NH CERAMICS LTD
(the "Company")
Incorporated in the Republic of Singapore
(Co Registration No. 199704544C)

PROPOSED ACQUISITION OF BLACKGOLD ASIA RESOURCES PTE. LTD. AND BLACKGOLD ENERGY LIMITED
– RECEIPT OF LISTING AND QUOTATION NOTICE

The board of directors (the "**Board**") of NH Ceramics Ltd (the "**Company**") refers to the announcements made by the Company on 28 March 2013, 22 April 2013, 2 May 2013, 26 May 2013, 3 June 2013, 29 December 2013, 10 February 2014, 29 August 2014, 30 September 2014, 2 October 2014, 3 October 2014, 29 December 2014, 30 December 2014, 5 January 2015 and 28 January 2015 (collectively, the "**Announcements**"), the notice of extraordinary general meeting (the "**Notice of EGM**") dated 30 December 2014 and the circular to shareholders of the Company (the "**Shareholders**") dated 30 December 2014 (the "**Circular**") in relation to, *inter alia*, the Proposed Acquisition of 100% of the total equity interests of BlackGold Asia Resources Pte. Ltd. and BlackGold Energy Limited.

Capitalised terms used in this announcement, unless otherwise defined herein or in the Announcements, shall have the same meanings as ascribed to them in the Notice of EGM and the Circular.

Further to the Announcements, the Board wishes to announce that the Company has, on 27 January 2015, received the listing and quotation notice from the SGX-ST (the "**Listing and Quotation Notice**") in respect of the listing of and quotation (the "**Listing**") for up to 915,208,785 new ordinary shares in the capital of the Company (the "**New Shares**") on Catalist, comprising:

(i) 67,115,565 Consolidated Shares pursuant to the Proposed Share Consolidation;

(ii) 584,745,762 Vendor Consideration Shares at an issue price of S$0.295 each to the Vendors as consideration for the Proposed Acquisition;

(iii) 50,847,458 Arranger Shares at an issue price of S$0.295 each to the Arranger on completion of the Proposed Acquisition as payment for the arranger services provided under the Arranger Mandate; and

(iv) up to 212,500,000 Placement Shares at a minimum placement price of S$0.20 per Placement Share as stipulated under the Catalist Rules pursuant to the Proposed Share Placement,

(collectively, the "**Proposed Share Issuances**").

The Listing and Quotation Notice is subject to the following conditions:

(a) compliance with the Catalist Rules;

(b) completion of the Proposed Acquisition; and

(c) submission of a relevant written undertaking from each of the Company's directors and an undertaking from the Company to procure the same written undertaking from any new director appointed to the Company's board after the Listing.

The Listing and Quotation Notice is valid for 3 calendar months from 27 January 2015 and is subject to any changes to the SGX-ST's policies and/or listing requirements.

The Listing and Quotation Notice is not an indication of the merits of the Company, its subsidiaries, the Proposed Share Issuances and the New Shares.

Separate announcement(s) will be released by the Company in due course upon allotment and issuances of the New Shares to the respective allottees.

By Order of the Board

Lee Yong Miang
Executive Chairman
28 January 2015

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor, Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of the SGX-ST. Canaccord Genuity Singapore Pte. Ltd. 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 Karen Soh, Managing Director, Corporate Finance, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road, #21-02 Singapore 068896, telephone (65) 6854 6150.
