



TERRATECH GROUP LIMITED

(Company Registration No: CT-276295)

(Incorporated in the Cayman Islands on 15 March 2013)

**EXTENSION OF THE BACK-STOP DATE OF THE SALE AND PURCHASE AGREEMENT
RELATING TO THE PROPOSED ACQUISITION BY TERRATECH GROUP LIMITED (THE
“COMPANY”) OF THE ENTIRE ISSUED AND PAID-UP CAPITAL OF CAPITAL CITY PROPERTY
SDN. BHD. – REVERSE TAKEOVER TRANSACTION**

All capitalised terms in this announcement (this “Announcement”) shall, unless otherwise defined herein, have the same meanings ascribed to them in the Company’s announcement dated 9 June 2016 (“Earlier Announcement”).

1. EXTENSION OF THE SPA BACK-STOP DATE

- 1.1. The board of directors (“**Board**”) of the Company refers to the Earlier Announcement and wishes to announce that the Company has on 8 December 2016 signed a letter of extension with the Vendors to amend the SPA to extend the back-stop date (“**Back-Stop Date**”) from 9 December 2016 to 9 June 2017 (the “**Extension**”).
- 1.2. The Extension is to allow more time for the fulfilment of certain conditions precedent pursuant to the SPA. All other terms of the SPA remain otherwise unchanged.

2. CAUTIONARY STATEMENT

- 2.1. The Board would like to advise Shareholders that, although the SPA has been entered into, and the Back-Stop Date extended as stated in this Announcement, the completion of the Proposed Acquisition is subject to conditions precedent being fulfilled and there is no certainty or assurance as at the date of this Announcement that the Proposed Acquisition will be completed or that no changes will be made to the terms thereof. Accordingly, Shareholders are advised to exercise caution in dealings with the Shares. Shareholders are advised to read the Earlier Announcement, this Announcement and any further update announcement(s) released by the Company in connection with the Proposed Acquisition carefully. Shareholders should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Dr Loh Chang Kaan
Chief Executive Officer and Executive Director

8 December 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “Sponsor”) for compliance with the Singapore Exchange Securities Trading Limited (the “SGX-ST”) Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Joseph Au, Senior Manager, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.