

CWG INTERNATIONAL LTD.
(formerly known as CHIWAYLAND INTERNATIONAL LIMITED)
(Company Registration No. 200610437K)
(Incorporated in the Republic of Singapore)

NOTICE OF EXPIRY OF WARRANTS

TO ALL HOLDERS OF WARRANTS W170108 TO SUBSCRIBE FOR NEW ORDINARY SHARES IN THE CAPITAL OF CWG INTERNATIONAL LTD. (formerly known as CHIWAYLAND INTERNATIONAL LIMITED (THE "COMPANY"))

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Holders of the Company's Warrants W170108 (the "**Warrantholders**") who have sold their Warrants W170108 should immediately upon receipt of a copy of this Notice, send it to the purchaser or to the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this Notice, the term "**Warrants W170108**" or "**Warrants**" refer to all warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 7 November 2011 (the "**Deed Poll**").

EXPIRY OF WARRANTS W170108 ON FRIDAY, 6 JANUARY 2017 AT 5.00 P.M.

Please note that pursuant to the Deed Poll, the Warrants will expire on the date immediately preceding the 5th anniversary of the date of issue of the Warrants ("**Expiry Date**"), being 8 January 2017. However, as 8 January 2017 falls on a Sunday (i.e. a non Market Day), the Expiry Date will, pursuant to the Deed Poll, be 6 January 2017 (being the Market Day immediately preceding 8 January 2017) instead. "**Market Day**" in this context refers to a day on which the SGX-ST is open for trading in securities.

Warrantholders are reminded that in accordance with the terms and conditions of the Warrants, the rights to subscribe for new ordinary shares in the capital of the Company (the "**New Shares**") comprised in the Warrants will expire at **5.00 p.m. on Friday, 6 January 2017** after which time, any subscription rights comprised in the Warrants which have not been exercised will lapse and the Warrants will cease to be valid for any purpose whatsoever.

EXERCISE PRICE

The exercise price of the Warrants is S\$0.60 for each New Share (the "**Exercise Price**").

PROCEDURE FOR EXERCISE OF WARRANTS

Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Warrants. In order to exercise the Warrants, a Warrantholder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the "**Exercise Form**").

Copies of the Exercise Form can be obtained from the Warrant Agent, B.A.C.S. Private Limited. The address, telephone number and business hours of the Warrant Agent are as follows:-

B.A.C.S. Private Limited
8 Robinson Road #03-00
ASO Building, Singapore 048544
Telephone Number: 6593 4848
Business Hours: 9.00 a.m. to 5.00 p.m. from Mondays to Fridays
(closed on Saturdays, Sundays and Public Holidays)

The completed Exercise Form must be delivered to the Warrant Agent not later than **5.00 p.m. on Friday, 6 January 2017** accompanied by the following:-

1. (a) where the Warrants are not registered in the name of The Central Depository (Pte) Limited (“CDP”), the Warrantholder must produce the relevant Warrant certificate(s); or
(b) where the Warrants are registered in the name of CDP, Warrantholders should note that the exercise of their Warrants is conditional upon, *inter alia*, the number of Warrants so exercised being available in the “Free Balance” of their securities account with CDP.
2. any such evidence as the Warrant Agent may require to determine or verify the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any);
3. payment of the Exercise Price in Singapore currency by banker’s draft or cashier’s order drawn on a bank in Singapore made payable to “**CWG INTERNATIONAL LTD.**” for the full amount of the monies payable in respect of the aggregate number of Warrants exercised. Any such remittance shall be accompanied by the delivery to the Warrant Agent of the payment advice referred to below and shall comply with any exchange control or other statutory requirement for the time being applicable.

Payment shall be made free of any foreign exchange commissions, remittance charges or other deductions and shall be accompanied by a payment advice containing:-

- (a) the name of the exercising Warrantholder;
 - (b) the number of Warrants exercised; and
 - (c) if the relevant Warrant certificate is registered in the name of a person other than CDP, the certificate number of the relevant Warrant certificate, or where the relevant Warrant certificate is registered in the name of CDP, the securities account number(s) of the exercising Warrantholder from which the number of Warrants being exercised is to be debited, as the case may be; and
4. any deposit or other fees for the time being chargeable by and payable to CDP, if any, and any stamp issue, registration or other similar taxes or duties arising from the exercise of the Warrants as the Warrant Agent may require.

Any New Shares arising from such exercise of the Warrant shall rank *pari passu* in all respects with the then existing Shares of the Company, save for dividends, rights, allotments and other distributions that may be declared or paid, the Record Date of which is before the date of issue of the New Shares. “**Record Date**” in this context means, in relation to any dividends, rights, allotments or other distributions, the date on which as at the close of business shareholders of the Company must be registered with the Company or in the case of shareholders whose shares are registered in the name of CDP, with CDP, in order to participate in such dividends, rights, allotments or other distributions.

LAST DAY FOR TRADING IN WARRANTS

The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) will be 29 December 2016 and trading will cease with effect from 9.00 a.m. on 30 December 2016. The Warrants will then be de-listed from the Official List of the SGX-ST with effect from 9.00 a.m. on 9 January 2017.

AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON 6 JANUARY 2017 ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.

By Order of the Board
CWG INTERNATIONAL LTD.

Qian Jianrong
Executive Chairman and Chief Executive Officer
5 December 2016