

3CENERGY LIMITED
(Company Registration No.: 197300314D)
(Incorporated in Republic of Singapore)

PROPOSED CHANGE OF AUDITORS FROM ERNST & YOUNG LLP TO DELOITTE & TOUCHE LLP

1. PROPOSED CHANGE OF AUDITORS

- 1.1 The Board of Directors (the "**Board**" or "**Director**") of 3Cnergy Limited (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce the Company's intention to undertake a change of auditors from Messrs Ernst & Young LLP ("**EY**") to Deloitte & Touche LLP ("**Deloitte Singapore**") (the "**Proposed Change of Auditors**").
- 1.2 The Proposed Change of Auditors is recommended by the audit committee of the Company ("**Audit Committee**") in view of several factors, namely, the credentials and reputation of Deloitte Singapore, the adequacy of resources and competency of Deloitte Singapore. Further, the Proposed Change of Auditors will also achieve greater reporting efficiency for the Group's audit arrangement as the auditors for the Group's principal operating subsidiaries' are Deloitte Malaysia, which is also part of the Deloitte Group.
- 1.3 The Board, after reviewing the credentials of audit firms, accepted the Audit Committee's recommendation for the appointment of Deloitte Singapore in place of EY, subject to the approval of the shareholders of the Company ("**Shareholders**") at an extraordinary general meeting ("**EGM**") to be convened.
- 1.4 The Company's existing auditors, EY, was appointed as auditors of the Company since 1991. At the request of the Company, EY have given notice to the Directors of their resignation as auditors on 3 June 2015, and Deloitte Singapore have given their consent to be appointed as the auditors on 5 June 2015, subject to the approval of the Shareholders at the EGM.
- 1.5 The Company would like to propose that Deloitte Singapore be appointed as auditors of the Company. The resignation of EY and the appointment of Deloitte Singapore will take effect upon obtaining the approval of the Shareholders at the EGM.
- 1.6 In accordance with Rule 712(3) of the Listing Manual (Section B: Rules of Catalyst) of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**"), the Company confirms that:
 - (a) there were no disagreements with EY on accounting treatments within the last 12 months;
 - (b) it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this announcement;
 - (c) it is in compliance with Rule 712 and Rule 715 of the Catalyst Rules in relation to the appointment of Deloitte Singapore.
- 1.7 EY have confirmed to Deloitte Singapore by way of a letter dated 3 June 2015, that they are not aware of any professional reason why Deloitte Singapore should not accept the appointment as auditors of the Company. In addition, EY have drawn Deloitte Singapore's attention to the emphasis of matter in the annual report of the Company for the financial year ended 31 December 2014.
- 1.8 The Board wishes to express their appreciation for the services rendered by EY in the past.

2. DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected at the registered office of the Company at 3 Lorong 6 Toa Payoh, #01-01 HSR Building, Singapore 319378 for a period of three (3) months during normal business hours on any weekday (public holidays excepted) from the date of this announcement:

- (a) the Memorandum and Articles of Association of the Company;
- (b) the annual report for the year ended 31 December 2014;
- (c) the notice of resignation as auditors from EY dated 3 June 2015;
- (d) the professional clearance letter issued by EY to Deloitte Singapore dated 3 June 2015;
- (e) the consent to act as auditors from Deloitte Singapore dated 5 June 2015.

A circular containing further details of the Proposed Change of Auditors will be despatched to the Shareholders at a later date setting out the rationale for the Proposed Change of Auditors pursuant to the Catalist Rules.

Meanwhile, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities. When in doubt, Shareholders and potential investors are advised to seek independent advice from their bankers, stockbrokers, solicitors or other professional advisers.

By Order of the Board

Tong Kooi Lian
Managing Director and Chief Executive Officer
5 June 2015

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST and the SGX-ST and Sponsor assume no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Eric Wong (Director, Investment Banking), CIMB Bank Berhad, Singapore Branch, 50 Raffles Place #09-01 Singapore Land Tower, Singapore 048623, telephone (65) 6337 5115.