

## ISDN HOLDINGS LIMITED

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### PROPOSED IMPLEMENTATION OF THE ISDN EMPLOYEE SHARE OPTION SCHEME 2016

### RECEIPT OF APPROVAL IN-PRINCIPLE FROM THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED FOR THE LISTING AND QUOTATION OF NEW SHARES TO BE ISSUED UNDER THE ISDN EMPLOYEE SHARE OPTION SCHEME 2016

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#### (A) INTRODUCTION

The Board of Directors (the "**Board**") of ISDN Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce that the Company is proposing to implement an employees' share option scheme to be known as the ISDN Employee Share Option Scheme 2016 (the "**ISDN ESOS 2016**"), to replace the ISDN Share Option Scheme that has expired on 27 September 2015.

#### (B) THE PROPOSED ISDN ESOS 2016

The implementation of the ISDN ESOS 2016 is subject to the following approvals being obtained:

- (a) the approval of the independent shareholders of the Company at an extraordinary general meeting to be convened ("**EGM**"); and
- (b) the approval in-principle of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the, listing and quotation of new ordinary shares (the "**New Shares**") in the capital of the Company to be issued pursuant to the proposed ISDN ESOS 2016.

#### (C) RECEIPT OF APPROVAL-IN-PRINCIPLE FROM SGX-ST

The Board is pleased to announce that the SGX-ST had on 1 April 2016, granted its approval in-principle for the listing and quotation of the New Shares subject to the Company's compliance with:

- (a) The SGX-ST's listing requirements and guidelines; and
- (b) Independent shareholders' approval being obtained for the ISDN ESOS 2016.

The approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the ISDN ESOS 2016, the New Shares, the Company and/or its subsidiaries.

#### (D) CIRCULAR TO SHAREHOLDERS

A circular containing, *inter alia*, the rationale and information relating to the ISDN ESOS 2016, together with the notice of the EGM, will be despatched to Shareholders by the Company in due course.

By Order of the Board  
ISDN Holdings Limited

Gwendolyn Gn Jong Yuh  
Company Secretary  
4 April 2016