



AGM 2016: Starland Holdings Limited

25 October 2016

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Introduction to the Board & Management

Well-rounded Board with majority independent directors

Mr. Foong Daw Ching
Chairman, Independent Director

Senior Partner, Baker Tilly TFW LLP with over 35 years of audit experience
Chairman, Baker Tilly International Asia Pacific Region

Mr. Low Wai Cheong
Independent Director

Partner, Chris Chong & CT Ho Partnership
Specializes in Capital Markets, Corporate Finance & Securities

Mr. Roger Tan
Independent Director

CEO & Founder, Voyage Research
President, Small & Middle Capitalisation Companies Association

Ms. Peng Peck Yen
Executive Director

Financial Controller, GRP Limited

Mr. Kwan Chee Seng
Non-Executive Director

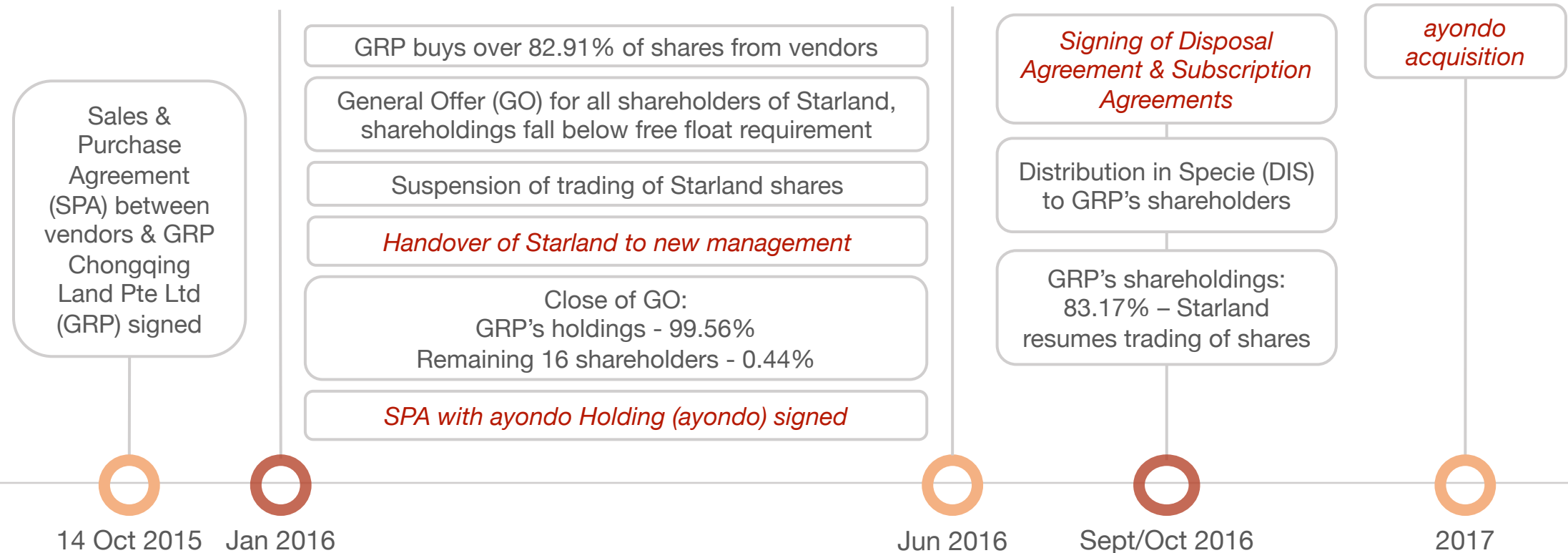
Executive Director, GRP Limited

Mr. Lincoln Kwok
Financial Controller

Former Financial Controller, SGX-Catalist company
Over 10 years of experience in audit & accountancy work

Starland at a turning point

Major events since October 2015



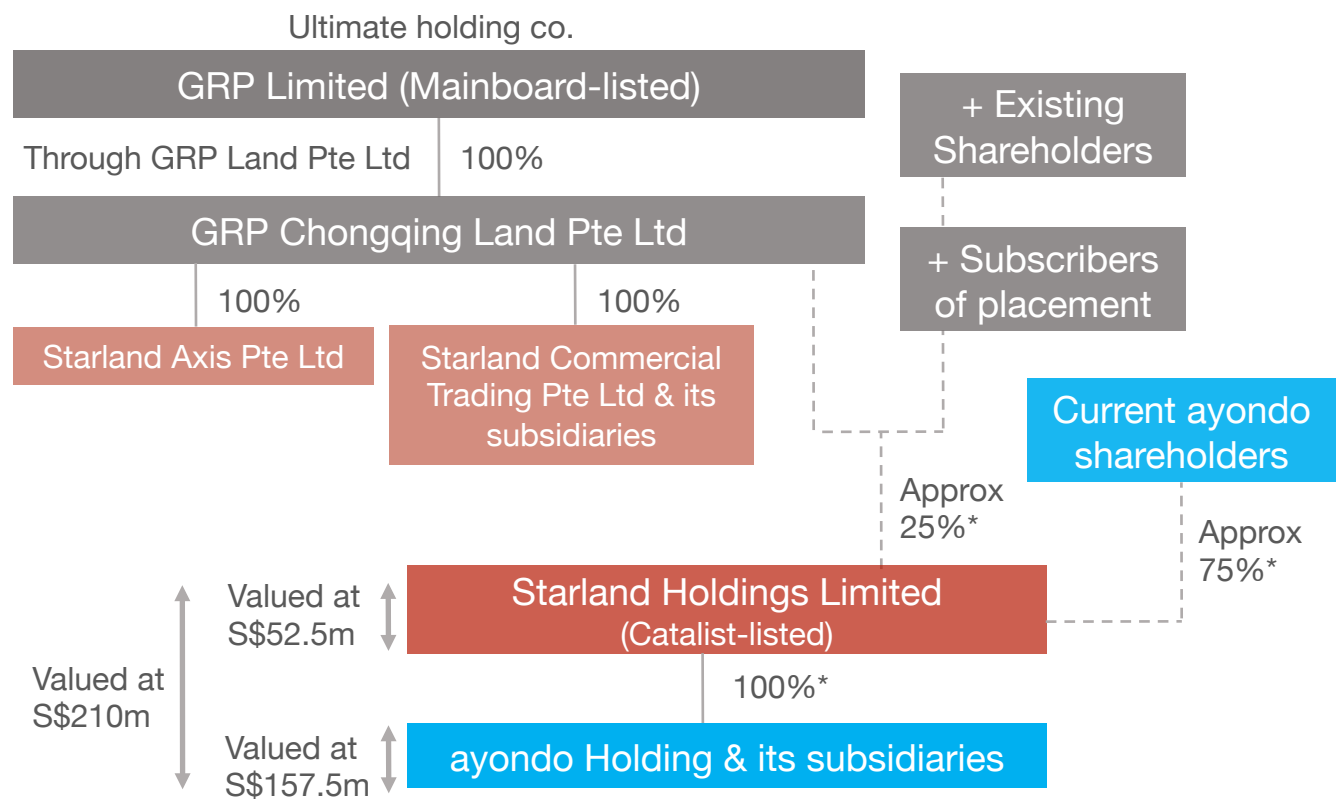
Sale & Purchase Agreement with ayondo

ayondo to list through an acquisition deal with Starland

Before ayondo acquisition



After ayondo acquisition



*Assuming all existing shareholders of ayondo accept the acquisition

Subscription Agreement: S\$19 million

Successfully raised for acquisition, with possibility of raising another S\$19m

Rationale:

- Placement fulfills a condition precedent for the Proposed Acquisition of ayondo (per SPA announced on 20 June 2016)

Summary:

- On 23 September 2016, Starland entered into an agreement with subscribers for the issue of 134,943,181 new ordinary shares at S\$0.1408 per share for a total consideration of S\$19 million
- Starland has also agreed to issue to the subscribers 101,225,359 share options, each share option conferring the holders the right to subscribe for 1 new ordinary share in the capital of Starland assuming all share options have been exercised at an exercise price of S\$0.1877, amounting to a further consideration of S\$19 million
- Funds raised upon the placement and exercise of options will be retained in Starland to fund the future growth of ayondo

Note: The placement is not conditional on the ayondo acquisition. For more details, please refer to Starland's announcement on 23 September 2016

Disposal Agreement with GRP Limited

Distribution of cash & cash equivalents to shareholders at time of acquisition

Rationale:

- Proposed Disposal, as defined below, is a condition precedent for the Proposed Acquisition of ayondo (per SPA announced on 20 June 2016)

Summary:

- On 23 September 2016, Starland entered into an agreement with GRP Limited for the proposed disposal (the “Proposed Disposal”) of the entire issued and paid up share capital of Starland’s wholly-owned subsidiaries, Starland Axis Pte Ltd and Starland Commercial Trading Pte Ltd
- Starland is to effect a distribution of all its cash and cash equivalents to shareholders on completion of Proposed Disposal, save for
 - a sum of S\$4 million
 - any proceeds arising from the placement of 134,943,181 of Starland’s shares (the “Placement Shares”) at the issue price per share of S\$0.1408
 - any proceeds arising from the exercise of options granted to the subscribers of the Placement Shares

Note: Completion of Proposed Disposal will only take place after fulfilment of conditions precedent provided in the Disposal Agreement. For more details, please refer to Starland’s announcement on 23 September 2016

Potential Acquisition Target: ayondo

Potentially the first fin-tech company to list in Singapore



Website: www.ayondo.com

- Business: **Social Trading & Contract for Differences**
- **Licensed & regulated by FCA UK and BaFin Germany**

- Start up by former investment bankers

Robert Lempka
Co-founder, CEO

- CEO, ABN AMRO marketindex
- MD, Fixed Income Trading, Dresdner Kleinwort, Frankfurt
- ED, Fixed Income Trading, Goldman Sachs, London

Thomas Winkler
Co-founder, Chairman

- CEO, ABN AMRO Switzerland
- Global Head Private Investor Products, ABN AMRO, London
- Executive Director FICC, Goldman Sachs, London

- Formerly listed on Berne Stock Exchange under the name NextGFI (from March 2010 to May 2014)
- Offices in London, Frankfurt, Zurich and Singapore

Potential Acquisition Target: ayondo

“The world’s most intuitive access to reward on the financial markets” -ayondo

ayondo’s unique proposition: Controls entire value chain and multiple platforms
with 65,322,850 real money transactions made to date*

ayondo brand
Online&mobile

- Self Directed Trading (Brokerage) B2C (WeTrade)
- Social Trading B2C (WeTrade)
- Self Directed Trading (Brokerage) B2B (TradeHub)
- Social Trading B2B (TradeHub)

TradeHero brand
Mobile

- Education & Simplified Trading B2C (TradeHero)
- Education & Simplified Trading B2B (TradeHero)
- Service provider for gamified trading (BUX)

Potential Acquisition Target: ayondo

Potentially the first fin-tech company to list in Singapore

A small sample of ayondo's awards

In 2013 ayondo was listed in the top 50 technology companies worldwide in the area of financial technology ("FinTech 50"). ayondo was awarded International Financial Award Best Social Trading Platform 2015 and 2016, awarded 2nd place Broker of the Year 2016 and rated "very good" for Service and Trading Platform 2016.

Main Sponsor:
FSV Frankfurt 1899



Social Trading

“Put together your own dream team, copy their performance onto your own account”



ayondo's 25 second TV ad for social trading, UK

Link to clip:

<https://www.youtube.com/watch?v=4uhyQHtzcno>

Social Trading

“Put together your own dream team, copy their performance onto your own account”



**Robert Lempka interview with
CNBC, 5 November 2015**

Link to clip:

<http://video.cnbc.com/gallery/?video=3000446063>

Thank you.

Contact Us:

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