

**INTEREST-FREE LOAN FROM CONTROLLING SHAREHOLDER**

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1. The Board of Directors (the “**Board**”) of Adventus Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that the Company had on 19 September 2018, entered into a shareholder’s loan agreement (the “**Shareholder’s Loan Agreement**”) with its Chairman and Executive Director, Mr. Chin Bay Ching (“**Mr. Chin**”), in relation to the provision by Mr. Chin of an unsecured and interest-free loan of S\$1,000,000 to the Company (the “**Loan**”).

Mr. Chin is also a controlling shareholder of the Company, holding direct interests of approximately 63.81% of the total issued share capital of the Company as at the date of this announcement. Mr. Chin is also a member of the Nominating Committee of the Company.

For the purpose of Chapter 9 of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: the Rules of Catalist (“**Catalist Rules**”), Mr. Chin is considered an “interested person” and the Loan from Mr. Chin constitutes an “interested person transaction”. However, as the Loan is interest-free, there is no value at risk to the Company. Thus, the requirements for announcement and/or shareholders’ approval under Chapter 9 of the Catalist Rules are not applicable to the Loan.

The Loan shall be repaid either in instalments of S\$250,000 annually, commencing on 26 September 2019 and ending on 26 September 2022 or upon request by Mr. Chin. Repayment will also be subject to the Group’s working capital needs and availability of funds as determined by the Audit Committee.

2. The Company intends to use the Shareholder’s Loan for the Group’s general corporate and working capital purposes.
3. Both Mr. Chin and Executive Director of the Company, Mr. Chin Rui Xiang, who is also the son of Mr. Chin and therefore an associate of Mr. Chin, have abstained from the review and approval process for the Loan.
4. The Board and the Audit Committee, having reviewed the terms and conditions of the Shareholder’s Loan Agreement, are of the view that the Loan is not prejudicial to the interests of the Company and its minority shareholders.
5. Save as disclosed above, none of the directors and/or substantial shareholders of the Company has any interest, direct or indirect (other than through their respective shareholdings in the Company) in the Loan.

**BY ORDER OF THE BOARD**

Chin Bay Ching  
Chairman and Executive Director  
19 September 2018

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (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 assumes 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:-*

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