

MANHATTAN RESOURCES LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 199006289K)

COMPLETION OF THE PROPOSED ACQUISITION OF 92.18% EQUITY INTEREST IN PT KARIANGAU POWER

1. Introduction

- 1.1 The board of directors ("**Directors**" or "**Board**") of Manhattan Resources Limited ("**Company**") refers to the Company's announcements dated 14 March 2016 and 29 April 2016 and the circular to Shareholders dated 14 June 2016 ("**Circular**") in relation to, amongst others, the proposed acquisition of 92.18% equity interest in PT Kariangau Power ("**PT KP**") ("**Proposed Acquisition**"). Unless otherwise defined herein, all capitalised terms used herein shall bear the meanings ascribed to them in the Circular.

2. Completion of the Proposed Acquisition

- 2.1 Following the satisfaction of the Conditions Precedent under the Sale and Purchase Agreement, the Board is pleased to announce that SLM Holding, a wholly owned subsidiary of the Company, had on 29 June 2016 completed the Proposed Acquisition.
- 2.2 The purchase consideration for the Proposed Acquisition was adjusted downwards due to the occurrence of the NCL Adjustment event. The final purchase consideration as adjusted by the NCL Adjustment Amount which ERI is entitled to receive is approximately US\$35,710,000 ("**Adjusted Consideration**").
- 2.3 To this end, the First Tranche Payment (being US\$4,000,000) has already been paid in accordance with the Sale and Purchase Agreement, and the remaining of the Adjusted Consideration (being approximately US\$35,710,000) remains payable to ERI ("**Outstanding Amount**").
- 2.4 Upon mutual agreement by SLM Holding and ERI, the payment of the Outstanding Amount (being approximately US\$31,710,000) by SLM Holding in favour of ERI will be payable by 30 September 2016 (or such other date as SLM Holding and ERI may mutually agree in writing).
- 2.5 Pursuant to the completion of the Proposed Acquisition, SLM Holding now holds 92.18% equity interest in PT KP. Accordingly, PT KP is now an indirect subsidiary of the Company. The legalisation of the transfer of the Sale Shares from ERI to SLM Holding has been completed.
- 2.6 The Company will update Shareholders on matters in relation to the payment of the Outstanding Amount in due course.

3. Directors' Responsibility Statement

The Directors (including those who have been delegated supervision of this announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Acquisition, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the

Directors has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Low Yi Ngo
Chief Executive Officer and Managing Director
29 June 2016