



SHC CAPITAL ASIA LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration Number: 201201631D)

(I) MONTHLY VALUATION OF ASSETS AND UTILISATION OF CASH; AND

(II) QUARTERLY UPDATE OF MILESTONES IN OBTAINING A NEW BUSINESS

*Unless otherwise defined, all capitalised terms used herein shall bear the same meaning as ascribed to them in the circular of SHC Capital Asia Limited (the “**Company**”) dated 10 July 2014 in relation to, inter alia, the disposal of the entire issued and paid-up share capital of SHC Insurance Pte. Ltd..*

Pursuant to Rule 1017(1)(b) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), the board of directors (“**Board**” or the “**Directors**”) of the Company wishes to announce the following:

1. Monthly valuation of assets and utilisation of cash

- (i) The Company’s assets and liabilities as at 31 October 2016 were as follows:

	S\$’000
<u>Assets</u>	
Amount held in Escrow Account	29,512
Deposits placed as collateral for the SBLC/Demand Guarantee	1,300
Fixed deposits	6,067
Bank balances	536
Motor vehicle	334
Prepayments and other receivables	17
Total assets	<u>37,766</u>
Less:	
<u>Liabilities</u>	
Accruals for Directors’ fees and professional fees	<u>648</u>
Total liabilities	<u>648</u>
Net assets	<u>37,118</u>

(ii) The Company's utilisation of cash in the month of October 2016 was as follows:

	S\$'000
Opening cash and bank balances	37,563
Add:	
Interest received	7
Less:	
Interim management's remuneration ⁽¹⁾	(50)
Legal and professional fees	(98)
Administrative and other expenses	(7)
Closing cash and bank balances ⁽²⁾	<u>37,415</u>

Notes:

- (1) This remuneration represents the amount paid to the Company's interim CEO and interim Chief Financial Officer for the month of October 2016.
- (2) This includes approximately S\$29.5 million held in the Escrow Account and S\$1.3 million of deposits placed as collateral for the SBLC/Demand Guarantee.

All figures provided in this announcement have not been reviewed or audited by the Company's auditors.

2. Quarterly update of milestones in obtaining a new business

On 24 October 2016, the Company announced ("**RTO Announcement**") that it had on 24 October 2016 entered into a conditional sale and purchase agreement ("**SPA**") with Yoma Strategic Investments Ltd. ("**YSIL**"), First Myanmar Investment Company Limited ("**FMI**") and Exemplary Ventures Limited (collectively, "**Vendors**"), pursuant to which the Company shall acquire from the Vendors the entire issued and paid-up share capital ("**Sale Shares**") of a company to be incorporated by YSIL and/or FMI which will in turn acquire the certain tourism related businesses in Myanmar, for a consideration to be satisfied in full by the issuance and allotment of new ordinary shares in the capital of the Company ("**Proposed Acquisition**"). Please refer to the RTO Announcement for further details on the Proposed Acquisition.

The Board would like to advise Shareholders that, although the SPA has been entered into, completion of the Proposed Acquisition is subject to conditions precedents being fulfilled and there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed or that no changes will be made to the terms thereof.

Accordingly, Shareholders and investors are advised to exercise caution in dealings with the shares of the Company. Shareholders are advised to read the RTO Announcement and any further update announcement(s) released by the Company in connection with the Proposed Acquisition carefully. Shareholders and investors 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

Teo Yiam Beng Steven
Interim Chief Financial Officer
31 October 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the 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 Catalyst. 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, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.