



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

- ISSUANCE 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 Circulars to shareholder dated 5 February 2016 and 18 September 2017 respectively (collectively, the "Circulars").

The Board of Directors (the "**Board**") of Nico Steel Holdings Limited (the "**Company**") refers 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, 10 June 2016, 29 November 2016, 30 November 2016, 1 December 2016, 12 December 2016, 13 December 2016, 6 January 2017, 11 January 2017, 12 January 2017, 13 January 2017, 16 January 2017, 17 January 2017, 19 January 2017, 20 January 2017, 23 January 2017, 24 January 2017, 26 January 2017, 31 January 2017, 10 February 2017, 13 February 2017, 14 February 2017, 15 February 2017, 17 February 2017, 21 February 2017, 15 June 2017, 16 June 2017, 19 June 2017, 29 November 2017, 30 November 2017, 1 December 2017, 4 December 2017 and 20 December 2017 in relation to the issue of 2.0% redeemable convertible bonds due 2018 in the aggregate principal amount of up to S\$50,000,000 (the "**Bonds**") and wishes to announce that the Bondholder had on 21 December 2017 opted to exercise its right to convert part of sixth sub-tranche of the Tranche 1 Bonds in the principal amount of S\$100,000 in accordance with the terms and subject to the conditions of the Subscription Agreement.

Pursuant to the said conversion, 33,333,333 Conversion Shares have been issued to the Bondholder at a Conversion Price of S\$0.003 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\$0.001 (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
1 December 2017	S\$0.0044 ("X")
4 December 2017	S\$0.0042 ("Y")
5 December 2017	S\$0.0040 ("Z")

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

$$\text{Conversion Price} = \frac{X + Y + Z}{3} \times 0.90 = \text{S\$0.003 (rounded down)}$$

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 21 December 2017, the Company's total number of issued shares has increased from 728,832,842 Shares to 762,166,175 Shares.

As previously announced by the Company, the issuance by the Company, and subscription by Premier Equity Fund Sub Fund H of the Shares was pursuant to the request of the Company made to Premier Equity Fund Sub Fund H to increase the working capital of the Group.

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

BY ORDER OF THE BOARD

Tan Chee Khiong Danny
Executive Chairman & President

21 December 2017