



ANNOUNCEMENT

APPROVAL FOR WAIVER FROM COMPLIANCE WITH RULES 705(1) AND 707(1) OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL SECTION B: RULE OF CATALIST ("CATALIST RULES") IN RELATION TO THE ANNOUNCEMENT OF UNAUDITED FINANCIAL STATEMENTS FOR THE FULL YEAR ENDED 31 DECEMBER 2017 ("FY2017") AND HOLDING OF THE ANNUAL GENERAL MEETING ("AGM") FOR FY2017

EMS Energy Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the announcement by the Company on 1 March 2018 in relation to the Company's application to the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the extension of time to announce its (i) FY2017 Results and (ii) hold its AGM for FY2017.

Unless the context otherwise requires, all capitalised terms not defined herein shall have the meanings ascribed to them in the Company's announcement dated 1 March 2018.

The Company wishes to announce that the SGX-ST has informed the Company on 20 March 2018 that it has no objection to granting the Company the following:-

- (a) a 2 months' extension till 30 April 2018, to announce its unaudited financial statements for FY2017 ("**FY2017 Results**"); and
- (b) a 2 months' extension till 30 June 2018 to hold the Company's AGM for FY2017,

(the "**Extensions**").

The waiver is subject to:

- (a) The Company making an immediate announcement of the Extensions granted, disclosing the reasons for seeking the Extensions and conditions imposed;
- (b) Submission of written confirmation from the Company that it is not aware of any other information (including but not limited to financial information) with respect to the Group that may have a material bearing on investors' decisions which are not formally disclosed to the investors;
- (c) Submission of written confirmation from the Company that the Extensions do not contravene any laws and regulations governing the Company and the constitution of the Company; and
- (d) The Company obtaining approval from the Accounting and Corporate Regulatory Authority ("**ACRA**") for the same Extensions.

As announced by the Company on 1 March 2018, the Company made the application based on the following reasons:

- i) The Company has been working toward meeting the deadlines for the FY2017 Results and AGM for FY2017. However, the Company has experienced high staff turnover in the finance team of the Group in FY2017. The disruption of the staff movement has an impact on the accuracy of the financial data entry which causes delay of finalising its unaudited financial results for FY2017;
- ii) As announced on 28 November 2017, a creditor to the Scheme of Arrangement proposed by a wholly owned subsidiary of the Company, EMS Energy Solutions Pte Ltd ("**EES**") ("**EES Scheme**"), has indicated that it wishes to contest the application and the hearing of the High Court of the application for sanction of the EES Scheme was adjourned to 12 February 2018. However, the hearing was subsequently adjourned to 22 February 2018, and further extended to 27 February 2018 for judgement to be delivered. On 27 February

2018, the High Court requested for more disclosure on the inter-company position between EES and a related company, Koastal Industries Pte Ltd and that the creditors should have a chance to reconsider their votes in light of the clarified position. Further hearing date has been set on 5 March 2018 to address the most cost-effective way to canvass the creditors' views. Without the EES Scheme, EES would not be in a position to fulfill all its debts and liabilities, and accordingly, would not be able to prepare its financial statements for FY2017 on a going-concern basis. In the event EES Scheme is not approved for whatsoever reasons, the Company would need to consolidate the financial statements of EES for FY2017 on a liquidation basis. Consequently, the Company would require additional time to value EES's assets and liabilities during the preparation of its consolidated FY2017 Results; and

- iii) The Company's external auditors, BDO LLP, requires more time to perform and complete the audit for the financial results for FY2017, as the carrying amount of certain assets and liabilities of the Group will be potentially affected by the outcome of the Court's sanction of the EES Scheme.

The Company also wishes to inform that the Company will be submitting written confirmations to SGX-ST to (i) confirm that it is not aware of any other information (including but not limited to financial information) with respect to the Group that may have a material bearing on investors' decision which was not formally disclosed to the investors, and (ii) the extension of time does not contravene any laws and regulations governing the Company and the constitution of the Company.

The Company had on 1 March 2018 applied to ACRA for the extension of 2 months till 30 June 2018 to hold its AGM and to lay its FY2017 financial statements at the said AGM. The Company will make further announcements to update its shareholders on the outcome of the application with ACRA in due course.

By Order of the Board
EMS Energy Limited

Chew Kok Liang
Company Secretary
20 March 2018

*This announcement has been prepared by EMS Energy Limited (the "**Company**") and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.*

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

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