Development Limited

(Company Registration No. 200201764D)
(Incorporated in the Republic of Singapore)

RESPONSE TO SGX QUERIES REGARDING ANNOUNCEMENT DATED 31 JANUARY 2020

M Development Ltd ("**Company**") has on 6 February 2020 received a query from the Singapore Exchange Limited ("**SGX-ST**") in relation to the announcement dated 31 January 2020 on the entry by the Company into a sale and purchase agreement with Jovial Bridge Limited, Cypress Top Limited and Prime Kirin Limited for the acquisition of the entire issued and paid-up share capital of Antai Mining International ("**Announcement**"). The Board of Directors of the Company sets out its responses to the queries below.

Capitalised terms used herein, unless otherwise defined, shall have the definitions ascribed to them in the Announcement.

SGX-ST's Query 1

On 31 January 2020, the Company announced that it has on 31 January 2020 entered into a sale and purchase agreement with Jovial Bridge Limited, Cypress Top Limited and Prime Kirin Limited ("Vendors") for the acquisition of the entire issued and paid-up share capital of Antai Mining International ("Proposed Acquisition") and as the Company requires more time to finalise information relating to the Vendors, Antai Group and the Proposed Acquisition, the relevant information required under Rule 1015(1) will be announced by the Company in due course.

Please disclose when the Company will be announcing the relevant information required under Listing Rule 1015(1).

The Company's Response 1

The Company expects to release the detailed information required under Listing Rule 1015(1) by 11 February 2020 ("**Chapter 10 SPA Announcement**").

SGX-ST's Query 2

The Company also announced that "there is no certainty or assurance as at the date of this announcement that the Definitive SPA will be entered into or if the Proposed Acquisition will be undertaken at all."

Please explain why the sale and purchase agreement is not a definitive agreement. Please also provide details of the sale and purchase agreement that was entered in to with the Vendors.

The Company's Response 2

The Company wishes to clarify that the sale and purchase agreement is legally binding and definitive. Accordingly, the following statement in paragraph 5 of the Announcement should be deleted in its entirety:

"Shareholders and potential investors are advised to exercise caution in trading the shares in the Company as there is no certainty or assurance as at the date of this announcement that the Definitive SPA will be entered into or if the Proposed Acquisition will be undertaken at all."

The Company submits that the following 'Caution in trading' note will be included in the Chapter 10 SPA Announcement, to be released by 11 February 2020:

"Shareholders are advised that the Proposed Acquisition is subject to numerous conditions and further due diligence by the Vendors and the Company. As such, there is no assurance that the Proposed Acquisition will complete and that the shares of the Company will eventually resume trading on the SGX-ST. Shareholders are therefore asked to exercise caution when dealing in the shares of the Company and should consult their legal, financial, tax and other professional advisers if they have any doubt as to the action to take."

BY ORDER OF THE BOARD
M DEVELOPMENT LIMITED

Huang Wen-Lai
Executive Chairman and Director
7 February 2020