

MTQ CORPORATION LIMITED
(Incorporated in Singapore)
(Company Registration No. 196900057Z)

**PROPOSED RENOUNCEABLE UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE
– RECEIPT OF APPROVAL IN-PRINCIPLE FROM THE SGX-ST**

The board of directors (the "**Board**") of MTQ Corporation Limited (the "**Company**") refers to the Company's announcement made on 30 January 2018 in relation to the Proposed Rights cum Warrants Issue (the "**Announcement**"). Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Announcement.

Further to the Announcement, the Board is pleased to announce that the Company has, on 5 March 2018, received the approval in-principle (the "**Approval In-Principle**") from the SGX-ST in relation to the listing and quotation of:

- (i) up to 61,805,259 Rights Shares;
- (ii) up to 15,451,313 Warrants; and
- (iii) up to 15,451,313 Warrant Shares,

subject to the following conditions:

- (a) compliance with the SGX-ST's listing requirements;
- (b) a written undertaking from the Company that it will comply with Rules 704(30), 815 and 1207(20) of the Listing Rules in relation to the use of the proceeds from the Proposed Rights cum Warrants Issue and from the exercise of the Warrants and where proceeds are to be used for working capital purposes, the Company will disclose a breakdown with specific details on the use of proceeds for working capital in the Company's announcements on use of proceeds and in the annual report; and
- (c) a written undertaking from the Company that it will comply with the confirmation given in Rule 877(10) of the Listing Rules with regards to the allotment of any excess Rights Shares;
- (d) a written confirmation from financial institution(s) as required under Listing Rule 877(9) that the shareholders who have given the Irrevocable Undertakings have sufficient financial resources to fulfil their obligations under its undertakings;
- (e) a written confirmation from the Company that there is a satisfactory spread of warrant holders to provide an orderly market for the Warrants in compliance with Listing Rule 826;
- (f) a written confirmation from the Company that the terms of the warrants issue do not permit revision of the exercise price/ratio in any form, other than in compliance with Listing Rule 829(1); and
- (g) a written undertaking from the Company that Listing Rules 818, 830 and 831 will be complied with.

The Company will submit the confirmations and undertakings set out in (b) to (g) above to the SGX-ST in due course.

The Approval In-Principle is not to be taken as an indication of the merits of the Proposed Rights cum Warrants Issue, the Rights Shares, the Warrants, the Warrant Shares, the Company and/or its subsidiaries.

Shareholders are reminded that the Proposed Rights cum Warrants Issue is conditional upon, *inter alia*, lodgement of the Offer Information Statement with the Monetary Authority of Singapore.

By Order of the Board

**Tan Lee Fang
Company Secretary**

Date: 5 March 2018