

HALCYON AGRI CORPORATION LIMITED

Company Registration No. 200504595D
(Incorporated in the Republic of Singapore)

S\$125,000,000 6.5% FIXED RATE NOTES DUE 2019 TO BE ISSUED PURSUANT TO THE S\$300,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME OF HALCYON AGRI CORPORATION LIMITED

Further to the announcement dated 25 April 2014, the Board of Directors (the “**Board**”) of Halcyon Agri Corporation Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) is pleased to announce the launch and pricing of the series 001 fixed rate notes (the “**Series 1 Notes**”) to be issued under its S\$300,000,000 Multicurrency Debt Issuance Programme (the “**Programme**”). The Programme was established by the Company on 25 April 2014.

DBS Bank Ltd. has been appointed to act as the sole lead manager and bookrunner in relation to the Series 1 Notes.

The principal terms of the Series 1 Notes are as follows:

Issue Size	:	S\$125,000,000
Issue Price	:	100% of the principal amount of the Series 1 Notes
Interest	:	From, and including, the date of issue to, but excluding, the sixth interest payment date: Fixed rate of 6.5% per annum payable semi-annually in arrear. So long as the Series 1 Notes are not redeemed, from, and including, the sixth interest payment date: Fixed rate of 8.5% per annum payable semi-annually in arrear.
Maturity Date	:	Five (5) years from the date of issue
Denomination	:	S\$250,000

The Series 1 Notes are expected to be issued on 31 July 2014 (subject to satisfaction of customary closing conditions). Any offering of the Series 1 Notes has been and will be made pursuant to exemptions invoked under Sections 274 and/or 275 of the Securities and Futures Act, Chapter 289 of Singapore.

The net proceeds from the issue of the Series 1 Notes (after deducting issue expenses) will be used for the purpose of financing general corporate purposes of the Group, including to finance potential acquisitions, strategic expansions, general working capital, capital expenditure and investments of the Group and to refinance existing borrowings of the Group.

In relation to the Series 1 Notes, the following terms and conditions shall be amended, *inter alia*, as follows:-

- (a) condition 6(d) shall be amended such that the Company may, by giving not less than 30 days’ notice to the holders of Series 1 Notes, redeem all or some of the Series 1 Notes on any interest payment date falling on or after the sixth interest payment date. Any such redemption of the Series 1 Notes shall be at their redemption amount, together with interest accrued to the date fixed for redemption. Any partial redemption of the Series 1 Notes pursuant to this condition shall be made on a *pro rata* basis; and

- (b) condition 6(e) shall be amended such that in the event that the completion of the proposed acquisition by Halcyon Rubber Company Pte. Ltd., a wholly owned subsidiary of the Company, of the wholly issued and paid up share capital of Anson Company (Private) Limited, does not occur by 10 September 2014 or such other date as mutually agreed in writing between the parties (the “**Long-Stop Date**”), the Company shall, at the option of the holder of any Series 1 Note, redeem such Series 1 Note on the date falling 30 days after the Long-Stop Date at its redemption amount, together with interest accrued to the date fixed for redemption.

Application will be made to the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the listing and quotation of the Series 1 Notes. The SGX-ST assumes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained herein. Approval in-principle from, admission to the Official List of, and the listing and quotation of the Series 1 Notes on, the SGX-ST are not to be taken as an indication of the merits of the Programme or the Series 1 Notes. The Series 1 Notes are expected to be listed on the SGX-ST on 1 August 2014.

By Order of the Board

Robert Meyer
Executive Chairman and CEO
21 July 2014

*The Company was listed on Catalist of the SGX-ST on 1 February 2013. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”).*

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes 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.

The contact person for the Sponsor is Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.