



MERCURIUS CAPITAL INVESTMENT LIMITED

(Incorporated in Singapore)
(Company Registration No. 198200473E)

- I. **EXTENSION OF MATURITY DATE OF THE REDEEMABLE CONVERTIBLE LOAN ISSUED ON 17 MARCH 2017**
 - II. **CHANGES IN USE OF PROCEEDS FROM THE REDEEMABLE CONVERTIBLE LOAN**
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The board of directors (the “**Board**” or “**Directors**”) of Mercurius Capital Investment Limited (the “**Company**”) refers to the Company’s announcement dated 17 March 2017 (the “**Announcement**”) in relation to, *inter alia*, the provision of a redeemable convertible loan of an aggregate principal value of S\$1.0 million by Mr Hii Siew Chung and Ms Cheah Bee Lin (the “**Investors**”), convertible up to 10.8 million new ordinary shares in the issued and paid-up share capital of the Company (“**Convertible Loan**”).

Unless otherwise defined herein, all capitalised terms shall have the same meanings as ascribed to them in the Announcement.

1. Extension of maturity date of the Convertible Loan

Further to the Announcement, the Board wishes to announce that the Company and the Investors had, on 29 March 2018, entered into an agreement to extend the maturity date of the Convertible Loan from 17 March 2018 to 17 March 2019. All other terms in the Convertible Loan Agreement remained unchanged.

Following the extension of the maturity date, the aggregate interest due and payable to the Investors pursuant to the Convertible Loan Agreement will increase from S\$80,000 to S\$160,000. For the avoidance of doubt, the interest rate per annum for the Convertible Loan remained unchanged at 8% per annum. Pursuant to the Convertible Loan Agreement, in lieu of receiving payment of interest in cash, the Company may, at its sole and absolute discretion, satisfy such payment to the Investors by the allotment and issuance of such number of shares in the capital of the Company (“**Shares**”) as is equivalent to the amount of interest due to the Investors. As a result of the aforementioned increase in interest due and payable, the Company may allot and issue an additional 0.8 million Shares (“**Additional Shares**”) (on top of the 10.8 million Shares) to the Investors to satisfy the interest due to the Investors, at the same Conversion Price of S\$0.10 pursuant to the Convertible Loan Agreement.

The Additional Shares will be allotted and issued by the Company pursuant to the general share issue mandate granted by the shareholders of the Company at the annual general meeting of the Company held on 29 April 2017 (“**Share Issue Mandate**”). The total number of Shares that may be issued pursuant to the Share Issue Mandate is 1,104,008,940 Shares, of which the maximum number of Shares to be issued other than on a *pro rata* basis is 552,004,470. As of the date of this announcement, the Company had allotted and issued 10,000,000 new Shares pursuant to the Share Issue Mandate on 11 October 2017. Taking this into account, the allotment and issuance of the Additional Shares will fall within the limits of the Share Issue Mandate.

The Company will make an application to the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) through its sponsor, ZICO Capital Pte. Ltd., for the dealing in, listing of and quotation (“**LQN**”) for the Additional Shares to be issued on the Catalyst Board of the SGX-ST. The Company will make the necessary announcement upon receipt of the LQN from the SGX-ST.

2. Change in use of proceeds from the Convertible Loan

As set out in the Announcement, the net proceeds from the Convertible Loan (after deducting estimated expenses of approximately S\$15,000) of S\$985,000 (“**Net Proceeds**”) shall be used for (i) working capital (S\$635,000); and (ii) business growth and investment opportunities (S\$350,000) (“**Original Allocation**”). As at the date of this announcement, the Company had utilised S\$603,000 for working capital purposes, in accordance with the Original Allocation, leaving an unutilised balance of S\$382,000. Taking into consideration that (i) the Company has no immediate and definite plans to utilise the Net Proceeds for its new business in property development and investments (“**New Business**”), or for business growth and investment opportunities; and (ii) the Group has yet to generate any revenue from its New Business and requires funding for its operating expenses for the next 12 months, the Board is of the view that the Initial Allocation be amended such that the unutilised balance of S\$382,000 be used towards working capital purposes for the Group (“**Amended Allocation**”).

Subsequent to the Amended Allocation, the status of the use of the net proceeds received from the Convertible Loan as at the date of this announcement is as follows:

Use of Net Proceeds	Original Allocation (S\$'000)	Amended Allocation (S\$'000)	Amount utilised as at the date of this announcement (S\$'000)	Balance as at the date of this announcement (S\$'000)
Working capital*	635	985	603	382
Business growth and investment opportunities	350	-	-	-
Total	985	985	603	382

**Working capital included operating expenses such as professional fees, listing fees, staff cost and office expenses.*

The Company will make periodic announcements as and when the balance of the Net Proceeds is materially disbursed.

BY ORDER OF THE BOARD

CHANG WEI LU

Executive Chairman and Chief Executive Officer
29 March 2018

This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (“**Sponsor**”), for compliance with the Singapore

Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist. 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 assumes 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 Ms. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.