



**A-SMART HOLDINGS LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199902058Z)

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**APPROVAL IN-PRINCIPLE FROM SINGAPORE EXCHANGE SECURITIES TRADING LIMITED FOR THE LISTING AND QUOTATION FOR THE ISSUANCE OF NEW SHARES IN CONNECTION WITH THE PROPOSED ADOPTION OF THE A-SMART EMPLOYEE SHARE OPTION SCHEME 2018**

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The Board of Directors (“**Board**” or “**Directors**”) of A-Smart Holdings Ltd (“**Company**” and together with its subsidiaries, “**Group**”) refers to the announcement released by the Company on 22 March 2018 in relation to the proposed adoption of the A-Smart Employee Share Option Scheme 2018 (“**A-Smart ESOS 2018**”). Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Announcement.

**A. RECEIPT OF LETTER OF CLEARANCE FROM THE SGX-ST**

The Board wishes to announce that the SGX-ST has, in its letter dated 13 June 2018, advised that it has no further comments on the draft circular (“**Circular**”) to shareholders in respect of the following proposals (collectively, “**Proposals**”):

- (a) The proposed adoption of the A-Smart ESOS 2018; and
- (b) The proposed grant of options at a discount under the A-Smart ESOS 2018,

based on the assumptions that the Proposals comply with the rules of the listing manual of the SGX-ST (“**Listing Rules**”) and the Company has disclosed all the information required by the Listing Rules in the Circular.

**B. RECEIPT OF APPROVAL IN-PRINCIPLE FROM THE SGX-ST FOR THE LISTING AND QUOTATION OF THE NEW SHARES TO BE ISSUED IN CONNECTION WITH THE A-SMART ESOS 2018**

The Board is pleased to announce that the Company has on 13 June 2018 received the in-principle approval of the SGX-ST (“**AIP**”) for the listing of and quotation for the issuance of new shares (“**New Shares**”) in connection with the A-Smart ESOS 2018. The AIP is subject to the following conditions:

- (a) The Company’s compliance with SGX-ST’s listing requirements and guidelines; and
- (b) approval from the independent shareholders of the Company being obtained for the A-Smart ESOS 2018.

The in-principle approval from SGX-ST is not to be taken as an indication of the merits of the A-Smart ESOS 2018, the New Shares, the Company and/ or its subsidiaries.

A circular setting out further information on the A-Smart ESOS 2018 and enclosing the notice of extraordinary general meeting of the Company will be despatched to the shareholders in due course.

**By Order of the Board**

Lim Huan Chiang  
Executive Director and Chief Executive Officer  
13 June 2018