



FRASERS CENTREPOINT LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 196300440G)

**ANNOUNCEMENT PURSUANT TO RULE 704(17)(c) AND RULE 704(17)(d) OF THE LISTING MANUAL
OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED**

Pursuant to Rule 704(17)(c) and Rule 704(17)(d) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Board of Directors of Frasers Centrepoint Limited (the “**Company**”) wishes to announce that the Company has today acquired 100% of the issued and paid-up share capital of SQ International (Australia) Pte. Ltd., a newly-incorporated company in Singapore, from SQ International Pte Ltd (the “**Vendor**”) (the “**Acquisition**”). SQ International (Australia) Pte. Ltd. is the legal and beneficial owner of 25 issued and paid-up ordinary shares in Frasers (Australia) Pte. Ltd. (“**FAPL**”) and 75 issued and paid-up preference shares in FAPL, with the remaining 75 issued and paid-up ordinary shares in FAPL and 125 issued and paid-up preference shares in FAPL held by the Company. Following completion of the Acquisition today, SQ International (Australia) Pte. Ltd. has become a wholly-owned subsidiary of the Company and the Company’s shareholding interest in FAPL has increased to 100%. The joint venture between the Company and the Vendor in relation to FAPL has also terminated.

The consideration for the Acquisition is S\$1, and was arrived at on a willing-buyer, willing-seller basis, taking into account (a) the net tangible asset value of SQ International (Australia) Pte. Ltd. of S\$2 as at 18 December 2015 based on the unaudited accounts of SQ International (Australia) Pte Ltd.; and (b) the assignment by the Vendor to the Company of the shareholder’s loan of S\$69.4 million owing from SQ International (Australia) Pte. Ltd. to the Vendor, the consideration of which comprises (i) the payment by the Company to the Vendor of A\$26.5 million; and (ii) in respect of the balance, the acceptance by the Company of the novation to the Company of the outstanding loan and interest aggregating to approximately S\$78.3 million owing by the Vendor to FCL Clover Pte. Ltd., a wholly-owned subsidiary of the Company. The aforesaid payments were made in cash and funded from internal resources of the Company.

The Acquisition is not expected to have a material effect on the net tangible assets per share or earnings per share of the Company and its subsidiaries for the current financial year.

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Acquisition.

Piya Treruagrachada
Company Secretary
21 December 2015

*The admission and listing of Frasers Centrepoint Limited on the Singapore Exchange Securities Trading Limited (the “**Listing**”) was sponsored by DBS Bank Ltd. as the Sole Issue Manager. DBS Bank Ltd., United Overseas Bank Limited and Morgan Stanley Asia (Singapore) Pte. were the Joint Financial Advisers for the Listing. DBS Bank Ltd., United Overseas Bank Limited and Morgan Stanley Asia (Singapore) Pte. assume no responsibility for the contents of this announcement.*