



SMJ INTERNATIONAL HOLDINGS LTD.
(Company Registration Number: 201334844E)

**ENTRY INTO A SUPPLEMENTARY DEED TO THE SALE AND PURCHASE AGREEMENT IN
RELATION TO THE DISPOSAL OF SMJ FURNISHINGS (S) PTE LTD**

1. INTRODUCTION

The Board of Directors (the "**Board**") of SMJ International Holdings Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the following:

- (a) The Company's announcement dated 20 October 2017 and 29 November 2017 in relation to, amongst others, the disposal of SMJ Furnishings (S) Pte Ltd (the "**Disposal**");
- (b) The circular dated 8 December 2017 issued by the Company to shareholders of the Company (the "**Shareholders**") containing further information on, amongst others, the Disposal;
- (c) The announcement dated 26 December 2017 in relation to the approval of the Disposal by the Shareholders at the extraordinary general meeting of the Company held on 26 December 2017.
- (d) The announcement dated 16 January 2018 in relation to the completion of the Disposal ("**Completion**").

Unless otherwise stated or the context otherwise requires, capitalized terms used herein shall have the definitions ascribed to them in the Company's earlier announcement dated 20 October 2017.

2. SUPPLEMENTARY DEED

The Board wishes to announce that the Company and the Purchasers had entered into a supplementary deed ("**Supplementary Deed**"), taking effect from 31 December 2017 to amend and modify the SPA in respect of the Disposal.

Pursuant to the terms of the Supplementary Deed, notwithstanding and without affecting the legality nor effectiveness of Completion which has occurred on 16 January 2018, risks and rewards associated with the Sale Shares shall be transferred as from 31 December 2017.

The parties entered into the Supplementary Deed for the following reasons:

- (a) Control over the Sale Shares have been transferred as from 31 December 2017;
- (b) There has been no material change in the operation and financial position of the disposed entity between 31 December 2017 and 16 January 2018.

3. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save for (i) Ho Pei Yuen Rena and Ho Wan Jing Nellie who are interested in the Disposal which is an interested person transaction and (ii) Lee Lay Choo who is also a director of SMJ Furnishings, none of the Directors (other than in his capacity as a Director or Shareholder of the Company) and controlling shareholders of the Company has any interest, direct or indirect, in the Disposal.

4. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the SPA and the Disposal, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

5. DOCUMENTS FOR INSPECTION

Shareholders should note that a copy of the Supplementary Deed will be available for inspection during normal business hours at the Company's registered office at 80 Raffles Place #11-20 UOB Plaza 2 Singapore 048624 during normal business hours for three (3) months from the date of this announcement.

BY ORDER OF THE BOARD

Peng Fei
Executive Director and Chief Executive Officer
7 February 2018

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Hong Leong Finance Limited (the "**Sponsor**") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst. The Sponsor has not independently verified the contents of this announcement.*

This announcement has not been examined or approved by SGX-ST. The Sponsor and the SGX-ST assume 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.

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