

HALCYON AGRI CORPORATION LIMITED

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

- (1) **PRE-CONDITIONAL MANDATORY CASH OFFER BY SINOCEM INTERNATIONAL (OVERSEAS) PTE. LTD. TO ACQUIRE ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF HALCYON AGRI CORPORATION LIMITED (THE “HAC MGO”);**
 - (2) **PROPOSED ACQUISITION OF ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF GMG GLOBAL LTD BY WAY OF A PRE-CONDITIONAL VOLUNTARY GENERAL OFFER (THE “GMG VGO”); AND**
 - (3) **PROPOSED ACQUISITION OF THE NATURAL RUBBER PROCESSING FACILITIES AND TRADING BUSINESS FROM SINOCEM INTERNATIONAL (OVERSEAS) PTE. LTD. (THE “NR ASSETS ACQUISITION”)**
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*Where capitalised terms are used in this announcement and not otherwise defined, such capitalised terms shall bear the same meanings as ascribed to them in the Company’s announcement dated 25 April 2016 relating to the Noteholders Approval Pre-Condition, 26 April 2016 relating to the Lenders Consent Pre-Condition (the “**Update Announcements**”) and the Proposed Transactions Announcement.*

1. UPDATE TO THE HAC SHAREHOLDERS APPROVAL PRE-CONDITION

- 1.1 Further to the Update Announcements, the Board of Directors of Halcyon Agri Corporation Limited (the “**Company**” or “**HAC**”) wishes to announce that the approval of HAC Shareholders for the GMG VGO and NR Assets Acquisition has been obtained in an extraordinary general meeting held today. Accordingly, the HAC Shareholders Approval Pre-Condition has been fulfilled on 2 June 2016.
- 1.2 HAC Shareholders are reminded that in the event that the Regulatory Approval Pre-Condition is not satisfied or waived (as the case may be) by SIO or HAC (as the case may be), the Proposed Transactions will not proceed and the HAC MGO and the GMG VGO will not be made.
- 1.3 Please also refer to the Announcements for more details on the Proposed Transactions. The Company shall make further announcement(s) on the Proposed Transactions as and when there are material developments.

2. CAUTIONARY STATEMENT

HAC Shareholders and potential investors should exercise caution when dealing in the HAC Shares, and where in doubt as to the action they should take, they should consult their financial, tax or other advisors.

3. RESPONSIBILITY STATEMENT BY THE DIRECTORS

The Directors of HAC (who may each have delegated detailed supervision of this Announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries that, as at the date hereof, to the best of their knowledge and belief, this Announcement constitutes full and true disclosure of all material facts about the Proposed

Transactions and the HAC Group. 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.

By Order of the Board of Directors

Pascal Demierre
Executive Director
2 June 2016