

AMPLEFIELD LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 198900188N)

THE PROPOSED CONSOLIDATION OF EVERY TEN (10) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY INTO ONE (1) ORDINARY SHARE (THE “PROPOSED SHARE CONSOLIDATION”)

1. INTRODUCTION

- 1.1. The board of Directors (the “**Board**”) of Amplefield Limited (the “**Company**”) wishes to announce that the Company is proposing to undertake a share consolidation exercise to consolidate every ten (10) existing ordinary shares (“**Shares**”) in the capital of the Company (including treasury shares) into one (1) ordinary share (“**Consolidated Share**”).
- 1.2. As a result of the Proposed Share Consolidation, each shareholder of the Company (“**Shareholder**”) will receive one (1) Consolidated Share for every ten (10) Shares held prior to the Proposed Share Consolidation as at the books closure date to be determined by the Directors in their absolute discretion as they deem fit (“**Books Closure Date**”), fractional entitlements to be disregarded.

2. RATIONALE OF THE PROPOSED SHARE CONSOLIDATION

- 2.1. The Company undertook a rights issue, on the basis of four rights Shares for every one (1) existing ordinary Share, which rights Shares were issued on 21 May 2014 and commenced trading on 22 May 2014 (“**Rights Issue**”). Since the Rights Issue, [the trading price for the Shares has not exceeded S\$0.01. [The Directors are of the view that the Proposed Share Consolidation will rationalise the share capital of the Company by reducing the number of Shares outstanding. Accordingly, the Proposed Share Consolidation may also serve to reduce the transaction costs for investors in their dealings in the Consolidated Shares. Furthermore, the Proposed Share Consolidation would facilitate the Company’s ability to satisfy the prospective continuing listing requirement to be imposed by Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for issuers listed on the SGX Mainboard to have a minimum trading price per share of S\$0.20.
- 2.2. Shareholders should note, however, that there is no assurance that the Proposed Share Consolidation will achieve the desired results, nor is there assurance that such results (if achieved) can be sustained in the longer term.

3. INFORMATION ON THE PROPOSED SHARE CONSOLIDATION

- 3.1. Under the Proposed Share Consolidation, every ten (10) Shares registered in the name, or standing to the credit of the securities account, of each Shareholder or Depositor (as the case may be) as at a Books Closure Date will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded. Each Consolidated Share will rank *pari passu* in all respects with each other. The Consolidated Shares will be traded in board lots of 1,000 Consolidated Shares.
- 3.2. Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holdings of the existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of a Consolidated Share arising from the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.
- 3.3. As at the date of this announcement, the Company has an issued share capital comprising a total of 3,458,811,630 Shares. Subject to Shareholders’ approval being obtained for the Proposed Share Consolidation, the Company will have an issued share capital comprising a total

of 345,881,163 Consolidated Shares.

- 3.4. The Proposed Share Consolidation will have no impact on the dollar value of the issued and paid-up share capital of the Company. The Proposed Share Consolidation will not involve the diminution of any liability in respect of unpaid capital or the payment to any Shareholder of any paid-up capital of the Company, and has no effect on the Shareholders' funds of the Group. Shareholders are not required to make any payment to the Company in respect of the Proposed Share Consolidation.
- 3.5. Subject to Shareholders' approval being obtained for the Proposed Share Consolidation at an extraordinary general meeting ("**EGM**"), Shareholders' holding of the Consolidated Shares arising from the Proposed Share Consolidation will be based on their holdings of Shares as at the Books Closure Date.
- 3.6. Shareholders who hold physical share certificates may wish to deposit the same with the Central Depository (Pte) Limited ("**CDP**") and have their Shares credited to their securities accounts with CDP before the announcement of the Books Closure Date, as CDP will only accept for deposit of new share certificates of Consolidated Shares after the Books Closure Date.

4. APPROVALS AND CONDITIONS

- 4.1 The Proposed Share Consolidation subject to, *inter alia*, approval from the SGX-ST and the Shareholders at the EGM to be convened and the determination of the Books Closure Date by the Directors in their absolute discretion as they deem fit in the interests of the Company and Shareholders.
- 4.2 An application will be made to the SGX-ST for the dealing in, listing of and quotation of the Consolidated Shares pursuant to the Proposed Share Consolidation on the mainboard of the SGX-ST.

5 DESPATCH OF CIRCULAR

Subject to the receipt of the approval in-principle from the SGX-ST, a circular containing, *inter alia*, further information on the Proposed Share Consolidation will be despatched to Shareholders in due course.

Meanwhile, shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities. When in doubt, shareholders and potential investors are advised to seek independent advice from their bankers, stockbrokers, solicitors or other professional advisers.

BY ORDER OF THE BOARD

Yap Weng Yau
CFO/Director
29 August 2014