



**OCEANUS GROUP LIMITED**

(Incorporated in the Republic of Singapore under Registration Number: 199805793D)  
61 Robinson Road, #10-01 Robinson Centre, Singapore 068893  
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**PROPOSED RESTRUCTURING – DESPATCH OF CIRCULAR**

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*Capitalised terms used herein shall have the definitions ascribed to them in the Previous Announcement (as defined herein), unless otherwise stated or the context otherwise requires.*

The Board of Directors (the “**Board**”) of Oceanus Group Limited (the “**Company**”) refers to the announcements dated 31 October 2014 (the “**Previous Announcement**”) and 27 March 2015 in relation to the Proposed Restructuring.

The Board wishes to announce that the Company has today despatched a circular dated 6 May 2015 (the “**Circular**”) to the shareholders of the Company (the “**Shareholders**”). The Circular contains, *inter alia*, full details of the Proposed Restructuring, the recommendation of the Directors to the Shareholders and the notice for the convening of an extraordinary general meeting to be held on 22 May 2015 at 2.00 p.m. at Furama City Centre, Ballroom II, Level 5, 60 Eu Tong Sen Street Singapore 059804 for the purpose of seeking the Shareholders’ approval for, *inter alia*, the Proposed Restructuring.

The Circular is also available in electronic copy on the website of the Singapore Exchange Securities Trading Limited at [www.sgx.com](http://www.sgx.com). Shareholders who do not receive the Circular within a week from the date hereof may contact the Company.

**Shareholders are advised to exercise caution in trading their Shares. The completion of the Proposed Restructuring is subject to numerous conditions. There is no certainty or assurance as at the date of this Announcement that the Proposed Restructuring will be completed or that no changes will be made to the terms thereof. The Company will make the necessary announcements when there are further developments on the Proposed Restructuring. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.**

**BY ORDER OF THE BOARD**

Dr. Ng Cher Yew  
Executive Chairman

6 May 2015