

INFINIO GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 199801660M)

PROPOSAL TO ISSUE 6,666,000 NEW ORDINARY SHARES IN THE CAPITAL OF INFINIO GROUP LIMITED (THE “COMPANY”) TO EXECUTIVE DIRECTORS OF THE COMPANY

The Company wishes to announce that it has entered into a letter of appointment with each of Mr. Lim Yeow Sun (“**Mr. Lim**”) and Mr. Wong Kuan Kit Keith (“**Mr. Wong**”) dated 13 March 2014 and 20 March 2014 respectively (the “**Letters of Appointment**”), pursuant to which Mr. Lim and Mr. Wong were appointed as Executive Directors of the Company.

Pursuant to the terms of the Letters of Appointment, Mr. Lim and Mr. Wong shall each be entitled to a remuneration comprising, *inter alia*, a sum of S\$100,000 for each year of employment to be satisfied by the allotment and issue of new ordinary shares in the capital of the Company (the “**Shares**”) which shall be paid in two tranches in accordance with the following terms:

- (i) subject to the satisfactory completion of each six month period of employment, the Executive Director shall be entitled to Shares of an aggregate amount of S\$50,000 (the “**Remuneration Shares**”) to be paid by way of allotment and issuance of fully paid Shares at an issue price based on the theoretical post consolidated volume weighted average price of the Shares as at the date of the Letter of Appointment;
- (ii) for subsequent six-month periods after the first two six-month periods of employment, the subsequent issue prices of the Shares to be allotted and issued to Mr. Lim and Mr. Wong will be reviewed and adjusted after each financial year based on the volume weighted average price of the Shares for the ten (10) business days up to and including 31 March of each such financial year; and
- (iii) in the event the Company is unable to issue the Remuneration Shares for any reason whatsoever, the Company reserves the right to make alternative arrangements for the settlement in cash or equivalent value in such manner not less beneficial to the Executive Director.

The Remuneration Shares comprise the following:

Name	No. of Remuneration Shares	% of Existing Issued Share Capital ⁽¹⁾	% of Enlarged Issued Share Capital ⁽²⁾
Wong Kuan Kit Keith	3,333,000	0.54%	0.53%
Lim Yeow Sun	3,333,000	0.54%	0.53%
Total	6,666,000	1.08%	1.07%

Notes:

- (1) The issued share capital of the Company as of the date of this announcement comprises 618,804,250 Shares.
- (2) Following the proposed issue of the Remuneration Shares, the enlarged issued share capital of the Company will comprise 625,470,250 Shares.

The Remuneration Shares will, upon allotment and issuance, rank *pari passu* in all respects with the then existing Shares of the Company for any dividends, rights, allotments or other distributions which are declared after the date of issue of the Remuneration Shares.

Further to the aforementioned Letters of Appointment, both Mr. Lim and Mr. Wong have on 25 August 2014 agreed to the issuance of the same number of shares at the prevailing market price. This is to reflect the market value of the shares issued and not to incur an inflated expense for the Company for the period in which Remuneration Shares are issued.

The Company will convene an Extraordinary General Meeting for the approval of issuance of the shares. Full details of the proposed allotment of shares will be provided in the Notice of EGM which will be issued in due course.

BY ORDER OF THE BOARD
INFINIO GROUP LIMITED

Wong Kuan Kit Keith
Executive Director
26 August 2014

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Stamford Corporate Services Pte. Ltd. ("**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not independently 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 correctness of any of the statements or opinions made or reports contained in this announcement.

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