



## SINGAPORE eDEVELOPMENT LIMITED

(Incorporated in Singapore)  
(Company Registration No. 200916763W)

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### NOTICE OF EXPIRY OF BONUS WARRANTS AND PIGGYBACK WARRANTS

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Where capitalized terms are used in this announcement and not otherwise defined, such capitalized terms shall bear the same meanings as ascribed to them in:

- (a) the Company's announcement dated 30 September 2016 (the "**Adjustment Announcement**"), the Company's circular to shareholders dated 28 October 2013 (the "**Warrants Circular**") and the offer information statement dated 27 December 2013 (the "**Warrants OIS**") in relation to the Bonus Warrants and Piggyback Warrants Issue; and
- (b) the Company's announcements dated 27 June 2016, 5 August 2016, 2 September 2016, 15 September 2016, 19 September 2016, 28 September 2016, 30 September 2016 and 4 November 2016 (the "**Announcements**"), the Company's circular to shareholders dated 31 August 2016 (the "**Rights cum Warrants Issue Circular**") and the offer information statement dated 27 September 2016 (the "**Rights cum Warrants Issue OIS**"), in relation to the Rights cum Warrants Issue.

**TO: ALL HOLDERS OF BONUS WARRANTS AND PIGGYBACK WARRANTS TO SUBSCRIBE FOR NEW SHARES IN THE COMPANY**

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Holders of the Company's Bonus Warrants ("**Bonus Warrantholders**") and holders of the Company's Piggyback Warrants ("**Piggyback Warrantholders**") who have sold their Bonus Warrants and Piggyback Warrants respectively should immediately upon receipt of a copy of this notice, sent it to the purchaser or the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this Notice, the term "Bonus Warrants" refers to all bonus warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 9 December 2013 and the term "Piggyback Warrants" refers to all piggyback warrants issued by the Company pursuant to the exercise of the Bonus Warrants, the terms of which are constituted in the deed poll also executed by the Company on 9 December 2013.

**EXPIRY OF BONUS WARRANTS AND PIGGYBACK WARRANTS ON 30 DECEMBER 2016 AT 5.00 P.M.**

Bonus Warrantholders and Piggyback Warrantholders are reminded that in accordance with the terms and conditions of the Bonus Warrants and Piggyback Warrants respectively, the rights to subscribe for new ordinary shares in the capital of the Company (the "**New Shares**") comprised in the Bonus Warrants and Piggyback Warrants will expire on **30 December 2016 at 5.00 p.m. after which time, any subscription rights comprised in the Bonus Warrants and Piggyback Warrants which have**

**not been exercised will lapse and the Bonus Warrants and Piggyback Warrants will cease to be valid for any purpose whatsoever.**

In addition, Bonus Warrantholders are reminded that when a Bonus Warrantholder exercises Bonus Warrants in accordance with the terms and conditions of the Warrants, the Company shall further despatch within five (5) Business Days, to such Bonus Warrantholder a certificate in respect of the relevant number of Piggyback Warrants (the **"Piggyback Warrant Certificate"**) arising from the exercise of such Bonus Warrants. Hence, Bonus Warrantholders should exercise their Bonus Warrants in a timely manner in view of the above if they wish to ensure that they may be in receipt of the Piggyback Warrant Certificate and the relevant exercise notice to exercise the relevant Piggyback Warrants prior to the expiry of the Piggyback Warrants on 30 December 2016 at 5.00 p.m..

#### **EXERCISE PRICE**

The exercise price of the Bonus Warrants is S\$0.20 for each New Share.

The exercise price of the Piggyback Warrants is S\$0.30 for each New Share.

#### **PROCEDURE FOR EXERCISE OF BONUS WARRANTS AND PIGGYBACK WARRANTS**

Bonus Warrantholders and Piggyback Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Bonus Warrants and Piggyback Warrants respectively. In order to exercise the Bonus Warrants or Piggyback Warrants, a Bonus Warrantholder or a Piggyback Warrantholder must complete and sign the exercise notice relating to the Bonus Warrants and Piggyback Warrants (as the case may be) in the prescribed form (the **"Exercise Notice"**).

The completed Exercise Notice must be delivered to the Warrant Agent not later than 5.00 p.m. on 30 December 2016 together with the following:

1. (a) where the Bonus Warrants and Piggyback Warrants are not registered in the name of The Central Depository (Pte) Limited (**"CDP"**), the Bonus Warrantholder and the Piggyback Warrantholder must produce the relevant Bonus Warrant Certificate or Piggyback Warrant Certificate (as the case may be); or  
  
(b) where the Bonus Warrants and Piggyback Warrants are registered in the name of CDP, Bonus Warrantholders and Piggyback Warrantholders should note that the exercise of their Bonus Warrants and Piggyback Warrants (as the case may be) is conditional upon, *inter alia*, the number of Bonus Warrants and Piggyback Warrants (as the case may be) so exercised being credited to the "Free Balance" of their securities accounts with CDP.
2. such evidence (if any, including evidence of nationality) as the Warrant Agent may require to determine the due execution of the Exercise Notice by or on behalf of the exercising Bonus Warrantholder and Piggyback Warrantholder (including any joint Bonus Warrantholder and Piggyback Warrantholder (as the case may be), if any);
3. payment of any deposit or other fees for the time being chargeable by and payable to CDP (if any) or any stamp issue, registration or other similar taxes or duties arising on the exercise of the relevant Bonus Warrants and Piggyback Warrants (as the case may be) as the Warrant Agent may require;
4. if applicable, payment of any fees for certificates of the New Shares to be issued and the expenses of, and submit any necessary document required in order to effect the delivery of, certificates for the New Shares, upon exercise of the relevant Bonus Warrants and Piggyback Warrants (as the case may be) to the place specified by the exercising Bonus Warrantholder and Piggyback Warrantholder (as the case may be) in the Exercise Notice; and
5. a remittance (in Singapore currency) by **banker's draft or by cashier's order** drawn on a bank operating in Singapore, made payable to **"SINGAPORE EDEVELOPMENT LIMITED"**, for the full amount (free of any foreign exchange commissions, remittance charges or other deductions) equal to the aggregate exercise price of the New Shares payable in respect of the Bonus Warrants and Piggyback Warrants (as the case may be) exercised. The name of the exercising Bonus

Warranthead and the Piggyback Warranthead (as the case may be), the number of Bonus Warrants and Piggyback Warrants (as the case may be) being exercised and where the relevant Bonus Warrant Certificate and Piggyback Warrant Certificate (as the case may be) is registered in the name of a person other than the CDP, the certificate number of the relevant Bonus Warrant Certificate and Piggyback Warrant Certificate (as the case may be), or where the relevant Bonus Warrant Certificate and Piggyback Warrant Certificate (as the case may be) is registered with CDP, the securities account number of the exercising Bonus Warranthead and the Piggyback Warranthead (as the case may be) from which the number of Bonus Warrants and Piggyback Warrants (as the case may be) being exercised is to be debited, should be clearly written on the reverse side of the banker's draft or cashier's order.

If the Bonus Warranthead and the Piggyback Warranthead are not in Singapore, the person exercising the Bonus Warrants and Piggyback Warrants (as the case may be) on behalf of such Bonus Warrantheads and the Piggyback Warrantheads (as the case may be) must produce to the Warrant Agent, a Power of Attorney from such Bonus Warrantheads and the Piggyback Warrantheads (as the case may be) authorising the due execution of the Exercise Notice by or on behalf of such Bonus Warrantheads and the Piggyback Warrantheads (as the case may be) (including every joint Bonus Warrantheads and the Piggyback Warrantheads (as the case may be), if any).

Any New Shares arising from such exercise of the Bonus Warrants and Piggyback Warrants shall rank *pari passu* in all respects with the then existing Shares of the Company save for dividends, rights, allotments and other distribution that may be declared or paid, the record date for which is on or before the relevant exercise date of the Bonus Warrants and Piggyback Warrants (as the case may be). Record date in this context means, in relation to any dividends, rights, allotments or other distributions, the date at the close of business (or such other times as may have been notified by the Company) on which members must be registered in order to participate in such dividends, rights, allotments or other distributions.

**Bonus Warrant Certificates and Piggyback Warrant Certificates registered in the name of a person other than the CDP shall no longer be acceptable for deposit with CDP for registration purpose, after 30 December 2016.**

Where the Bonus Warrants and Piggyback Warrants are not registered in the name of CDP, purchasers of the Bonus Warrants and Piggyback Warrants (as the case may be) who have not been registered as holders of the Bonus Warrants and Piggyback Warrants (as the case may be) and who wish to exercise the Bonus Warrants and Piggyback Warrants (as the case may be) must lodge with the Warrant Agent the relevant Bonus Warrant Certificate and Piggyback Warrant Certificate (as the case may be), the relevant transfer(s) duly executed, the registration fee, the duly completed and signed Exercise Notice and other relevant documents together with the requisite payment for the aggregate exercise price of the New Shares in respect of the Bonus Warrants and Piggyback Warrants (as the case may be) exercised in the manner above before **5.00 p.m. on 30 December 2016**.

#### **LAST DAY FOR TRADING IN BONUS WARRANTS**

The last day for trading in the Bonus Warrants on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") will be 30 December 2016, and trading will cease with effect from 9.00 a.m. on 22 December 2016. The Bonus Warrants will then be de-listed from the Official List of the SGX-ST from 9.00 a.m. on 3 January 2017.

**AFTER THE CLOSE OF BUSINESS ON 30 DECEMBER 2016 AT 5.00 P.M., ANY SUBSCRIPTION RIGHTS UNDER THE BONUS WARRANTS AND PIGGYBACK WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY BONUS WARRANT AND PIGGYBACK WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.**

Copies of the Exercise Notice are obtainable from the Warrant Agent, Boardroom Corporate & Advisory Services Pte. Ltd. The address, telephone numbers and business hours of the Warrant Agent are as follows:

Boardroom Corporate & Advisory Services Pte. Ltd.  
50 Raffles Place  
#32-01 Singapore Land Tower  
Singapore 048623  
Telephone Nos.: (65) 6536 5355  
Business Hours: Mondays to Fridays  
8.30a.m. to 5.30 p.m.  
(Closed on Saturdays, Sundays and Public Holidays)

BY ORDER OF THE BOARD

Chan Heng Fai  
Executive Director and Chief Executive Officer

30 November 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor Hong Leong Finance 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 SGX-ST. The Sponsor and the SGX-ST assume 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 Mr Tang Yeng Yuen, Vice President, Head of Corporate Finance, Hong Leong Finance Limited, at 16 Raffles Quay, #40-01A Hong Leong Building, Singapore 048581, telephone: +65 6415-9886.*