SINGAPORE eDEVELOPMENT LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 200916763W)

UPDATE ON THE BLACK OAK PROJECT

---

1. INTRODUCTION

The Board of Directors (the "**Board**") of Singapore eDevelopment Limited (Stock Code: 40V) (the "**Company**" and, together with its subsidiaries, the "**Group**") wishes to announce that the Company has, through its 99.99%-owned subsidiary, 150 CCM Black Oak Ltd. (the "**Seller**"), entered into a purchase and sale agreement dated 2 July 2018 (the "**Original Agreement**") and an amended and restated purchase and sale agreement dated 12 October 2018 (the "**Amended and Restated Agreement**"), (the Original Agreement and the Amended and Restated Agreement shall collectively be referred to as the "**Agreements**") with Houston LD, LLC (the "**Buyer**") involving the purchase and sale of the Property (as described in section 2 of this announcement) (the "**Proposed Disposal**").

2. INFORMATION ON THE PROPERTY

The "**Property**" that is the subject of the Agreements refers to 124 Lots located in the Lakes at Black Oak Subdivision, Magnolia, Montgomery County, Texas which is a 162 acre land infrastructure development and subdivision project.

3. PURCHASE PRICE

The purchase price for the Property shall be US$6,175,000 (equivalent to approximately S$8,491,243) (the "**Purchase Price**").

The Purchase Price was arrived at on a willing-buyer-willing-seller basis, after taking into account the unaudited book value of the Property as at 30 September 2018 of approximately US$4,929,974 (equivalent to approximately S$6,779,207).

The Purchase Price shall, among other things, be payable as follows:

(a) The Seller and the Buyer acknowledge that the Buyer has already delivered US$250,000 (equivalent to approximately S$343,775) to an escrow agent as earnest money to be credited towards the Purchase Price at closing of the Proposed Disposal ("**Closing**").

(b) The remaining balance of the Purchase Price shall be paid in cash or its equivalent at Closing.

The Group shall also be entitled to a community enhancement fee of US$310,000 (equivalent to approximately S$426,281) under the Agreements.

4. CLOSING UNDER THE AGREEMENTS

Under the Agreements, Closing is subject to the fulfilment of certain conditions precedent. It is also contemplated under the Agreements that Closing shall occur:

(a) within 10 days after the expiration of a period of 60 days after execution of the Amended and Restated Agreement (the "**Pre-Closing Period**"). If necessary, the Pre-Closing Period may be extended one time by the Seller for an additional 30 days in order to fulfil its obligations stated in the Amended and Restated Agreement; or

(b) 10 days after the Buyer receives written confirmation and verification that the Seller's initial dedications have been made and accepted,

whichever is earlier, subject to the property being delivered in compliance with all terms of the Agreements and the satisfaction and fulfilment of all conditions precedent and obligations stated in the Agreements.

Following the execution of the Agreements, the Buyer has delivered an aggregate earnest money deposit of US$250,000 (equivalent to approximately S$343,775). If the Seller has performed all of the Seller's obligations and fulfilled the conditions under the Agreements and, if within five (5) days after the date specified for Closing, the Buyer fails to make payment as required under the Agreements, through no fault of the Seller, then the Seller may, as its sole and exclusive remedy, cancel and terminate the Agreements and keep the earnest money deposit paid by the Buyer as liquidated damages.

5. FINANCIAL INFORMATION ON THE PROPERTY

Book value

Based on the Seller's latest unaudited financial statements, the unaudited book value of the Property as at 30 September 2018 is approximately US$4,929,974 (equivalent to approximately S$6,779,207).

Valuation

No valuation was commissioned by the Company in respect of the Proposed Disposal.

6. CHAPTER 10 OF THE CATALIST RULES

As the Proposed Disposal is in the ordinary course of the Company's business, the Proposed Disposal is not a "transaction" under Rule 1002(1) of the Catalist Rules, and accordingly, not a "Non-Discloseable Transaction", "Discloseable Transaction" or "Major Transaction" as defined in Chapter 10 of the Catalist Rules.

7. PRO FORMA FINANCIAL EFFECTS OF THE PROPOSED DISPOSAL

The *pro forma* financial effects of the Proposed Disposal on the net tangible asset ("**NTA**") per share and the earnings per share of the Group have been prepared based on the audited consolidated financial statements of the Group for FY2017.

For the purpose of illustrating the financial effects of the Proposed Disposal, the *pro forma* financial effects have been prepared based on, among other things, the following assumptions:

(a) the financial effects on the NTA per share of the Group are computed assuming that the Proposed Disposal was completed on 31 December 2017;

(b) the financial effects on the earnings per share of the Group are computed assuming that the Proposed Disposal was completed on 1 January 2017;

(c) the community enhancement fee of US$310,000 (equivalent to approximately S$426,281) under the Agreements which the Group is entitled to is included for the purposes of calculating the *pro forma* financial effects of the Proposed Disposal; and

(d) the estimated cost and expenses in connection with the Proposed Disposal is US$606,792 (equivalent to approximately S$834,399).

Effects on NTA per share

	Before completion of the Proposed Disposal	**After completion of the Proposed Disposal**
NTA (S$'000)	43,278	44,582
Number of issued shares ('000)	1,101,457	1,101,457
NTA per share (S cents)	3.9	4.1

Effects on earnings per share

	Before completion of the Proposed Disposal	**After completion of the Proposed Disposal**
Loss from continuing operations attributable to owners of the Company (S$'000)	5,377	4,073
Weighted average number of issued shares ('000)	974,657	974,657
Loss per share (S cents)	0.6	0.4

The *pro forma* financial effects presented above are for illustrative purposes only and are not intended to reflect the actual future results and/or financial position of the Company and/or the Group upon completion of the Proposed Disposal. No representation is made as to the actual future results and/or financial position of the Company and/or the Group.

8. INTEREST OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Save as disclosed in this announcement, none of the Directors and substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Disposal, other than through their respective shareholdings (if any) in the Company.

9. DOCUMENTS FOR INSPECTION

Copies of the Original Agreement and the Amended and Restated Agreement are available for inspection at the registered office of the Company at 7 Temasek Boulevard #29-01B Suntec Tower One Singapore 038987, during normal business hours for three (3) months from the date of this announcement.

10. FURTHER ANNOUNCEMENTS

The Company will make subsequent announcements to update its shareholders when there are material updates as may be necessary or appropriate.

11. 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 Disposal, 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 the 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 the announcement in its proper form and context.

12. CAUTION IN TRADING

Shareholders and potential investors of the Company should note that the Proposed Disposal is subject to the fulfilment of certain conditions precedent.

Shareholders and potential investors of the Company are advised to exercise caution when dealing or trading in the shares of the Company. In particular, shareholders and potential investors of the Company should note that there is no certainty or assurance as at the date of this announcement that the Proposed Disposal will be completed. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of Company 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

Chan Heng Fai
Executive Chairman and Chief Executive Officer

19 October 2018

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor Hong Leong Finance Limited (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 SGX-ST. The Sponsor and the SGX-ST 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 Tang Yeng Yuen, Vice President, Head of Corporate Finance, Hong Leong Finance Limited, at 16 Raffles Quay, #01-05 Hong Leong Building, Singapore 048581, telephone (+65) 6415 9886.