

3CENERGY LIMITED
(Company Registration No.: 197300314D)
(Incorporated in Republic of Singapore)

THE PROPOSED ACQUISITION OF LIBERTY BRIDGE SDN BHD WHICH IS ALSO AN INTERESTED PERSON TRANSACTION (THE “PROPOSED ACQUISITION”)

Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the meanings ascribed to them in the announcement of the Company dated 29 March 2016 (the “Launch Announcement”).

SIDE LETTER IN RESPECT OF THE PROPOSED ACQUISITION

1. The board of directors (the “**Board**” or “**Directors**”) of 3Cnergy Limited (the “**Company**” and the Company together with its subsidiaries, the “**Group**”) wishes to announce that the Company has today entered into a side letter (the “**Side Letter**”) with the Vendors in respect of the SPA to amend the definition of “*Closing Date*”.

The definition of “*Closing Date*” in the SPA previously read as follows:

“Closing Date” means a date falling no later than five (5) Market Days after the date of the general meeting of the Purchaser referred to in Clause 4.1.2”

Pursuant to the Side Letter, the definition above is amended with immediate effect as follows (“**Agreed Amendment**”):

“Closing Date” means a date falling five (5) Market Days after the fulfilment of the last of the conditions precedent in Clause 4.1 or such other date as mutually agreed between the Parties”

2. The rationale for the Agreed Amendment is that there has been a delay in the fulfilment of certain conditions precedent for completion of the Proposed Acquisition, including but not limited to consent to be obtained from Public Bank Berhad for *inter alia*, the Proposed Acquisition and the waiver of the fulfilment of certain requirements of the facilities granted to Liberty. The Company understands that the delay in obtaining the relevant consent from Public Bank Berhad is due to the Hari Raya Puasa festive season. For more details on the relevant conditions precedent, Shareholders may refer to paragraph 2.7.1 of the Launch Announcement.
3. Pursuant to the Agreed Amendment, completion of the Proposed Acquisition will take place on a date falling five (5) market days after the fulfilment of the last of the conditions precedent in the SPA, or such other date as mutually agreed between the parties to the SPA.
4. The Agreed Amendment does not affect the aggregate cash consideration payable to the Company under the SPA and does not affect any of the bases set out in the Proposed Acquisition Circular. The Agreed Amendment does not have any material impact on the Company.
5. The Company will make further announcement(s) as and when appropriate to update Shareholders on the progress of the Proposed Acquisition and the Proposed Compliance Placement. Shareholders and potential investors should exercise caution when trading in the shares of the Company and in the event of any doubt as to the action they should take, Shareholders should consult their financial, tax, legal and other professional advisers.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including those who may have delegated detailed supervision of the preparation of this announcement) 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 entry into the Side Letter, the Company and its subsidiaries, and the Directors 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 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.

DOCUMENTS FOR INSPECTION

The Side Letter is available for inspection at the Company's registered office at 3 Lorong 6 Toa Payoh #01-01, Singapore 319378 during normal business hours for a period of six (6) months from the date of the Proposed Acquisition Circular.

By Order of the Board

Anne Tong Kooi Lian
Managing Director and Chief Executive Officer
13 July 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (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 and the SGX-ST and Sponsor 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 Eric Wong (Director, Investment Banking), CIMB Bank Berhad, Singapore Branch, 50 Raffles Place #09-01 Singapore Land Tower, Singapore 048623, telephone (65) 6337 5115.