

SMARTFLEX HOLDINGS LTD.
(Company Registration No. 201003501R)
Incorporated in the Republic of Singapore

UPDATE ON APPLICATION TO THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") FOR A FURTHER EXTENSION OF TIME TO MEET THE REQUIREMENTS FOR A NEW LISTING UNDER RULE 1017(2) OF THE SGX-ST LISTING MANUAL SECTION B: RULES OF CATALIST

1. The Board of Directors (the "**Board**") of Smartflex Holdings Ltd. (the "**Company**") refers to the announcements released by the Company on 25 July 2017, 11 September 2017 and 19 January 2018 (the "**Announcements**"). Unless otherwise defined herein, all capitalised terms shall have the meanings ascribed to them in the Announcements.
2. As set out in the announcement dated 19 January 2018, the Company had submitted an application to the SGX-ST for a further extension of time to meet the requirements for a new listing under Rule 1017(2) of the Catalist Rules. The Company had sought the Further Extension to meet the requirements for a new listing, *inter alia*, for the following reasons:-
 - (a) the Company has already on 8 September 2017 signed the SPA, being a binding definitive agreement in respect of the Proposed Acquisition;
 - (b) the key professionals have already been appointed ("**Appointed Professionals**") by the Company in connection with the Proposed Acquisition;
 - (c) the Further Extension would allow the Appointed Professionals to undertake the necessary due diligence work;
 - (d) subject to the satisfactory completion of due diligence by the Appointed Professionals, the Board believes that the Target will meet the SGX-ST's requirements for a new listing; and
 - (e) the Proposed Acquisition is an opportunity for the Company to acquire a profitable business in the veterinary industry, thus enhancing shareholders' value.
3. The SGX-ST has advised on 23 January 2018 that it has no objection to granting the Company a 6-month Further Extension (till 19 July 2018) to meet the requirements for a new listing, subject to the following:
 - (a) the Company making an announcement of the Further Extension granted and disclosing the reasons for seeking the Further Extension;
 - (b) the Company providing regular updates via SGXNET on its progress in meeting key milestones of the Proposed Acquisition to SGX-ST and investors;
 - (c) the Board providing an undertaking that the escrow monies be safeguarded until completion of the Proposed Acquisition. The escrow monies are to be distributed to shareholders should the Proposed Acquisition fail.

The Company will, as soon as practicable, submit the written confirmation described in Paragraph 3(c) above.

4. The SGX-ST further reserves the right to:
 - (a) suspend trading of securities should the Company fail to comply with Rule 1017(2) of the Catalist Rules; and
 - (b) amend or vary the above confirmation of the Further Extension as it deems fit as such confirmation is subject to changes in the SGX-ST's policies.
5. In the event the Company is unable to complete the Proposed Acquisition to acquire the business that meets the requirements for a new listing, the Company will be delisted and a cash exit offer would be made to shareholders.

Shareholders and potential investors are advised to exercise caution when trading in the Shares of the Company. The Proposed Acquisition is subject to numerous conditions precedent and further due diligence by the Company. There is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be entered into or completed, or that no changes will be made to the terms thereof. The Company will make the necessary announcements when there are further developments on the Proposed Acquisition, and other matters contemplated by this announcement.

Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

By Order of the Board

TAN TONG GUAN
EXECUTIVE CHAIRMAN
24 January 2018

This announcement and its contents have been reviewed by the Company's sponsor, RHT Capital Pte Ltd (the "**Sponsor**"), 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. The Sponsor and the SGXST assume 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 Mr Khong Choun Mun, Registered Professional, RHT Capital Pte Ltd, 9 Raffles Place, #29-01, Republic Plaza Tower 1, Singapore 048619, telephone (65) 6381 6757.