

VOLUNTARY GENERAL OFFER

by

Deutsche Bank 

DEUTSCHE BANK AG, SINGAPORE BRANCH

for and on behalf of



HALCYON AGRI CORPORATION LIMITED
(Company Registration Number: 200504595D)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid up ordinary shares in the capital of

GMG GLOBAL LTD
(Company Registration Number: 199904244E)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror

LEVEL OF ACCEPTANCES AS AT 21 SEPTEMBER 2016

HALCYON AGRI CORPORATION LIMITED OWNS, CONTROLS OR HAS AGREED TO ACQUIRE 55.07% OF GMG GLOBAL LTD

1. INTRODUCTION

Deutsche Bank AG, Singapore Branch ("**Deutsche Bank**") refers to:

- (a) the announcement released on 23 August 2016 (the "**Formal Offer Announcement**"), for and on behalf of Halcyon Agri Corporation Limited (the "**Offeror**") in relation to the voluntary conditional general offer (the "**Offer**") for all the issued and paid up ordinary shares in the capital of GMG Global Ltd ("**GMG**"), other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror (the "**GMG Shares**");
- (b) the offer document dated 9 September 2016 (the "**Offer Document**") containing the terms and conditions of the Offer despatched to the holders of GMG Shares on 9 September 2016; and
- (c) the announcement released on 9 September 2016, for and on behalf of the Offeror, in relation to, *inter alia*, the Offer being declared unconditional in all respects and the extension of Closing Date.

All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the Offer Document.

2. LEVEL OF ACCEPTANCES OF THE OFFER AND AGGREGATE SHAREHOLDINGS

Pursuant to Rule 28.1 of the Code, Deutsche Bank wishes to announce, for and on behalf of the Offeror, that the number of GMG Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror as at 5.00 p.m. (Singapore time) on 21 September 2016 are as follows:

	Number of GMG Shares	Percentage of issued GMG Shares ¹ (%)
Valid acceptances of the Offer as at 5.00 p.m. (Singapore time) on 21 September 2016 received from:		
(a) GMG Shareholders (other than concert parties)	30,221,644	3.95
(b) parties acting in concert with the Offeror	391,619,837 ²	51.12
GMG Shares held by the Offeror and parties acting in concert with it before 28 March 2016, being the Pre-Conditional Offer Announcement Date by:		
(a) the Offeror	Nil	Nil
(b) parties acting in concert with the Offeror	68,600 ³	0.00
GMG Shares acquired or agreed to be acquired by the Offeror and parties acting in concert with it between the Pre-Conditional Offer Announcement Date and up to 5.00 p.m. (Singapore time) on 21 September 2016 (other than pursuant to valid acceptances of the Offer)	Nil	Nil

Accordingly, as at 5.00 p.m. (Singapore time) on 21 September 2016, the total number of (a) GMG Shares owned, controlled or agreed to be acquired by the Offeror; and (b) valid acceptances to the Offer, amount to an aggregate of 421,841,481 GMG Shares, representing approximately 55.07% of the total issued GMG Shares.

Upon the allotment and issue of Consideration Shares in respect of the above acceptances, and following the listing and quotation of such Consideration Shares on the Mainboard of the SGX-ST, the free float of HAC Shares is expected to be 10.35% of the total issued shares of the Offeror, and the free float requirement under Rule 723 of the Listing Manual will accordingly be met.

3. RESPONSIBILITY STATEMENT OF THE DIRECTORS

The directors of the Offeror (“**Directors**”) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Offer, the Offeror and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

¹ In this announcement, unless otherwise stated, all references to percentage shareholding of the issued share capital of GMG are based on the total number of issued GMG Shares as at 9 September 2016, being 766,019,636 GMG Shares (excluding 1,565,000 treasury shares).

² This includes (i) 391,593,237 GMG Shares tendered by SIO on 9 September 2016 in acceptance of the Offer pursuant to an irrevocable undertaking as set out in the Offer Document; and (ii) 26,600 GMG Shares tendered by an associate of Pascal Demierre, a director of the Offeror, in acceptance of the Offer.

³ Pascal Demierre, a director of the Offeror, has (direct and indirect) interest in these 68,600 GMG Shares.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

Issued by
Deutsche Bank AG, Singapore Branch

For and on behalf of
Halcyon Agri Corporation Limited

22 September 2016

Any enquiries relating to this announcement or the Offer should be directed during office hours to:

Deutsche Bank AG, Singapore Branch

Eugene Gong
Managing Director
Head of Mergers & Acquisitions,
South East Asia

Tel: +65 6423 5732

Ahmad Hilmy
Director
Corporate Finance,
South East Asia

Tel: +65 6423 5755

Lin Hanwei
Vice President
Corporate Finance,
South East Asia

Tel: +65 6423 5760