRYING THE RIGHT TO SUBSCRIBE FOR ONE (1) WARRANT SHARE IN THE COMPANY AT THE EXERCISE PRICE OF S\$0.010 FOR EACH WARRANT SHARE, ON THE BASIS OF TWO (2) WARRANTS FOR EVERY ONE (1) EXISTING ORDINARY SHARE OF THE COMPANY HELD BY SHAREHOLDERS AS AT THE BOOKS CLOSURE DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE “RIGHTS ISSUE OF WARRANTS”)

– RESULTS OF THE RIGHTS ISSUE OF WARRANTS

1. INTRODUCTION

The Board of Directors (the “**Directors**” or the “**Board**”) of BM Mobility Ltd. (the “**Company**”) refers to the announcements made by the Company on 29 September 2017, 29 December 2017, 17 January 2018, 19 January 2018, 21 January 2018, as well as the offer information statement dated 19 January 2018 (the “**Offer Information Statement**”) in respect of the Rights Issue of Warrants. Unless otherwise defined herein, all terms defined in the Offer Information Statement shall have the same meanings when used in this announcement.

2. RESULTS OF THE RIGHTS ISSUE OF WARRANTS

2.1 Level of Subscription

Based on the issued share capital of the Company comprising 467,926,732 Shares as at the Books Closure Date, 935,853,464 Warrants were available for subscription under the Rights Issue of Warrants, fractional entitlements to be disregarded.

The Directors wish to announce that, as at the close of the Rights Issue of Warrants on 7 February 2018, being the Closing Date, valid acceptances and Excess Applications for a total of 1,541,865,161 Warrants were received. This represents approximately 164.8% of the total number of Warrants available for subscription under the Rights Issue of Warrants.

Details of the valid acceptances and Excess Applications for the Warrants are as follows:

- (i) valid acceptances were received for a total of 837,969,934 Warrants, representing approximately 89.5% of the total number of Warrants available for subscription under the Rights Issue of Warrants¹; and
- (ii) valid Excess Applications were received for a total of 703,895,227 Warrants, representing approximately 75.2% of the total number of Warrants available for subscription under the Rights Issue of Warrants.

¹ Including acceptance of 70,202,000 and 70,768,000 Warrants by Mr. Tay and Mr. Koo respectively, representing 100% of their entitlement under the Rights Issue of Warrants and approximately 15.1% of the total number of Warrants available for subscription under the Rights Issue of Warrants.

2.2 Allocation of Warrants for Excess Applications

A total of 97,883,530 Warrants which were not validly accepted or subscribed for by Entitled Shareholders and/or their renounees and any Warrants that were otherwise not allotted for whatever reason in accordance with the terms and conditions of the Offer Information Statement and the accompanying forms, pursuant to the Rights Issue of Warrants, were allotted to satisfy all valid Excess Applications.

In the allotment of Excess Warrants, preference was given to Shareholders for rounding of odd lots. Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue of Warrants, or have representation (direct or through a nominee) on the Board were ranked last in priority for the rounding of odd lots and allotment of Excess Warrants.

3. ALLOTMENT OF WARRANTS

In the case of Entitled Scripholders and their renounees with valid acceptances for Warrants and/or (if applicable) successful applications for Excess Warrants and who have failed to furnish or furnished incorrect or invalid Securities Account numbers and/or NRIC/passport numbers or registration numbers in the relevant forms comprised in the PAL or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with CDP, physical certificates representing such number of Warrants will be despatched to such subscribers within ten (10) Market Days from the Closing Date, at their own risk, by ordinary post to their mailing addresses in Singapore maintained with the Share Registrar.

In the case of Entitled Depositors, Purchasers and Entitled Scripholders and their renounees (who have furnished valid Securities Account numbers in the relevant form comprised in the PAL) with valid acceptances for Warrants and/or (if applicable) successful applications for Excess Warrants, physical certificates representing such number of Warrants will be registered in the name of CDP and despatched to CDP within ten (10) Market Days after the Closing Date and CDP will thereafter credit such number of Warrants to their relevant Securities Accounts. It is expected that CDP will then send a notification letter to the relevant subscribers stating the number of Warrants that have been credited to their Securities Accounts.

4. SALE OF "NIL-PAID" RIGHTS IN RESPECT OF FOREIGN SHAREHOLDERS

42,496,800 Warrants which would otherwise have been provisionally allotted to Foreign Shareholders were sold "nil-paid" on the SGX-ST during the provisional allotment trading period as provided for in the Offer Information Statement.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares entered against their names in the Depository Register as at the Books Closure Date and sent to them by means of a crossed cheque drawn on a bank in Singapore sent by ordinary post to their mailing address as recorded with CDP or in such other manner as they may have agreed with CDP for the payment of any cash distributions at their own risk, provided that where the amount of net proceeds to be distributed to any single Foreign Shareholder is less than S\$20.00, the Company shall be entitled to retain or deal with such net proceeds as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, CDP or the Share Registrar in connection therewith.

5. REFUND FOR INVALID OR UNSUCCESSFUL ACCEPTANCES AND EXCESS APPLICATIONS

Where any acceptance for Warrants and/or (if applicable) Excess Applications is invalid or unsuccessful in full or in part, the amount paid on acceptance and/or application, or the surplus application monies, as the case may be, will be refunded to the relevant applicant by CDP on behalf of the Company without interest or any share of revenue or other benefit arising therefrom within 14 days after the Closing Date by any one or a combination of the following:

- (i) where the acceptance and/or application had been made through the Share Registrar, by means of a crossed cheque drawn on a bank in Singapore and sent by ordinary post at the relevant applicant's own risk to his mailing addresses as maintained with the Share Registrar; or
- (ii) where acceptance and/or application had been made through Electronic Application, by crediting the relevant applicant's bank account with the relevant Participating Bank at his own risk, the receipt by such bank being a good discharge to the Company and CDP of their obligations, if any; or
- (iii) where acceptance and/or application had been made through CDP, by means of a crossed cheque drawn on a bank in Singapore and sent by ordinary post at the relevant applicant's own risk to his mailing address as maintained with CDP or the Company, or in such other manner as the applicant may have agreed with CDP for the payment of any cash distributions, as the case may be.

6. ISSUANCE AND LISTING OF THE WARRANTS

The Company expects that 935,853,464 Warrants will be issued on or about 14 February 2018 pursuant to the Rights Issue of Warrants.

The Company further expects the 935,853,464 Warrants to be listed and quoted on the Official List of the Main Board with effect from 9.00 a.m. on 19 February 2018. Further announcement relating to the listing of and quotation of the Warrants on the Official List of the Main Board will be made in due course.

The Warrant Shares arising from the exercise of the Warrants will, upon allotment and issuance, be listed on the Official List of the Main Board and rank equally and without preference in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions that may be declared or paid, the Record Date for which falls before the relevant date of exercise of the Warrants.

BY ORDER OF THE BOARD
BM MOBILITY LTD.

Wilson Chua
General Manager for Finance and Administration

13 February 2018