



Memories Group Limited
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201201631D)

ALLOTMENT AND ISSUANCE OF FIRST TRANCHE OF CONSIDERATION SHARES

The Board of Directors (the “**Board**”) of Memories Group Limited (the “**Company**”) refers to its announcements dated 30 May 2018 and 1 June 2018 (collectively, the “**Announcements**”) in relation to the Company’s acquisition of Kayah Resort (“**Acquisition**”) and the proposed issuance of 7,781,280 new ordinary shares of the Company (“**Consideration Shares**”) at an issue price of S\$0.25 per share to U Kun Naung Myint Wai (“**UKNMW**”) as part of the purchase consideration for the Acquisition.

Where capitalised terms are used in this announcement and not otherwise defined, such capitalised terms shall bear the same meanings as ascribed to them in the Announcements.

Further to the Announcements, the Board wishes to announce that the first tranche of 3,890,640 Consideration Shares had been allotted and issued to UKNMW today. These Consideration Shares shall rank *pari passu* in all respects with the existing ordinary shares of the Company. They are expected to be listed and quoted on the Official List of the Singapore Exchange Securities Trading Limited on 11 June 2018 and trading of the first tranche of Consideration Shares is expected to commence with effect from 9.00 a.m. on the same date.

Following the allotment and issuance of these Consideration Shares, the current total number of issued and paid-up ordinary shares of the Company is 355,197,822.

The LQN granted by the SGX-ST is not an indication of the merits of the Acquisition, the Consideration Shares, the Company, its subsidiaries and their securities.

The Company will make further announcement(s) upon the allotment and issuance of the second tranche of the Consideration Shares.

By Order of the Board
Serge Pun
Executive Chairman
7 June 2018

*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s continuing sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”), for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, and E-mail: sponsorship@ppcf.com.sg).

Memories Group Limited
(Company Registration No. 201201631D)
78 Shenton Way #32-00 Singapore 079120
Tel: (65) 6223 2262 / Fax: (65) 6223 1990
www.memoriesgroup.com