



**OCEANUS GROUP LIMITED**

(Incorporated in the Republic of Singapore under Registration Number: 199805793D)  
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**COMPLETION OF 2014 LOAN AND WARRANTS AND EXISTING LOAN AND WARRANTS  
RESTRUCTURING – ALLOTMENT AND ISSUE OF WARRANTS**

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The board of directors (the “**Board**” or the “**Directors**”) of Oceanus Group Limited (the “**Company**”) refers to the circular to shareholders of the Company dated 6 May 2015 (the “**Circular**”) and the announcements of the Company dated 3 September 2015 (the “**3 September Announcement**”) and 29 September 2015 (the “**29 September Announcement**”) in relation to the Proposed Restructuring. Unless otherwise defined herein or the context requires otherwise, all capitalised terms used herein shall bear the same meanings ascribed to them in the 3 September Announcement.

As announced in the 3 September Announcement, OKGL and the Company had agreed that the remaining S\$2,200,000 of the 1<sup>st</sup> Tranche would be disbursed by OKGL to the Company no later than 90 days from 2 September 2015. The remaining 169,230,769 OKGL Warrants would be issued to OKGL upon disbursement of such amount by OKGL to the Company.

Further to the above, the Board wishes to announce that the Company has on 26 October 2015 issued to OKGL, and OKGL has subscribed for, 107,692,308 OKGL Warrants (representing S\$1,400,000 of the remaining 1<sup>st</sup> Tranche of the Drawdown Amount which was disbursed by OKGL to the Company on or around the date of this Announcement (the “**Disbursed Funds**”)) each exercisable into one (1) new Share at the exercise price of S\$0.013 per Share in accordance with the terms and conditions of the OKGL Subscription Agreement. Please see Appendix A of the Circular for other key terms of the OKGL Warrants.

The Board wishes to announce that the Disbursed Funds have been utilised by the Company as general working capital and repayment of payables, in accordance with the intended use as stated in section 9 of the Circular and as modified by the 29 September Announcement.

**BY ORDER OF THE BOARD**

Dr. Ng Cher Yew  
Executive Chairman

26 October 2015