



HYFLUX LTD
Company Registration No.: 200002722Z
(Incorporated in the Republic of Singapore)

GRANT OF WAIVERS FROM RULE 705(1), 705(2), AND 707(1) OF THE LISTING MANUAL

Hyflux Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to its announcements on:

- (a) 19 June 2018 in relation to the High Court of Singapore granting orders pursuant to Section 211B(1) of the Singapore Companies Act for a six-month moratorium (“**Moratorium**”) following applications filed by the Company and certain Group subsidiaries (the “**Hyflux Applicants**”);
- (b) 28 June 2019 in relation to the approval of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for extensions of deadlines for the Company to:
 - (i) announce the unaudited financial statements of the Group for the financial year ended 31 December 2018 (“**FY2018 Financial Statements**”);
 - (ii) announce the unaudited financial statements of the Group for the first quarter ended 31 March 2019 (“**1QFY2019 Financial Statements**”);
 - (iii) announce the unaudited financial statements of the Group for the second quarter ended 30 June 2019 (“**2QFY2019 Financial Statements**”); and
 - (iv) hold the annual general meeting for the financial year ended 31 December 2018 (“**FY2018 AGM**”),in the light of the ongoing reorganisation process; and
- (c) 30 September 2019 in relation to the extension of the Moratorium by the High Court of Singapore to 2 December 2019.

Rule 705(1), 705(2) and 707(1) of the Listing Manual

Rule 705(1) of the Listing Manual of the SGX-ST (the “**Listing Manual**”) requires the Company to announce:

- (a) the FY2018 Financial Statements no later than 1 March 2019 (the “**FY2018 Financial Statements Deadline**”); and
- (b) the unaudited financial statements of the Group for the financial year ending 31 December 2019 (“**FY2019 Financial Statements**”) no later than 1 March 2020 (“**FY2019 Financial Statements Deadline**”).

Rule 705(2) of the Listing Manual requires the Company to announce:

- (a) the 1QFY2019 Financial Statements no later than 14 May 2019 ("**1QFY2019 Financial Statements Deadline**");
- (b) the 2QFY2019 Financial Statements no later than 14 August 2019 ("**2QFY2019 Financial Statements Deadline**"); and
- (c) the unaudited financial statements of the Group for the third quarter ended 30 September 2019 ("**3QFY2019 Financial Statements**") no later than 14 November 2019 ("**3QFY2019 Financial Statements Deadline**").

Rule 707(1) of the Listing Manual requires the Company to hold:

- (a) the FY2018 AGM no later than 30 April 2019 (the "**FY2018 AGM Deadline**"); and
- (b) the annual general meeting for the financial year ending 31 December 2019 ("**FY2019 AGM**") no later than 30 April 2020 ("**FY2019 AGM Deadline**").

As announced on 28 June 2019, the Company had written to request approval from the SGX-ST for further extensions in respect of the FY2018 Financial Statements Deadline, FY2018 AGM Deadline, 1QFY2019 Financial Statements Deadline and 2QFY2019 Financial Statements Deadline, all of which were approved subject to the conditions set out in the announcement on 28 June 2019.

The Company had, on 10 October 2019, written to request approval from the SGX-ST for the following extensions of time (collectively, the "**Further Extensions**"):

- (a) a further four (4)-month extension of the FY2018 AGM Deadline, to hold the FY2018 AGM by 31 March 2020;
- (b) a further four (4)-month extension of the FY2018 Financial Statements Deadline, to announce the unaudited FY2018 Financial Statements by 31 March 2020;
- (c) a further four (4)-month extension of the 1QFY2019 Financial Statements Deadline, to announce the 1QFY2019 Financial Statements by 31 March 2020;
- (d) a further four (4)-month extension of the 2QFY2019 Financial Statements Deadline, to announce the 2QFY2019 Financial Statements by 31 March 2020;
- (e) a four and a half (4.5)-month extension of the 3QFY2019 Financial Statements Deadline, to announce the 3QFY2019 Financial Statements by 31 March 2020;
- (f) a two (2)-month extension of the FY2019 Financial Statements Deadline, to announce the unaudited FY2019 Financial Statements by 30 April 2020; and
- (g) a two (2)-month extension of the FY2019 AGM Deadline, to hold the FY2019 AGM by 30 June 2020.

Grant of Further Extensions

The SGX-ST granted the Further Extensions on 15 November 2019, subject to the following conditions:

- (a) the Company announces the Further Extensions granted, the reasons for seeking the Further Extensions, the conditions as required under Mainboard Listing Rule 107 and if the conditions for the grant of the Further Extensions have been satisfied. Where the conditions for the grant of the Further Extensions have not been met on the date of this announcement, the Company is to make an update announcement when the conditions have all been met;
- (b) the Company submits a written confirmation that it is not aware of any information that will have a material bearing on investors' decisions which has yet to be announced by the Company; and
- (c) the Company convenes the FY2018 AGM by 31 March 2020.

Application to ACRA for extension of deadlines

The Company had, on 10 October 2019, also written to request approval from the Accounting and Corporate Regulatory Authority ("**ACRA**") for the following extensions of time under the Companies Act:

- (a) a further extension of the FY2018 AGM Deadline to hold the FY2018 AGM by 31 March 2020, and to file the annual return of the Company for the financial year ended 31 December 2018 (the "**FY2018 AR Deadline**") with ACRA by 30 April 2020; and
- (b) an extension of time to hold the FY2019 AGM by 30 June 2020, and to file the annual return of the Company for the financial year ended 31 December 2019 with ACRA by 31 July 2020 (the "**FYE 2019 Extensions**").

On 5 November 2019, ACRA granted further two (2) month extensions in respect of the FY2018 AGM Deadline and the FY2018 AR Deadline. The new FY2018 AGM Deadline and FY2018 AR Deadline granted by ACRA are 31 December 2019 and 31 January 2020 respectively.

Accordingly, notwithstanding the Further Extensions granted by the SGX-ST, the Company will be required to comply with the shorter deadlines set by ACRA, unless ACRA allows for further extensions. ACRA did not approve the requested FYE 2019 Extensions.

Reasons for the Further Extensions

The Moratorium continues to provide the Group with time to reorganise its liabilities and businesses so as to achieve the best possible outcome for all interested parties (the "**Reorganisation**"), and the Company has in this period continued to engage with potential investors, as announced by the Company on 31 July 2019 and 6 November 2019.

Further, as announced by the Company on 30 September 2019, the Moratorium was extended further to 2 December 2019, with the High Court scheduling a further hearing on 29 November 2019 to consider any further applications, including any application for a further extension of the Moratorium.

In the past few months, the Company has been working towards a binding investment agreement with a potential investor. The timelines for the finalisation of the financial statements of the Group have been prolonged due to the direct impact of the level of certainty in completing the Reorganisation on the Company's and the Group's basis for preparing its financial statements on a going concern basis. The Company has continued to negotiate the terms of the Reorganisation with a potential investor and its stakeholders under the court-supervised process with the Moratorium in place. Until a binding investment agreement is executed with a potential investor and the requisite meetings and due process

take place, the release of financial results prior to in-principle agreement of the main terms of the Reorganisation may potentially result in inaccurate and incomplete reflection of financial information.

The grant of the Further Extensions will therefore allow the Group to release its FY2018 Financial Statements, 1QFY2019 Financial Statements, 2QFY2019 Financial Statements, 3QFY2019 Financial Statements and FY2019 Financial Statements when more certainty is reached in respect of the Reorganisation, which is in turn premised on the requisite meetings and due process having taken place.

Please monitor SGXNet and the Company's website for any announcements or updates on the Reorganisation. If you are a holder of any securities of the Company and wish to receive email alerts providing these updates, please register your request at <http://investors.hyflux.com/contacts.html>. Otherwise, all information and updates will be disseminated via SGXNet and/or the Company's website (<https://www.hyflux.com/financial-reorganisation-exercise/>).

Shareholders and holders of securities issued by the Company are advised to exercise caution at all times when dealing in the shares and/or securities, and should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

**Lim Poh Fong and Chiang Chai Foong
Joint Company Secretaries
Submitted to SGX-ST on 19 November 2019**