

DECLOUT LIMITED
(Incorporated in the Republic of Singapore on 21 August 2010)
(Company Registration No. 201017764W)

PROPOSED ACQUISITION OF NETIPAY PTE LTD – RECEIPT OF LISTING AND QUOTATION NOTICE

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Announcement (as defined herein).

1. INTRODUCTION

The board of directors (the “**Directors**” or the “**Board**”) of DeClout Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to its announcement dated 31 May 2014 (the “**Announcement**”) in relation to the proposed acquisition of the entire issued and paid-up share capital of Netipay Pte Ltd (“**Netipay**”) by the Company’s wholly-owned subsidiary, Corous360 Pte. Ltd., from JTech, Aai Sheau Yeah and Au Sai Chuen (the proposed “**Acquisition**”).

2. LISTING AND QUOTATION NOTICE

The Board wishes to announce that the Company has received the listing and quotation notice from the SGX-ST for the listing and quotation of 6,445,313 ordinary shares in the capital of the Company (“**DC Consideration Shares**”) on Catalist pursuant to the proposed Acquisition (the “**L&Q Notice**”), subject to compliance with the SGX-ST’s listing requirements.

The L&Q Notice is not to be taken as an indication of the merits of the DC Consideration Shares, the proposed Acquisition, the Company, its subsidiaries and their securities.

3. CAUTIONARY STATEMENT

Shareholders of the Company and potential investors should exercise caution when trading in the Shares of the Company in relation to this announcement as there is no certainty that the proposed Acquisition will be completed as it is subject to the fulfillment of terms and conditions set out in the Agreement. When in doubt as to the action they should take, shareholders and potential investors should consult their financial, tax or other advisers.

BY ORDER OF THE BOARD

DECLOUT LIMITED

Wong Kok Khun
Chairman and Group Chief Executive Officer
18 June 2014

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of 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 assumes 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 Ms Karen Soh, Managing Director, Corporate Finance, Canaccord Genuity Singapore Pte. Ltd. at 77 Robinson Road #21 - 02 Singapore 068896, telephone (65) 6854 - 6160.