

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

**THE PROPOSED ISSUE OF 5.0% EQUITY LINKED REDEEMABLE STRUCTURED CONVERTIBLE NOTES DUE 2015
– ALLOTMENT AND ISSUE OF SHARES PURSUANT TO CONVERSION OF NOTES**

Capitalised terms used herein shall have the definitions ascribed to them in the circular to shareholders of the Company dated 3 September 2012, unless otherwise stated or the context otherwise requires

The Board of Directors of Infinio Group Limited (the “**Company**”) wishes to announce that Advance Opportunities Fund (“**AOF**”) has exercised its right to convert an additional aggregate principal amount of S\$400,000 in respect of the Sixth and Seventh Sub-Tranches of Tranche 3 Notes on 16 July 2015, at the Floating Conversion Price of S\$0.0016 for each Conversion Share.

The Floating Conversion Price of S\$0.0016 was determined by taking 80% of the average of three consecutive Closing Prices per Share as selected by AOF during the 30 Business Days immediately preceding the Conversion Date i.e. 16 July 2015, on which shares were traded on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). The three consecutive Closing Prices per Share selected are as follows:

	Share Price	Date
X	S\$0.002	2 July 2015
Y	S\$0.002	3 July 2015
Z	S\$0.002	6 July 2015

$$\begin{aligned} \text{Floating Conversion Price} &= \frac{(X + Y + Z)}{3} \times 0.80 \\ &= \text{S\$0.0016} \end{aligned}$$

The aggregate number of Conversion Shares to be allotted to AOF is 250,000,000 ordinary shares, and they are expected to be listed and quoted on the SGX-ST on or about 24 July 2015. With this issue, the total number of Issued Ordinary Shares of the Company is increased from 801,304,250 to 1,051,304,250.

The resultant change in shareholdings for AOF arising from this issue, from 2,065,141 shares (0.26%) to 252,065,141 (23.98%).

Effect of the Conversion Shares on shareholdings of Directors and Substantial Shareholders

Shareholdings	Before the Issue of Conversion Shares						After the Issue of Conversion Shares					
	Direct Interests	%	Deemed Interests	%	Total Interests	%	Direct Interests	%	Deemed Interests	%	Total Interests	%
Advance Opportunities Fund	2,065,141	0.26%	-	0.00%	2,065,141	0.26%	252,065,141	23.98%	-	0.00%	252,065,141	23.98%
Directors												
Lim Yeow Sun	1,200,000	0.15%	-	0.00%	1,200,000	0.15%	1,200,000	0.11%	-	0.00%	1,200,000	0.11%
Wong Kuan Kit Keith	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Hong Seong Soo	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Kun Swee Tiong Andy	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Choo Siew Lohk	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Substantial Shareholders												
Chew Hwa Seng	13,517,597	1.69%	137,758,000	17.19%	151,275,597	18.88%	13,517,597	1.29%	137,758,000	13.10%	151,275,597	14.39%
Doris Chung Gim Lian	137,758,000	17.19%	13,517,597	1.69%	151,275,597	18.88%	137,758,000	13.10%	13,517,597	1.29%	151,275,597	14.39%
KKI International Pte Ltd	120,000,000	14.98%	-	0.00%	120,000,000	14.98%	120,000,000	11.41%	-	0.00%	120,000,000	11.41%
Richard Pang Hin Whee	-	0.00%	120,000,000	14.98%	120,000,000	14.98%	-	0.00%	120,000,000	11.41%	120,000,000	11.41%
Liang Jen Nicholas Remigius Oei	50,520,000	6.30%	-	0.00%	50,520,000	6.30%	50,520,000	4.81%	-	0.00%	50,520,000	4.81%
Public Shareholders					476,243,512	59.43%					476,243,512	45.30%
TOTAL					801,304,250	100.00%					1,051,304,250	100.00%

Pursuant to the representations and warranties by AOF as described on page 12 of the circular dated 3 September 2012, AOF has represented and warranted to the Company that (a) it is subscribing the notes for investment purposes only and has no intention of influencing the management of, or exercising control over, the Company; and (b) it does not have any intention to exercise its rights upon being issued the Conversion Shares, to seek the nomination of any person to the Board (including, without limitation, the right to

requisition a general meeting of the Company for the purposes of appointing any person to, or seeking the removal or replacement of any person from, the Board), notwithstanding that it will hold more than 15% of the shares in the Company after the issuance of the Conversion Shares.”

Upon the completion of the aforesaid conversion, AOF has subscribed and converted the whole Sixth and Seventh Sub-Tranches of Tranche 3 Notes of an aggregate principal amount of S\$400,000.

Furthermore, Directors confirmed that the total number of Conversion Shares issued and allotted to date (including the current issue of 250m shares) pursuant to the terms and conditions for the equity linked redeemable structured convertible notes since 2012 is 2,089,272,368.

None of the Directors or substantial shareholders of the Company have any direct or indirect interest in the above issue.

**BY ORDER OF THE BOARD
INFINIO GROUP LIMITED**

Wong Kuan Kit Keith
Executive Director
22 July 2015

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Asian Corporate Advisors Pte. Ltd for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**Exchange**"). The Company's Sponsor has not independently verified the contents of this announcement including the correctness of any of the figures used, statements or opinions or adjustments for conversion (if any) made or to be made.*

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports or computations contained in this announcement.

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