



A-SMART HOLDINGS LTD.
(Company Registration Number: 199902058Z)
(Incorporated in the Republic of Singapore)

NON-BINDING MEMORANDUM OF UNDERSTANDING WITH DILI DEVELOPMENT CO LDA

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of A-Smart Holdings Ltd. (the “**Group**” or the “**Company**”), wishes to announce that the Company had on 8 July 2019 entered into a non-binding memorandum of understanding (“**MOU**”) with Dili Development Co Lda (“**DDC**”) to commence discussions on a joint venture to develop and operate Seafront Resort comprising seafront villas and resort rooms, water theme park, sea sports and outdoor activities on a parcel of land owned by DDC in Dili, Timor-Leste (the “**Project**”).

The MOU was signed at the Timor-Leste - Singapore Business Forum that was held on 8 July 2019 at Shangri-La Hotel, Singapore, that was organised by TradeInvest Timor-Leste and supported by the Singapore Business Federation, Singapore Manufacturing Federation and the Singapore Chinese Chamber of Commerce & Industry.

The land is located at Fatumanu in Dili, covers an area of approximately 40,000 sqm on the coast and is only 5 kilometres from the city centre (the “**Land**”). The surrounding of the Land is uninhabited and is lined with pristine beaches that has crystal clear water abundant with corals and marine life that makes it one of the most scenic coastal views of Timor-Leste. Feasibility studies will be carried out over a period of one year to study the economic viability of the Project.

2. INFORMATION ON DDC AND RATIONALE FOR THE MOU

DDC was founded in 2009 in Dili, Timor-Leste; it is part of the Jape Group which was first established in Darwin, Australia in 1976. The Jape Group has been involved in construction; building largescale and high-quality developments for lease. The Jape Group has impressive portfolios in Timor-Leste as well as in Australia and China.

The Project is a new initiative for the Group following the recent announcements of property development investments in Timor-Leste (namely Ocean View project on 28 Nov 2018, Timor Marina Square on 7 Mar 2019 and Timor City Square on 21 June 2019).

The Board believes that collaborating with DDC will complement the initiatives which are currently under development by the Group, which include the ongoing property development activities of the Group in Dili.

3. INTEREST OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors or substantial shareholders of the Company or their respective associates has any interest, direct or indirect, in the Investment and the Joint Venture, save for their respective shareholdings in the Company, if any.

4. FURTHER ANNOUNCEMENTS

The Company will make further announcement(s) to keep shareholders informed as and when there are material updates or developments in connection with the MOU and/or the Project.

5. TRADING CAUTION

Shareholders and potential investors are advised to exercise caution in trading the shares of the Company as there is no certainty or assurance as at the date of this announcement that any definitive agreements will be entered into or that any collaborations will be undertaken at all. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions that they should take.

By Order of the Board

Lim Huan Chiang
Executive Director and Chief Executive Officer
8 July 2019