

## ANNOUNCEMENT

### DISCLOSURE PURSUANT TO RULE 728 OF THE CATALIST RULES

Pursuant to Rule 728 of the Catalist Rules, the Board of Directors (the “**Board**”) of EMS Energy Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) wishes to announce that the Company has received a notification from Mr. Ting Teck Jin (who is a director and a controlling shareholder of the Company) and Titanium Holdings LLC (which is a controlling shareholder of the Company) that they have granted a share charge dated 13 September 2016, over shares held by them in the capital of the Company (the “**Share Charge**”), as follows:

Name of controlling shareholder:	Mr. Ting Teck Jin
Class and number of shares charged:	1,200,000 ordinary shares
Percentage of the Company’s issued share capital subject to the share charge	0.27%
The party in whose favour the share charge is created	Asean Finance Corporation Limited

Name of controlling shareholder:	Titanium Holdings LLC. Mr. Ting Teck Jin is a controlling shareholder and director of Titanium Holdings LLC.
Class and number of shares charged:	269,800,000 ordinary shares
Percentage of the Company’s issued share capital subject to the share charge	60.12%
The party in whose favour the share charge is created	Asean Finance Corporation Limited

In aggregate, the Share Charge granted by Mr. Ting Teck Jin and Titanium Holdings LLC relate to 271,000,000 ordinary shares in the share capital of the Company, comprising approximately 60.39% of the issued share capital of the Company.

The Share Charge has been provided as security for a short-term project loan facility of US\$5.8 million extended by Asean Finance Corporation Limited (the “**AFC Loan Facility**”) to a wholly owned subsidiary of the Company, Koastal industries Pte Ltd. As at the date of this announcement, the principal amount outstanding under the AFC Loan Facility is approximately US\$5.5 million.

Under the Share Charge, Mr. Ting Teck Jin and Titanium Holdings LLC have, *inter alia*, undertaken that save where the consent of Asean Finance Corporation Limited in writing has been obtained, they will not directly or indirectly, offer, sell, contract to sell, realize, transfer, assign, pledge, grant any option or right to purchase, grant any security over, encumber or otherwise dispose of, lease, licence or otherwise deal with all or any part of the charged shares they hold directly, save as permitted under the Share Charge.

In the event the Company fails to pay the outstanding amounts due and payable under the AFC Loan Facility, Asean Finance Corporation Limited shall be entitled to exercise the Share Charge. Accordingly, it may trigger cross defaults under other facilities which contain restriction in control provision. The aggregate level of borrowings which are outstanding and may be affected is approximately S\$8.1 million as at the date of this announcement.

In compliance with Rule 728(1) of the SGX Listing Manual, the Company has obtained an undertaking from each of Mr. Ting Teck Jin and Titanium Holdings LLC pursuant to which they shall notify the Company, as soon as they become aware, of any share pledging arrangements relating to their shares in the Company and of any event which may result in a breach of any relevant condition and/or restriction in the Group’s loan provisions.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

The directors of the Company have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate in all material aspects as at the date hereof and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.

By Order of the Board  
EMS Energy Limited

Ting Teck Jin  
Executive Chairman  
19 September 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "Sponsor") for compliance with the relevant Catalist rules. The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this announcement.*

*The contact persons for the Sponsor are Mr Alvin Soh, Head of Catalist Operations, Senior Vice President, and Mr Lan Kang Ming, Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.*