
GRANT OF WAIVERS FROM RULES 705(1), 707(1) and 705(2) OF THE LISTING MANUAL

Unless otherwise defined herein, all capitalised terms used herein shall have the same meanings ascribed to them in the Company's announcements on 25 February 2015, 30 June 2015, 19 May 2016 and 30 September 2016.

1. The Board of the Company refers to the Company's announcements on 9 February 2015 and 25 February 2015 relating to the Suspension of Ms. Jismyl Teo and Mr. Skip Tang in connection with the HK Investigations, and the Company's announcement on 19 May 2016 (the "**May 2016 Announcement**") relating to the grant of waivers sought by the Company from Rules 705(1), 707(1) and 705(2) of the Listing Manual.

A. GRANT OF WAIVERS FROM RULES 705(1), 707(1) AND 705(2) OF THE LISTING MANUAL

2. As stated in the May 2016 Announcement, the Company had sought and had previously been granted the following waivers:
 - (a) under Rule 705(1) of the Listing Manual to announce the FY2014 Financial Statements by 30 September 2016; ("**Further Extended FY2014 Financial Statements Deadline**")
 - (b) under Rule 707(1) of the Listing Manual to hold the FY2014 AGM by 30 November 2016;
 - (c) under Rule 705(2) of the Listing Manual to announce the 1Q15 Financial Statements, the 2Q15 Financial Statements and the 3Q15 Financial Statements by 31 December 2016 ("**Further Extended FY2015 Quarterly Deadline**");
 - (d) under Rule 705(1) of the Listing Manual to announce the FY2015 Financial Statements by 31 December 2016 ("**Further Extended FY2015 Financial Statements Deadline**");
 - (e) under Rule 707(1) to hold the FY2015 AGM by 28 February 2017;
 - (f) under Rule 705(2) of the Listing Manual to announce the 1Q16 Financial Statements, the 2Q16 Financial Statements and the 3Q16 Financial Statements by 31 March 2017.
3. As stated in the Company's announcement dated 30 September 2016, the Company made an application to the SGX-ST to seek:
 - (a) a further six (6) months' extension under Rule 705(1), to announce the FY2014 Financial Statements by 31 March 2017;
 - (b) a further seven (7) months' extension under Rule 707(1), to hold the FY2014 AGM by 30 June 2017;
 - (c) a further three (3) months' extension under Rule 705(2), to announce the 1Q15 Financial Statements, the 2Q15 Financial Statements and the 3Q15 Financial Statements by 31 March 2017 ("**FY2015 Quarterly Extension**");

- (d) a further three (3) months' extension under Rule 705(1), to announce the FY2015 Financial Statements by 31 March 2017 ("**FY2015 Financial Statements Extension**");
- (e) a further four (4) months' extension under Rule 707(1), to hold the FY2015 AGM by 30 June 2017;
- (f) a one (1) month's extension effective 1 March 2017 under Rule 705(1), to announce the FY2016 Financial Statements by 31 March 2017; and
- (g) a two (2) months' extension under Rule 707(1), to hold the FY2016 AGM by 30 June 2017.

The rationale for this application is set out in paragraph 4 below.

Reasons for the Application

4. The Company made the application in paragraph 3 on the following grounds:
- (a) As stated in the Company's announcement on 2 October 2015, the Company had commenced the Expanded Investigations and engaged the Forensic Accountant as part of the expanded scope of the Initial Investigations. Due to the confidential and sensitive nature of the Expanded Investigations, the interim findings of the Expanded Investigations could not be finalised into a written form appropriate for review by the Company's external auditors.
 - (b) As announced in the May 2016 Announcement, due to the substantial costs of continuing the Expanded Investigations and the fees for completing the audit on the Company relating to the FY2014 Financial Statements (the "**FY2014 Audit**"), the board of directors had decided to suspend the Expanded Investigations and the FY2014 Audit until such time that the Company is able to meet the fees.
 - (c) The Company is currently exploring alternative options with PWC to undertake an extended scope audit in respect of the FY 2014 Financial Statements. To this end, the Company has received a proposal from PWC for the extended scope audit in respect of the FY 2014 Financial Statements, the FY2015 Financial Statements and the FY2016 Financial Statements (the "**Extended Scope Audits**").
 - (d) In order to raise the fees for the completion of the Extended Scope Audits and the Investigation Support, the Company is currently exploring potential ways to realise certain assets of the Company (the "**Proposed Disposal**"). If the Proposed Disposal takes place, it is envisaged that part of the proceeds raised from the Proposed Disposal will be used to fund the completion of the Investigation Support and the Extended Scope Audits.
 - (e) The Investigation Support and the Extended Scope Audits would have to be completed before the audited FY2014, FY2015 and FY2016 Financial Statements can be released. To reduce any potential discrepancies which would arise between the unaudited financial statements and the audited financial statements, the board of directors of the Company is of the view that it is prudent that PWC commences the Investigation Support and the Extended Scope Audits, and has an opportunity to review the FY2014 Financial Statements and propose any necessary adjustments to the FY2014 Financial Statements, before the FY2014 Financial Statements are finalised and announced. Consequently, the Company would be unable to meet the Further Extended FY2014 Financial Statements Deadline, and by consequence the

Further Extended FY2015 Quarterly Deadline, the Further Extended FY2015 Financial Statements Deadline, as well as the deadline under Rule 705(1) to announce the FY2016 Financial Statements, which follow thereafter.

- (f) As it is a requirement under Bermuda law that the audited FY2015 and FY2016 Financial Statements be laid at the FY2015 and FY2016 AGM respectively, the FY2015 and FY2016 AGM will also be affected by the delay in the finalisation of the FY2014 Financial Statements. The Company intends to hold one annual general meeting by 30 June 2017 upon the completion of the Investigation Support and the Extended Scope Audits to approve its audited FY2014, FY2015 and FY2016 Financial Statements and has hence requested for an extension of time for the holding of the FY2014, FY2015 and FY2016 AGM.
5. Having considered the reasons set out in paragraph 4 above, the Board wishes to announce that the SGX-ST had on 19 October 2016:
- (a) rejected the Company's application for:
- (i) the FY2015 Quarterly Extension; and
 - (ii) the FY2015 Financial Statements Extension, and
- (b) granted the Company:
- (i) up to 31 December 2016 to announce the FY2014 Financial Statements;
 - (ii) up to 30 June 2017 to hold the FY2014 AGM;
 - (iii) up to 30 June 2017 to hold the FY2015 AGM;
 - (iv) up to 31 March 2017 to announce the FY2016 Financial Statements; and
 - (v) up to 30 June 2017 to hold the FY2016 AGM,
- subject to the fulfilment of certain conditions as set out at paragraph 6 of this announcement (the "**Waivers**").

Conditions to the Waivers

6. The Waivers are subject to the following conditions:
- (a) the Company announcing the period of extension granted, the reasons for seeking the extension of time and the conditions as required under Listing Rule 107;
 - (b) submission of a written confirmation from the Company that the Waivers do not contravene any laws and regulations governing the Company;
 - (c) submission of a written confirmation from the Company that it is not aware of any information that will have a material bearing on investors' decision which has yet to be announced by the Company; and
 - (d) the Company convening the annual general meetings of the Company by 30 June 2017 subject to approvals of the same from the relevant regulatory authority in Bermuda (applicable for the extensions of time for the holding of the AGM).

7. The Company will explore the various options for the appropriate steps going forward, taking into account the Waivers granted by SGX-ST, and will keep shareholders informed on any material developments as and when appropriate.

Shareholders are advised to exercise caution when dealing in the securities of the Company and to refrain from taking any action in relation to their shares which may be prejudicial to their interests.

BY ORDER OF THE BOARD

Iwao Oishi
Executive Director, Vice Chairman, and Acting Chief Executive Officer
Date: 20 October 2016