

REX INTERNATIONAL HOLDING LIMITED
(the "Company")
(Company Number: 201301242M)
(Incorporated in the Republic of Singapore)

LIQUIDATORS SELL LIME'S ASSETS TO REX SUBSIDIARY

*Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meaning ascribed to them in the Company's announcements dated 31 December 2015, 25 January 2016, 6 February 2016, 16 February 2016, 3 March 2016, 15 April 2016, 2 June 2016, 4 July 2016 and 2 September 2016 in relation to Hibiscus Petroleum Berhad ("**Hibiscus**") subsidiary, Gulf Hibiscus Limited's ("**GHL**" or "**Gulf**") filing of an application in the Isle of Man Court for leave to bring a derivative action on behalf of Lime Petroleum Plc ("**Lime**"), being the Company and GHL's jointly-controlled entity, against three (3) directors of Lime, namely Mr Karl Helge Tore Lidgren, Mr Simon Comina and Mr Laurence Keenan (the "**Lime Directors**") and Lime's application to the High Court of Justice of the Isle of Man to wind up Lime ("**Announcements**").*

The Board of Directors (the "**Board**") of Rex refers to the Company's announcement dated 2 September 2016, informing that no appeals had been filed for the Isle of Man judgments ordering the winding up of Lime and the dismissal of Gulf's application for leave to bring a derivative action on behalf of Lime against the Lime Directors, by the respective final deadlines of 16 August 2016 and 30 August 2016.

His Honour the Deemster Doyle, First Deemster and Clerk of the Rolls in the Isle of Man, had ordered the winding up of Lime in a judgment dated 30 June 2016 and dismissed Gulf's application in a judgment dated 31 May 2016. On 11 July 2016, Deemster Doyle ordered that GHL should pay Lime's costs of and incidental to the former's application and that such costs be assessed on the standard basis in default of agreement.

On 24 February 2017, Lime's liquidators (the "**Liquidators**") applied, pursuant to section 185(3) Companies Act 1931 of Isle of Man, that they be permitted to:

- (a) sell Lime's shares in Lime Petroleum Norway AS (now known as Lime Petroleum AS ("**LPA**")) and in Masirah Oil Limited ("**MOL**"); and
- (b) sell and assign Lime's right of action against three of its previous directors.

In his judgment of 28 July 2017, His Honour the Deemster Doyle granted the Liquidators the relief sought and thereby sanctioned acceptance of the offer from Rex International Investments Pte Limited ("**RII**"). He so ordered on 9 August 2017. The offer from RII comprised the acquisition of 2,820,000 shares in LPA and 640 shares in MOL from Lime, and Lime's right of action against three of its previous directors, at a consideration of US\$100,000 (the "**Transaction**").

On 13 September 2017, Gulf and Hibiscus Oilfield Services Ltd ("**HOSL**") issued an Appeal Notice, having obtained a stay from Deemster Doyle on 23 August 2017.

In a judgment delivered on 7 December 2017, His Honour Judge of Appeal Storey QC, His Honour the Deemster Corlett, dismissed the appeal of Gulf and HOSL.

It is to be noted that His Honour the Deemster Corlett had in his 7 December 2017 judgment, cited several instances in His Honour the Deemster Doyle's judgment of May 2016, where the latter had expressed "... concerns as to whether Gulf is acting in good faith" [141] [165 – 167] [222] and his view that "Gulf has no real genuine interest in advancing the interests of Lime. I am of the view that Gulf simply wishes to advance its own interests and to damage those of Rex" [167].

It should be further noted that "On 11 July 2016 Deemster Doyle ordered Gulf to pay Lime's costs. The costs claimed by Lime, pending assessment, are over £500,000" [21] and "...Further, no costs had yet been paid by Gulf to discharge the order for costs made by Deemster Doyle on 11 July 2016 in favour of Lime..." [58].

The full judgment can be viewed on this link: <https://www.judgments.im/content/J1984.htm>

Subsequent thereto, RII was informed on 26 January 2018, that the Liquidators and RII had completed the abovementioned Transaction on 22 January 2018. The Transaction will provide the Liquidators with funding towards an assessment of the costs claimed by Lime of over £500,000 (approximately US\$688,500, based on exchange rate of GBP 1 : US\$1.377) for the order of costs made against Gulf and to complete the liquidation of Lime, as ordered by the Isle of Man court, and was fully satisfied in cash by RII.

The consideration was arrived at on a willing seller willing buyer basis, taking into consideration LPA's and MOL's unaudited net assets value/net tangible asset value of USD 24.97 million and USD 110.65 million as at 30 September 2017 respectively.

Pursuant to the completion of the Transaction, the Rex Group now holds:

- a) 117,288,000 LPA shares, representing approximately 90% effective interest in the issued and paid-up share capital of LPA. Schroder Banque S.A. holds the remaining 10% interest in the issued and paid-up share capital of LPA.
- b) 145,458 MOL shares, representing approximately 92.65% effective interest in the issued and paid-up share capital of MOL. Petroci Holdings and Schroder Banque S.A. hold the remaining 2.35% and 5% interests in the issued and paid-up share capital of MOL respectively.

BY ORDER OF THE BOARD OF

Rex International Holding Limited

Dan Broström
Executive Director and Chairman

29 January 2018

*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.

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