

DUTY FREE INTERNATIONAL LIMITED

(Registration No. 200102393E)

PROPOSED ISSUANCE OF AN AGGREGATE OF 34,150,000 NEW ORDINARY SHARES IN THE CAPITAL OF DUTY FREE INTERNATIONAL LIMITED (THE "COMPANY") ("PROPOSED SUBSCRIPTION")

- RECEIPT OF THE APPROVAL IN-PRINCIPLE FROM THE SGX-ST

Further to the Company's announcement on 13 February 2017 in relation to the proposed issuance of an aggregate of 18,500,000 new ordinary shares in the capital of the Company and the Company's announcement on 24 February 2017 in relation to the proposed issuance of an aggregate of 15,650,000 new ordinary shares in the capital of the Company, the board of directors ("**Board**") of the Company is pleased to announce that the Company has today obtained the approval in-principle from the SGX-ST for the listing and quotation of a total of 34,150,000 (comprising the abovementioned 18,500,000 and 15,650,000) new ordinary shares in the capital of the Company ("**Approval In-Principle**").

The Approval In-Principle is subject to:-

- (a) Compliance with the SGX-ST's listing requirements;
- (b) The Company's Audit Committee instituting proper internal controls to monitor the use and disbursement of the unutilised funds raised from the previous placements and funds from the Proposed Subscription, including the addition of an Independent Director as a signatory for the bank account where the unutilised funds and the funds from the Proposed Subscription are deposited;
- (c) Independent verification on the use and disbursement of proceeds of the unutilised funds raised from the previous placements and funds from the Proposed Subscription;
- (d) A statement from the board of directors on whether the Proposed Subscription is carried out in the best interest of the Company and the basis for such views (the "**Statement**"); and
- (e) Submission of the following documents:-
 - (i) A written undertaking from the Company that it will comply with Rule 704(30) and Rule 1207(20) of the Listing Manual in relation to the use of proceeds from the proposed placement of shares and where proceeds are to be used for working capital purposes, the Company will disclose a breakdown with specific details on the use of proceeds for working capital in the Company's announcements on use of proceeds and in the annual report;
 - (ii) A written undertaking from the Company that it will comply with Listing Rule 803; and
 - (iii) A written confirmation from the Company that it will not issue the Placement Shares to person prohibited under Rule 812(1) of the Listing Manual.

The Approval In-Principle is not to be taken as an indication of the merits of the Proposed Subscription, the Company, its subsidiaries or its securities.

The Company will make further announcements in relation to the Statement, the Proposed Subscription and the listing and quotation of the 34,150,000 new ordinary shares via SGXNET when appropriate or necessary.

BY ORDER OF THE BOARD

Lee Sze Siang
Executive Director
16 March 2017