

BLUMONT GROUP LTD.

(Company Registration No.: 199302554G)

(Incorporated in the Republic of Singapore)

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- (A) **RECEIPT OF IN-PRINCIPLE APPROVAL FROM THE SGX-ST FOR THE LISTING AND QUOTATION OF UP TO 23,011,537,185 NEW ORDINARY SHARES**
- (B) **WAIVER FROM COMPLYING WITH RULE 1014(2) OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ("SGX-ST") IN RELATION TO THE QUALIFIED PERSON'S REPORT**
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1. **RECEIPT OF IN-PRINCIPLE APPROVAL FROM THE SGX-ST FOR THE LISTING AND QUOTATION OF UP TO 23,011,537,185 NEW ORDINARY SHARES**

1.1 The board of directors (the "**Board**" or "**Directors**") of Blumont Group Ltd. (博诺有限公司) (the "**Company**") refers to the Company's announcement dated 8 April 2016 (the "**Settlement Announcement**") relating to, *inter alia*, the Company's entry into a settlement agreement dated 7 April 2016 with Wintercrest Advisors LLC. Unless otherwise defined, all capitalised terms used in this announcement have the same meanings as ascribed to them in the Settlement Announcement.

1.2 Further to the Settlement Announcement, the Board is pleased to announce that the Company has on 28 September 2016 received the in-principle approval of the SGX-ST for the listing and quotation of the 23,011,537,185 Conversion Shares on the Main Board of the SGX-ST, subject to the Company's compliance with the SGX-ST's listing requirements and shareholders' approval being obtained for the issuance of the Conversion Shares.

1.3 The in-principle approval of the SGX-ST is not to be taken as an indication of the merits of the Settlement Agreement, the Conversion Shares, the Company and/or its subsidiaries.

1.4 As mentioned in the Settlement Announcement, the Company will be convening an EGM to seek the approval of shareholders for (a) the allotment and issuance of the Conversion Shares to Wintercrest (b) the Whitewash Resolution, and (c) all other transactions under the Debt Restructuring. A circular (the "**Circular**") addressed to shareholders containing details of the foregoing and a notice of the EGM will be despatched to the shareholders in due course.

2. **WAIVER FROM COMPLYING WITH RULE 1014(2) OF THE LISTING MANUAL OF THE SGX-ST IN RELATION TO THE QUALIFIED PERSON'S REPORT**

2.1 The Board further refers to section 2 of the Settlement Announcement, which sets out details of the Debt Restructuring, including the proposed disposals of the Company's shares/interests (the "**Collateral Shares**") in: (a) Cokal Limited; (b) Azarga Uranium Corp; (c) Genesis Resources Limited; (d) Kidman Resources Limited; (e) Merlin Diamonds Limited; (f) Elysium Resources Limited; and (g) Celsius Coal Limited (collectively, the "**MOG Companies**") as part of the Settlement Agreement (the "**Proposed Disposals**").

2.2 The Board wishes to announce that the Company had sought a waiver (the "**Waiver**") from complying with Rule 1014(2) of the SGX-ST Listing Manual in relation to the inclusion of a qualified person's report in the Circular in respect of the Proposed Disposals, and the SGX-ST has today advised the Company that it has no objection to the Company's application for the Waiver.

- 2.3 Rule 1014(2) of the SGX-ST Listing Manual provide, *inter alia*, that where a "major transaction" relates to an acquisition or disposal of mineral, oil or gas asset of a mineral, oil or gas company, the circular to shareholders must contain (i) a qualified person's report that is prepared by an independent qualified person who meets the requirements in Rule 210(9)(b); and (ii) a statement that no material changes have occurred since the effective date of the qualified person's report.
- 2.4 The Company had sought the Waiver for the following reasons:
- (a) the Proposed Disposals do not produce any gain or loss as the Company and Wintercrest have fixed the outstanding amount owing and payable by the Company and the values of the shares to be disposed of at 31 December 2015;
 - (b) the shares proposed to be disposed of in settlement of the Company's debt to Wintercrest are all non-controlling stakes and do not contribute to the Company's revenue, and the Company does not own or control any tenements or mining operations through these shares. The Company is not involved in the management or operations of the MOG Companies nor does it exercise any control over their activities. In view of the foregoing, the Company cannot prepare a qualified person's report without the assistance and consent of the MOG Companies. As a minority shareholder, the Company cannot compel the MOG Companies to undertake the preparation of the reports;
 - (c) as a minority shareholder which is not directly conducting the MOG Companies' mining activities, the Company relies on public announcements made by these companies for updates on their respective exploration activities. Further, all the MOG Companies are listed on the Australian Securities Exchange ("**ASX**") or the Toronto Stock Exchange ("**TSX**"). The Company cannot compel the listed companies to selectively disclose market sensitive information to it that has not been announced to the ASX or the TSX (as the case may be). The MOG Companies are mainly in the exploration stage and may not have produced full qualified person reports or may have qualified person reports that do not meet the requirements of Rule 1014(2) of the SGX-ST Listing Manual. In any event, the shares of the MOG Companies are listed and quoted and a market price could be ascertained readily;
 - (d) as companies listed on the ASX or TSX (as the case may be), the MOG Companies are also subject to periodic and continuous disclosure requirements under their respective listing rules and applicable laws, including financial reports and activities statements. As such, the Company's shareholders may refer to these announcements for information and would not be unduly prejudiced by the Waiver being granted to the Company; and
 - (e) the Company had received a letter of waiver to comply with Rule 1207(21) of the SGX-ST Listing Manual from the SGX-ST on 5 February 2016 in which the SGX-ST has said it will have no objection to the Company not complying directly with Rule 1207(21) which would have required the Company to include in its annual report a qualified person's report relating to the MOG Companies. The waiver and the reasons for the waiver were announced by the Company on 10 February 2016. The same reasons for the waiver granted in February 2016 apply to the current Waiver application.
- 2.5 The grant of the Waiver by the SGX-ST is subject to the following conditions:
- (a) the Company announcing the Waiver granted, the reasons for seeking the Waiver and the conditions as required under Rule 107 of the SGX-ST Listing Manual; and

- (b) submission of a written confirmation from the Company that the Waiver does not contravene any laws and regulations governing the Company and the articles of association of the Company.

The condition set out in sub-paragraph (a) has been fulfilled with the release of this announcement. In relation to the condition set out in sub-paragraph (b), the Company will arrange for the aforementioned written confirmation to be submitted to the SGX-ST.

BY ORDER OF THE BOARD
Blumont Group Ltd.

Ng Kim Huatt
Executive Director
28 September 2016