

**3CENERGY LIMITED**  
(Company Registration No.: 197300314D)  
(Incorporated in Republic of Singapore)

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**THE PROPOSED ACQUISITION OF LIBERTY BRIDGE SDN BHD WHICH IS ALSO AN INTERESTED PERSON TRANSACTION (THE “PROPOSED ACQUISITION”)**

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*Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the meanings ascribed to them in the Company’s announcement dated 29 March 2016.*

**1. INTRODUCTION**

The board of directors (the “**Board**” or “**Directors**”) of 3Cnergy Limited (the “**Company**” and the Company together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 29 March 2016, 7 April 2016, 13 July 2016, 14 July 2016 and 5 August 2016, the Notice of Extraordinary General Meeting dated 28 June 2016, as well as the shareholders’ circular dated 28 June 2016 (“**Circular**”) despatched by the Company to the Shareholders in respect of, *inter alia*, the Proposed Acquisition.

**2. COMPLETION OF PROPOSED ACQUISITION**

The Board is pleased to announce that completion of the Proposed Acquisition (“**Completion**”) took place today.

Following Completion:

- (a) the Company has acquired the entire issued share capital of Liberty;
- (b) the Company has issued and allotted 955,223,880 Consideration Shares at the issue price of S\$0.067 per Share to the Vendors in satisfaction of the Acquisition Consideration; and
- (c) the total number of issued and paid-up Shares in the share capital of the Company has increased from 119,921,362 Shares to 1,075,145,242 Shares.

The Consideration Shares rank *pari passu* in all respects with the existing Shares of the Company as at the date of Completion, and are subject to a moratorium, the details of which are set out in Section 3 of the Circular entitled “Moratorium”.

**3. PROPOSED COMPLIANCE PLACEMENT**

Upon completion of the Proposed Acquisition, the Vendors and Phileo Capital own in aggregate approximately 94.93% of the share capital of the Company, while the public Shareholders hold approximately 4.68% of the share capital of the Company.

Due to the loss of the Minimum Free Float, the Company shall request for a suspension of trading of its Shares with immediate effect, until such time when the Minimum Free Float is restored.

The Company intends to undertake the Proposed Compliance Placement in due course to restore the Minimum Free Float, and shall endeavour to restore the Minimum Free Float within one (1) month.

The Company will make such announcement(s) as may be necessary and/or appropriate in relation to the Proposed Compliance Placement in due course.

**Shareholders should note that there is no certainty or assurance as at the date of this announcement that the Minimum Free Float will be restored, and the suspension of the trading of Shares be accordingly lifted. The Company will make further announcements to update Shareholders as and when appropriate.**

**Shareholders and potential investors should exercise caution when trading in the shares of the Company and in the event of any doubt as to the action they should take, Shareholders and potential investors should consult their financial, tax, legal and other professional advisers.**

**By Order of the Board**

Anne Tong Kooi Lian  
Managing Director and Chief Executive Officer  
11 August 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (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 the SGX-ST and the SGX-ST and Sponsor 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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