



Acma Ltd

(Formerly known as China Auto Corporation Ltd)  
Company Registration No. 196500233E  
(Incorporated in the Republic of Singapore)

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## NOTICE OF EXPIRY OF WARRANTS

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**TO: ALL HOLDERS OF THE ACMA LTD W160707 WARRANTS TO SUBSCRIBE FOR NEW ORDINARY SHARES IN ACMA LTD. (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 Acma Ltd W160707 Warrants ("Warrant holders") who have sold their W160707 Warrants should immediately upon receipt of a copy of this Notice, send 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 "Warrants" refer to all Acma Ltd W160707 Warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 8 July 2013 (the "Deed Poll").

**EXPIRY OF WARRANTS ON THURSDAY, 7 JULY 2016 AT 5.00 P.M.**

Warrant holders are reminded that in accordance with the terms and conditions of the Warrants, the rights to subscribe for new ordinary shares in the capital of the Company (the "New Shares") comprised in the Warrants **will expire at 5.00 p.m. on Thursday, 7 July 2016**, after which time, any subscription rights comprised in the Warrants which have not been exercised will lapse and the Warrants will cease to be valid for any purpose whatsoever.

### EXERCISE PRICE

With the completion of adjustment to warrants on 4 June 2015 announced to Warrant holders, the exercise price for each Warrant is adjusted to S\$3.50 for each New Share (the "Exercise Price").

### PROCEDURE TO EXERCISE YOUR WARRANTS

Warrant holders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Warrants. In order to exercise the Warrants, a Warrant holder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the "Exercise Notice").

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

Boardroom Corporate and Advisory Services Pte. Ltd.  
50 Raffles Place #32-01  
Singapore Land Tower  
Singapore 048623  
Telephone No. : (65) 6536 5355  
Fax No. : (65) 6438 8710

Business Hours: Monday to Friday  
8.30 a.m. to 5.30 p.m. (Closed on Saturdays, Sundays and Public Holidays)

Completed Exercise Notice must be delivered to the Warrant Agent **before 3.00 p.m. on any Business Day during the Exercise Period or not later than 5.00 p.m. on Thursday, 7 July 2016** together with the followings:-

- (1) lodgment of the relevant Warrant Certificate registered in the name of the exercising Warrant holder for exercise at the specific office of the Warrant Agent together with the Exercise Notice obtainable from the Warrant Agent, duly completed and signed by or on behalf of the exercising Warrant holder and duly stamped in accordance with any law for the time being in force relating to stamp duty, Provided that the Warrant Agent may dispense with the production of the relevant Warrant Certificate where such Warrant Certificate is registered in the name of the Depository.
- (2) the furnishing of 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 Warrant holder (including every joint Warrant holder, if any) or otherwise ensure the due exercise of the Warrants and such other evidence as the Company may require to verify due compliance for the purposes of administering and implementing the provisions set out in the Conditions of the issue of the Warrants (the "Conditions");

(3) the payment or satisfaction of the Exercised Price at the specified office of the Warrant Agent:

- (a) by way of a remittance in Singapore currency by banker's draft or cashier order drawn on a bank in Singapore, made payable to "Acma Ltd", for the full amount of the Exercised Price payable in respect of the Warrants exercised; or
- (b) by debiting the relevant Warrant holder's CPF Investment Account with the CPF Approved Bank as specified in the Exercised Notice, for the credit of the Company; or
- (c) partly in the form of remittance and/or partly by debiting such Warrant holder's CPF Investment Account with the CPF Approved Bank for the credit of the Company such that the aggregate amount of such remittance and/or the amount credited to the Company by the CPF Approved Bank is equal to the amount of the Exercised Price payable in respect of the Warrants exercised.

Provide always that:

- (a) all payments shall be made free of any foreign exchange commissions, remittance charges or other deductions and any Banker's Drafts or Cashier's Orders shall be endorsed on the reverse side with the number of Warrants exercised and (i) the name of the exercising Warrant holder and (ii) the certificate numbers of the relevant Warrant Certificates or, if the relevant Warrant Certificates are registered in the name of the Depository, the Securities Account(s) of the exercising Warrant holder which is to be debited with the Warrants being exercised; and
  - (b) in each case compliance must also be made with any exchange control or other statutory requirements for the time being applicable.
- (4) the payment of deposit or other fees for the time being chargeable by and payable to, the Depository (if any) or any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Warrants as the Warrant Agent may require;
- (5) if applicable, the payment of the expenses for, and the submission of any necessary documents required in order to effect, the registration of the new Shares in the name of the exercising Warrant holder or the Depository (as the case may be), and the delivery of the certificates for such new Shares, and any property or other securities to be delivered upon the exercise of the relevant Warrants to the place specified by the exercising Warrant holder in the Exercise Notice or to the Depository (as the case may be).

Any exercise by a Warrant holder in respect of Warrants registered in the name of the Depository shall be further conditional on:

- (i) the number of Warrants so exercised being available in the "Free Balance" of the Securities Account of the exercising Warrant holder with the Depository and remain so credited until the relevant Exercised Date; and
- (ii) the relevant Exercise Notice specifying that the new Shares arising on exercise of the Warrants are to be credited to the Securities Account of the exercising Warrant holder, or in the case where funds standing to the credit of a CPF Investment Account are to be used for the payment of the Exercised Price, are to be credited to the Securities Account of the nominee company of the CPF Approved Bank as specified in the Exercised Notice, failing which the Exercise Notice shall be void and all rights of the exercising Warrant holder and of any other person thereunder shall cease.

An Exercised Notice which does not comply with the conditions above shall be void for all purposes. Warrant holders whose Warrants are registered in the name of the Depository irrevocably authorize the Company and the Warrant Agent to obtain from the Depository and to rely upon such information and documents as the Company or the Warrant Agent deems necessary to satisfy itself that all the above-mentioned conditions have been fulfilled and such other information as the Company or the Warrant Agent may require in accordance with these Conditions and the Deed Poll and to take such steps as may be required by the Depository in connection with the operation of the Securities Account of any Warrant holder, Provided that the Company and the Warrant Agent shall not be liable in any way whatsoever for any loss or damage incurred or suffered by any Warrant holder as a result of or in connection with reliance by the Company, the Warrant Agent or any other persons upon the Depository Register or the records of and information supplied by or statements or certificates of the Depository.

Any new Shares issued and allotted from such exercise of the Warrants shall rank *pari passu* in all respects with the then existing Shares of the Company save for any dividends, rights, allotments and other distributions that may be declared or paid, the record date for which is on or before the relevant Exercise Date of the Warrants. 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 be notified by the Company) on which members must be registered in order to participate in such dividends, rights, allotments or other distributions.

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

**The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited (the "SGX-ST") will be 30 June 2016, and trading will cease with effect from 9.00 a.m. on 1 July 2016. The Warrants will then be de-listed from Official List of the SGX-ST from 9:00 a.m. on 8 July 2016.**

**AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON THURSDAY, 7 JULY 2016, ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.**

**By Order of the Board**

Quek Sim Pin  
Executive Chairman  
ACMA LTD.

3 June 2016