



RECEIPT OF APPROVAL IN-PRINCIPLE IN RESPECT OF THE LISTING & QUOTATION OF UP TO 19,829,729 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (“CONSIDERATION SHARES”) AT AN ISSUE PRICE OF US\$0.185 (THE “ISSUE PRICE”) PER CONSIDERATION SHARES TO OAKFAME INVESTMENT LIMITED (“OAKFAME”) PURSUANT TO THE PROPOSED ACQUISITION OF 15.28% OF STRAND HOTEL INTERNATIONAL LIMITED FROM OAKFAME AND ITS HOLDING COMPANY, SUN HUNG KAI & CO. LIMITED (COLLECTIVELY, THE “VENDORS”) (THE “PROPOSED ACQUISITION”)

The board of directors (the **%Board+**) of Memories Group Limited (the **%Company+** or together with its subsidiaries, the **%Group+**) refers to its announcement dated 26 April 2019 (the **%Previous Announcement+**) relating to the Proposed 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 Previous Announcement.

Further to the Previous Announcement, the Board is pleased to announce that the Company had received the listing and quotation notice (**%LQN+**) from the Singapore Exchange Securities Trading Limited (**%SGX-ST+**) in respect of the listing and quotation of the Consideration Shares, subject to the compliance with the SGX-ST’s listing requirements.

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

The Company will inform shareholders when there is material development in relation to the Proposed Acquisition and/or the allotment and issuance of the Consideration Shares.

By Order of the Board

Cyrus Pun
Chief Executive Officer
6 May 2019

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 SGX-ST Listing Manual Section B: Rules of Catalyst. The Sponsor has not independently 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).