

ALPHA ENERGY HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 200310813H)

RECEIPT OF “NO OBJECTION” FOR EXTENSION OF TIME TO:

- (I) ANNOUNCE THE COMPANY’S UNAUDITED FIANNICAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019; AND**
 - (II) TO HOLD ITS ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**
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The Board of Directors (the “**Board**”) of Alpha Energy Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) refers to the Company’s announcement dated 19 February 2020 (the “**Announcement**”) in relation to the application to the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for:

- I. An extension of time to comply with the requirement of Rule 705(1) of the Listing Manual Section B: Rules of Catalist of the SGX-ST (“**Catalist Rules 705(1)**”) for the Company to announce its unaudited financial statements for the financial year ended 31 December 2019 (“**FY2019**”) (“**FY2019 Results**”) no later than 30 April 2020; and
- II. An extension of time to comply with the requirement of Rule 707(1) of the Listing Manual Section B: Rules of Catalist of the SGX-ST (“**Catalist Rule 707(1)**”) for the Company to hold its annual general meeting (“**AGM**”) for FY2019 (“**FY2019 AGM**”) no later than 30 June 2020,

Collectively referred to as the (“**Extension Application**”).

Unless otherwise defined or the context otherwise requires, all capitalised terms shall bear the same meanings as ascribed to them in the Announcement.

The Company wishes to announce that it has, on 6 March 2020, received a letter from the SGX-ST setting out, among others, that the SGX-ST has no objection to granting the Company an extension till 30 April 2020 to announce its FY2019 Results; and an extension till 30 June 2020 to hold its FY2019 AGM (the “**Waivers**”), subject to the following:

- a) The Company announcing the Waivers granted, the reasons for seeking the Waivers, the conditions as required under Catalist Rule 106 and if the Waivers conditions have been satisfied. If the Waivers conditions have not been met on the date of this announcement, the Company shall make an update announcement when the conditions have all been met;
- b) Submission of a written confirmation from the Company that it is not aware of any information that will have a material bearing on investors’ decision which has yet to be announced by the Company; and
- c) The Company announcing its FY2019 Results by 30 April 2020 and convening its FY2019 AGM by 30 June 2020.

The Company would be submitting the written confirmation to the SGX-ST as stipulated under condition (b) in due course.

The Company confirms that arising from the Waivers, the Company is not and will not be in contravention of any laws and regulations governing the Company and the constitution of the Company as at the date of this announcement.

The Company had sought the Waivers based on the following:

1. In the Announcement, the Company disclosed that the Group was notified on 14 November 2019 by a letter dated on 5 November 2019 from the Lender notifying the Group that the Lender has elected to accelerate the indebtedness owed to the Lender due, *inter alia*, to the Group's failure to make payment of approximately US\$3.1m on 1 October 2019 and declared the entire principal sum of all indebtedness, amounting to US\$64.0 million, owed to the Lender immediately due and payable (the "**Notice**").
2. In light of the Notice, the Company has been actively engaging in negotiations with stakeholders that include the Lender, its creditors, and potential investors (the "**Parties**") in attempt to restructure the Group's assets and liabilities to achieve an outcome that is in the best interests of the Company and its shareholders ("**Negotiations**"). The Company has on 16 January 2020 entered into a non-binding term sheet with the Lender subject to certain terms and conditions ("**Non-Binding Term Sheet**"). The Group then works towards finalising the restructuring plans by end March 2020 in order to meet the extended deadlines granted by the Lender. As at the date of application, the Company envisages the following outcomes from its negotiations:-
 - (I) Successfully enters into definitive agreements, which includes the restructuring of the Loan, and raise funds to meet the conditions set by the Lender. The Company is likely to continue to operate as a going concern under this scenario; or
 - (II) Fails to restructure the Loan and/or secure any fund raising which would result in the Company's inability to operate as a going concern. The Company does not exclude the possibility of facing liquidation as a result.
3. The outcome of the Negotiations would have, amongst others, a direct impact to how the Group's financial statements are to be prepared, for example whether the Group's financial statements should be prepared on a going concern basis or otherwise. Time would be needed for the Company, as well as its external auditors, to prepare the financials in accordance with the Group's most appropriate state of affairs.
4. As the Negotiations have a material impact to the Group's future and financial performance, any release of financial information prior to the finalisation of the negotiations and/or injection of funds may potentially result in the financial information to be released through the FY2019 Results being inaccurate or incomplete.
5. A further announcement was made on 3 March 2020 in relations to updates on the Mustang Project and Trading Suspension, that the recent downturn of the oil prices, together with the broader oil and stock market outlook at this juncture presents challenges to the Company's fund raising initiatives. As disclosed, during a meeting on 28 February 2020, the first potential investor informed the Company that they will take longer than initially expected to revert with a decision. On the same day, the second investor had also informed the Group that they were not able to meet the timeline as required by the Lender and would not be proceeding with the fund raising unless the timeline can be delayed to a later date. As such, it is now not likely that the Group will be able to meet this deadline imposed in the Non-Binding Term Sheet. While the Group will continue to do its best to negotiate the terms with the Lender, there is no certainty that these negotiations will be successful. The conclusion of a binding agreement with the Lender is important to the Group being able to successfully finalise the restructuring plans. Without a favourable outcome to the restructuring plan and no further visibility of additional funds to continue operations and development of the Mustang Field, the Group would not be able to generate sustainable positive cash flows and face potential foreclosure by lenders and creditors. The Board is now of the view that there are now material uncertainties that may cast doubts about the ability of the Group and the Company to continue operating as going concern.

The Company will submit an application for an extension of time to hold its FY2019 AGM and filing its annual return with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") under Section 175 and Section 197 of the Companies Act, Cap. 50, of Singapore.

The Company shall make an update announcement when it is notified of the outcome of its application to ACRA.

The Company will make such announcements as may be necessary or appropriate to update its shareholders as and when there are any material updates.

BY ORDER OF THE BOARD
ALPHA ENERGY HOLDINGS LIMITED

Tan Wee Sin
Company Secretary
8 March 2020

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and Email: sponsorship@ppcf.com.sg).
