



NICO STEEL HOLDINGS LIMITED

Company Registration No. 200104166D
(Incorporated in the Republic of Singapore)

ISSUE OF 2.0% REDEEMABLE CONVERTIBLE BONDS DUE 2018 WITH AN AGGREGATE PRINCIPAL AMOUNT OF UP TO S\$50,000,000

(i) ISSUE OF SECOND SUB-TRANCHE OF THE TRANCHE 1 BONDS

(ii) ISSUE OF CONVERSION SHARES

Unless otherwise defined, all capitalised terms used in this announcement shall bear the meanings as ascribed to them in the Company's Circular to shareholder dated 5 February 2016 (the "Circular").

The Board of Directors (the "**Board**") of Nico Steel Holdings Limited (the "**Company**") refers to the Circular and the extraordinary general meeting held on 25 February 2016 in relation to, amongst others, the issuance of up to S\$50,000,000 redeemable convertible bonds due 2018 (the "**Bonds**") to Premier Equity Fund Sub Fund H and the issuance of up to 5,000,000,000 Conversion Shares upon conversion of the Bonds.

Further to the announcement released by the Company on 17 March 2016, the Board wishes to announce that in accordance with the terms and subject to the conditions of the Subscription Agreement dated 30 September 2015, the Company has issued the second sub-tranche of the Tranche 1 Bonds in the principal amount of S\$1,000,000 to Premier Equity Fund Sub Fund H on 29 November 2016.

The Board further refer to the announcements of the Company dated 30 September 2015, 27 January 2016, 17 March 2016, 18 March 2016, 23 March 2016, 8 June 2016 and 10 June 2016 in relation to the issue of the Bonds and wishes to announce that the Bondholder had on 29 November 2016 opted to exercise its right to convert the remaining first sub-tranche and part of second sub-tranche of the Tranche 1 Bonds in the principal amount of S\$300,000 in accordance with the terms and subject to the conditions of the Subscription Agreement.

Pursuant to the said conversion, 30,000,000 Conversion Shares have been issued to the Bondholder at a Conversion Price of S\$0.010 as determined under the Conditions of Issue of Bonds in the following manner as opted by the Bondholder:

90% of the average of the traded volume weighted average price per Share for any three (3) consecutive Trading Days determined at the sole and absolute discretion of the Bondholder, during the 25 Trading Days immediately preceding the relevant Conversion Date. The Conversion Price shall not be lower than the Minimum Conversion Price of S\$0.010 (subject to adjustments in accordance with the terms and conditions of the RCBs). The three (3) consecutive Trading Days and their average of the traded volume weighted average price per Share are as follows:

Date	Volume Weighted Average Price
4 October 2016	S\$0.0080 ("X")
2 November 2016	S\$0.0107 ("Y")
3 November 2016	S\$0.0139 ("Z")

As such, the Conversion Price is determined by the following calculation:

$$\text{Conversion Price} = \frac{X + Y + Z}{3} \times 0.90 = \text{S\$}0.010$$

The Conversion Shares will rank *pari passu* in all respects with and carry all rights similar to Shares in issue then, save for any dividends, rights, allotments and other distributions, the record date of which falls on or before the date of the issue of the Conversion Shares. Following the allotment and issuance of the Conversion Shares on 29 November 2016, the Company's total number of issued shares has increased from 197,620,722 Shares to 227,620,722 Shares.

The Company would release a separate announcement on the listing and quotation of the Conversion Shares.

BY ORDER OF THE BOARD

Danny Tan Chee Khiong
Executive Chairman & President

29 November 2016