Kingsmen Creatives Ltd.
(Company Registration Number 200210790Z)

CHANGE IN SHAREHOLDING IN AN ASSOCIATED COMPANY, KINGSMEN C.M.T.I. PUBLIC LIMITED COMPANY

The Board of Directors (the "**Board**") of Kingsmen Creatives Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce the launch of the initial public offering (the "**IPO**") of Kingsmen C.M.T.I. Public Limited Company ("**Kingsmen C.M.T.I.**"), a company incorporated in Thailand in which the Company holds 30 million ordinary shares ("**Shares**") representing 20% of the issued and paid-up share capital of Kingsmen C.M.T.I., on the Market for Alternative Investment of the Stock Exchange of Thailand ("**MAI**"). The principal activities of Kingsmen C.M.T.I. are the design and production of interiors, exhibitions, decorations and museums.

In connection with the IPO, the Company agreed to sell 10 million Shares as vendor shares ("**Vendor Shares**") and Kingsmen C.M.T.I. agreed to issue 50 million Shares as new Shares, on the terms and subject to the conditions of the underwriting agreement dated 30 November 2015 entered into between the Company, Kingsmen C.M.T.I. and Thanachart Securities Public Company Limited (the "**Proposed Transaction**").

Upon the completion of the Proposed Transaction, which is conditional upon, *inter alia*, the successful listing of Kingsmen C.M.T.I. on the MAI, the Company will hold 20 million Shares, representing 10% of the post-IPO enlarged issued and paid-up share capital of Kingsmen C.M.T.I., and Kingsmen C.M.T.I. will cease to be an associated company of the Group.

The sale price has been fixed at Thai Baht (THB) 5.8 for each Vendor Share ("**IPO Price**"). Assuming all the Vendor Shares are sold, the aggregate consideration for the sale of the Vendor Shares shall be THB 58 million ("**Consideration**"), or approximately S$2.3 million, and is payable in cash.

The book value and net tangible asset value of the 20% equity interest held by the Company in Kingsmen C.M.T.I. before the Proposed Transaction as at 30 September 2015 is approximately THB 22.4 million (S$0.9 million) and the latest available open market value, based on the IPO Price, is THB 174 million, or approximately S$6.8 million. The net gain resulting from the Proposed Transaction is approximately S$5.8 million.

As each of the relative figures computed on the bases set out in Rule 1006 of the Listing Manual of the SGX-ST (the "**Listing Manual**") is less than 5%, the Proposed Transaction constitutes a non-discloseable transaction under Chapter 10 of the Listing Manual.

None of the Directors and controlling shareholders of the Company has any interest, whether direct or indirect, in the Proposed Transaction (other than through their shareholdings in the Company).

BY ORDER OF THE BOARD

Soh Siak Poh Benedict
Executive Chairman

30 November 2015

IMPORTANT NOTICE

The information contained in this announcement does not constitute or form any part of an offer of, or invitation or solicitation to purchase or subscribe for, the shares of Kingsmen C.M.T.I. in Singapore or any other jurisdiction, whether directly or indirectly, nor shall it or any part of it form the basis of, or be relied on in connection with, any contract or commitment whatsoever. The information in this announcement is qualified in its entirety by, and is subject to, the more detailed information set out in the final prospectus issued by Kingsmen C.M.T.I..