



## **ZICO HOLDINGS INC.**

Incorporated in Labuan, Malaysia

Company Registration No. LL07968

### **DISCLOSURE PURSUANT TO RULES 704(33) AND 728 OF THE CATALIST RULES**

Board of Directors (the “**Board**”) of ZICO Holdings Inc. (the “**Company**”) refers to Rule 704(33) of the Singapore Exchange Securities Trading Limited Section B: Rules of Catalist of the Listing Manual (“**Catalist Rules**”), which requires the Company to disclose, *inter alia*, its loan agreements or issues of debt securities that contain a condition making reference to shareholding interests of any controlling shareholder in the Company.

The Company, as borrower, has entered into a facility agreement on 2 February 2017 (“**Facility Agreement**”) with a financial institution as lender (“**Lender**”) for overseas project financing (“**Facility**”). As security for the payment and repayment of the Facility, the Company’s controlling shareholder, Mr Chew Seng Kok is to maintain his shareholding in the Company at a minimum of 31%, until (i) the Company’s obligations under or in connection with the Facility are fully discharged, and (ii) the Facility together with all other monies payable by the Company has been settled and repaid in full to the Lender (“**Undertaking**”).

In the event Mr Chew Seng Kok fails to perform his obligations under the Undertaking, the Lender may, *inter alia*, declare the Facility to be immediately due and payable with accrued interest thereon and any other amounts then payable under the Facility Agreement.

In compliance with Rule 728(1) of the Catalist Rules, the Company has obtained undertakings from Mr Chew Seng Kok for him to notify the Company as soon as he becomes aware of any share

pledging arrangements relating to his existing shareholding in the Company, and of any event which may result in a breach of the Company's loan provisions under the Facility Agreement.

**BY ORDER OF THE BOARD**

Chew Seng Kok

Managing Director

2 February 2017

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Continuing Sponsor, Stamford Corporate Services Pte. Ltd. ("**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**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 accuracy, completeness or correctness of any of the statements or opinions made or reports contained in this announcement.*

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