

HALCYON AGRI CORPORATION LIMITED

Company Registration No. 200504595D
(Incorporated in the Republic of Singapore)

S\$125,000,000 6.50 PER CENT. NOTES DUE 2019 COMPRISED IN SERIES 001 (ISIN: SG6SC1000002) (THE "SERIES 001 NOTES") ISSUED BY HALCYON AGRI CORPORATION LIMITED (THE "COMPANY") PURSUANT TO ITS S\$300,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME (THE "PROGRAMME") ESTABLISHED ON 25 APRIL 2014

Announcement of results of consent solicitation by the Company in connection with the Series 001 Notes as at the Early Acceptance Fee Deadline

Reference is made to the announcement made by the Company on 18 December 2014 (the "**Announcement**") in relation to the commencement of a consent solicitation process by the Company in connection with the Series 001 Notes. Capitalised terms used but not otherwise defined in this announcement shall have the same meanings ascribed to them in the Announcement and the consent solicitation statement dated 18 December 2014 (the "**Consent Solicitation Statement**") issued by the Company.

The Company wishes to announce that as at 5.00 p.m. (Singapore time) on 29 December 2014 (the "**Early Acceptance Fee Deadline**"), holders of S\$103,500,000 in aggregate principal amount of the Series 001 Notes have submitted duly completed Voting Instruction Forms to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the Meeting and holders of S\$1,000,000 in aggregate principal amount of the Series 001 Notes have submitted duly completed Voting Instruction Forms to the Meeting Agent to have their votes cast against the Extraordinary Resolution at the Meeting. Accordingly, votes in respect of S\$103,500,000 in aggregate principal amount of the Series 001 Notes will be cast in favour of the Extraordinary Resolution at the Meeting.

Those Noteholders who deliver, or arrange to have delivered on their behalf, valid Voting Instructions on or prior to the Early Acceptance Fee Deadline to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the Meeting will not be able to revoke or amend such Voting Instructions at any time after the Early Acceptance Fee Deadline.

The Consent Solicitation will expire at 10.00 a.m. (Singapore time) on 9 January 2015, unless extended or earlier terminated (such time and date, as the same may be extended or earlier terminated, the "**Expiration Time**").

Subject to the Settlement Conditions, Noteholders who deliver, or arrange to have delivered on their behalf, valid Voting Instructions on or prior to the Early Acceptance Fee Deadline to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the Meeting (such Voting Instructions being irrevocable at any time after the Early Acceptance Fee Deadline) will be eligible to receive an Early Acceptance Fee.

Subject to the Settlement Conditions, Noteholders who vote in favour of the Extraordinary Resolution at the Meeting or deliver, or arrange to have delivered on their behalf, valid Voting Instructions after the Early Acceptance Fee Deadline but on or prior to the Expiration Time to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the Meeting (and such Voting

Instructions are not revoked) will not be eligible for the Early Acceptance Fee and will instead receive the Normal Consent Fee.

Based on the Voting Instructions received at the Early Acceptance Fee Deadline, it is expected that the quorum required for the Meeting will be met and that the Extraordinary Resolution will be passed at the Meeting.

A copy of the Consent Solicitation Statement has been mailed to the Noteholders with an address in Singapore. In order to avoid any violation of laws applicable in countries other than Singapore, the Consent Solicitation Statement has not been and will not be mailed to Noteholders who do not presently have an address in Singapore ("**Foreign Noteholders**"). Foreign Noteholders who wish to obtain a copy of the Consent Solicitation Statement should provide in writing such address in Singapore to Tricor Singapore Pte. Ltd. (trading as Tricor Barbinder Share Registration Services), as meeting agent in connection with the Consent Solicitation, not later than five days before the Expiration Time.

In addition, Noteholders who have not submitted Voting Instructions may collect copies of the Consent Solicitation Statement from the office of Tricor Singapore Pte. Ltd. (trading as Tricor Barbinder Share Registration Services), as meeting agent in connection with the Consent Solicitation, at 80 Robinson Road, #02-00, Singapore 068898 from 18 December 2014, between 9.00 a.m. to 6.00 p.m. (Singapore time) from Mondays to Fridays (excluding public holidays), up to 10.00 a.m. (Singapore time) on 9 January 2015.

By Order of the Board

Pascal Demierre
Executive Director
30 December 2014

NOTE: This announcement does not constitute an invitation to participate in the Invitation. No offer or invitation to issue or redeem any securities is being made pursuant to this release. This announcement must be read in conjunction with the Invitation Memorandum. This announcement does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Company or any other entity.