



**FUJI OFFSET PLATES MANUFACTURING LTD**

(Company Registration No. 198204769G)

(Incorporated in Singapore)

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**LOAN AND INVESTMENT AGREEMENT WITH STAR CITY DEVELOPMENT CO., LTD.**

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**I. Loan and Investment**

The Board of Directors ("**Board**") of Fuji Offset Plates Manufacturing Ltd ("**Company**", together with its subsidiaries, collectively "**Group**") wishes to announce that the Company has on 26 February 2016 entered into a loan and investment agreement ("**Agreement**") with Star City Development Co., Ltd. ("**SCD**", as borrower and investee), a company incorporated in Cambodia, and Lok Oknha Sear Rithy, Tsoi Wing Sing and Ge Jianming (being independent and unrelated third parties as obligors, collectively "**Obligors**").

The Company and SCD have been in discussions on the Company's participation as an equity holder of SCD, together with the Obligors, in a joint venture of a property development project relating to two plots of land located along Sothearos Boulevard, Sangkat Tonle Basac, Khan Chamkar Mon, Phnom Penh, Cambodia (Land Plot No. 12010108-0356 and 12010108-0357), priced at US\$41,958,360 (or approximately S\$58,763,000, based on an exchange rate of US\$1 to S\$1.4005, which exchange rate has been applied throughout this announcement) ("**Property**"), on which SCD intends to build residential and commercial units for sale ("**Investment**"). SCD's sole business is to own and develop the Property.

The Agreement records the Company's initial involvement in the Investment by way of prior advancements of an aggregate US\$4,300,000 (approximately S\$6,022,000) ("**Amount**") to SCD, which US\$4,200,000 (approximately S\$5,882,000) has since been utilised by SCD to acquire the Property and the balance as working capital. The Obligors have also extended an aggregate US\$36,550,000 (approximately S\$51,188,000) to SCD in connection with the Property.

The Amount is fully repayable without interest by SCD in the event definitive agreements on the Company's equity participation in SCD ("**Definitive Agreements**") are not executed by 25 August 2016. In the event Definitive Agreements are entered into on terms satisfactory to the Company, the Amount will be partly capitalised, with the balance extended as a shareholder's loan to SCD. The terms of the Definitive Agreements (including the Company's participation interest in SCD, terms of capitalisation and shareholder's loan) remain subject to negotiations, and pending thereto, the Company may require SCD to execute security documents in respect of the Property for the Amount.

The Company will provide shareholders with further details if Definitive Agreements are signed and the Investment materialises, or when there is material development in relation to the Investment.

The Amount is funded by the internal resources of the Company and the Investment, if materialised, will be in furtherance of the Company's investment holding business, to increase shareholders' value by investing in commercially feasible and attractive projects.

## II. Financial Effects

The Amount advanced under the Agreement will not have any material impact on the net asset per share and earnings per share of the Group for the financial year ended 31 December 2015.

## III. Interests of Directors and Controlling Shareholders

None of the directors or controlling shareholders of the Company has any interest, direct or indirect, in the Agreement, save for their shareholding interest in the Company.

## IV. Document for Inspection

A copy of the Agreement is available for inspection during normal business hours at the Company's registered office at 2 Jalan Rajah #06-28 Golden Wall Flatted Factory Singapore 329134 for a period of three (3) calendar months from the date of this announcement.

By Order of the Board

David Teo Kee Bock  
Chairman  
26 February 2016

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST and 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 Tan Pei Woon (Tel: 65-6532 3829) at 1 Robinson Road,#21-02 AIA Tower, Singapore 048542.*