

# VGO CORPORATION LIMITED

Incorporated in the Republic of Singapore  
Company Registration No. 199301388D

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## PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID UP SHARE CAPITAL OF SKY WIN MANAGEMENT CONSULTANCY PTE LTD

- **COMMENCEMENT OF CREDITOR OBJECTION PERIOD FOR THE PROPOSED CAPITAL REDUCTION**
  - **EFFECTIVE DATE OF THE PROPOSED LISTING TRANSFER**
  - **EFFECTIVE DATE OF THE TRADING SUSPENSION**
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*All capitalised terms used in this announcement shall, unless otherwise defined, have the same meanings ascribed to them in the circular to shareholders dated 29 December 2016 (“Circular”).*

### 1. **COMMENCEMENT OF CREDITOR OBJECTION PERIOD FOR THE PROPOSED CAPITAL REDUCTION**

The board of directors (the “**Board**” or the “**Directors**”) of VGO Corporation Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Circular in relation to the proposed acquisition of the entire issued and paid up share capital of Sky Win Management Consultancy Pte Ltd (the “**Proposed Acquisition**”).

As approved by the Shareholders by way of a special resolution at the extraordinary general meeting (“**EGM**”) of the Company held on 20 January 2017, the Company will be undertaking the Proposed Capital Reduction to reduce its share capital in accordance with section 78C of the Companies Act to write off part of the Accumulated Losses of the Company amounting to approximately S\$27,880,753.

The Proposed Capital Reduction is subject to, among other things, no application having been made for the cancellation of the Shareholders’ resolution approving the Proposed Capital Reduction by any creditor of the Company within the six (6) weeks commencing with the date on which the Proposed Capital Reduction was approved by the Shareholders (the “**Creditor Objection Period**”) or if such application was made, the withdrawal or dismissal thereof by the judicial authorities. Accordingly, the Board wishes to announce that the Creditor Objection Period has commenced on 20 January 2017.

Shareholders are advised to refer to the Circular for more details in relation to the Proposed Capital Reduction. The Company will make an immediate announcement on SGXNET to update Shareholders if any of the conditions for the Proposed Capital Reduction as set out in the Circular is not met.

### 2. **EFFECTIVE DATE OF THE PROPOSED LISTING TRANSFER**

As approved by Shareholders by way of a special resolution at the EGM, the Board wishes to announce that the effective date of the Proposed Listing Transfer will be 26 January 2017. The new stock code for the trading of the Shares on the Catalist will be announced in due course.

The Company has appointed UOB Kay Hian Private Limited (“**UOBKH**”) to act as its continuing sponsor. UOBKH’s appointment as continuing sponsor will take effect upon the effective date of the Proposed Listing Transfer.

### **3. EFFECTIVE DATE OF THE TRADING SUSPENSION**

The Board also wishes to inform the Shareholders that the trading of the Shares on SGX-ST will be suspended on 24 January 2017 to facilitate the issuance of Consideration Shares. The suspension will continue until the completion of the Proposed Compliance Placement.

### **4. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Acquisition, the Company and its subsidiaries, and the directors of the Company are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

### **5. CAUTION IN TRADING**

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company as the Proposed Acquisition is subject to certain conditions and there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed. The Company will make the necessary announcements when there are further developments on the Proposed Acquisition. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements by the Company carefully. In the event of any doubt, shareholders and potential investors should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

By Order of the Board

Lotus Isabella Lim Mei Hua  
Company Secretary  
20 January 2017