

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"), for compliance with the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B : Rules of Catalyst. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.

**NOTICE OF CONVERSION OF ALL OUTSTANDING LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$2,700,000 ("NOTES") PURSUANT TO A CONVERTIBLE LOAN NOTE AGREEMENT (THE "CLN AGREEMENT") ENTERED INTO BETWEEN THE COMPANY AND RHODUS CAPITAL LIMITED
- LISTING AND QUOTATION OF 18,000,000 CONVERSION SHARES**

The Board of Directors (the "**Board**") of Natural Cool Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the following earlier announcements:

- (a) its earlier announcement entitled "(1) EXTENSION OF MATURITY DATE OF CONVERTIBLE LOAN NOTE AGREEMENT DATED 22 JANUARY 2013; (2) ENTRY INTO OF A CONVERTIBLE LOAN NOTE AGREEMENT BY THE COMPANY FOR THE ISSANCE OF UNSECURED CONVERTIBLE LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$3,750,000" dated 22 May 2015;
- (b) its earlier announcement entitled "ISSUANCE OF UNSECURED LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$2,700,000 ("NOTES") PURSUANT TO A CONVERTIBLE LOAN NOTE AGREEMENT (THE "CLN AGREEMENT") ENTERED INTO BETWEEN THE COMPANY AND RHODUS CAPITAL LIMITED – RECEIPT OF IN-PRINCIPLE APPROVAL FOR THE LISTING AND QUOTATION OF UP TO 18,000,000 NEW ORDINARY SHARES (THE "CONVERSION SHARES") ISSUED PURSUANT TO THE CONVERSION OF THE NOTES, AT A CONVERSION PRICE OF S\$0.15 FOR EACH CONVERSION SHARE" dated 4 June 2015;
- (c) its earlier announcement entitled "COMPLETION OF THE ISSUANCE OF UNSECURED LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$2,700,000 ("NOTES") PURSUANT TO A CONVERTIBLE LOAN NOTE AGREEMENT (THE "CLN AGREEMENT") ENTERED INTO BETWEEN THE COMPANY AND RHODUS CAPITAL LIMITED" dated 8 June 2015; and
- (d) its earlier announcement entitled "MATURITY OF ALL OUTSTANDING LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$2,700,000 ("NOTES") PURSUANT TO A CONVERTIBLE LOAN NOTE AGREEMENT (THE "CLN AGREEMENT") ENTERED INTO BETWEEN THE COMPANY AND RHODUS CAPITAL LIMITED" dated 19 May 2016.

- (e) its earlier announcement entitled “NOTICE OF CONVERSION OF ALL OUTSTANDING LOAN NOTES OF AN AGGREGATE PRINCIPAL AMOUNT OF S\$2,700,000 (“NOTES”) PURSUANT TO A CONVERTIBLE LOAN NOTE AGREEMENT (THE “CLN AGREEMENT”) ENTERED INTO BETWEEN THE COMPANY AND RHODUS CAPITAL LIMITED” dated 25 May 2016.

All capitalized terms used in this announcement shall bear the same meaning as in the Company’s earlier announcements dated 22 May 2015, 4 June 2015, 8 June 2015, 19 May 2016 and 25 May 2016.

The Board wishes to announce that the 18,000,000 Conversion Shares allotted and issued on 25 May 2016 will be listed and quoted for trading on the Catalist Board of the Singapore Exchange Securities Trading Limited at 9.00 a.m. on 30 May 2016.

By Order of the Board

Leaw Wei Siang
Company Secretary
30 May 2016

About Natural Cool Holdings Limited

Established in 1989 and listed on Catalist (formerly known as SESDAQ) in May 2006, Natural Cool provides installation, maintenance, repair and replacement services for air-conditioning systems to the residential segment, both public and private; and commercial sectors, which include factories, offices, condominiums, schools and hospitals, in Singapore. In addition, the Group sells air-conditioning components and tools used for the installation and servicing of air-conditioning business.