

NOTICE OF EXPIRY OF WARRANTS

**TO : ALL HOLDERS OF WARRANTS IN METAL COMPONENT ENGINEERING LIMITED
(THE "COMPANY")**

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

In this Notice, the term "**Warrants**" refer to all warrants issued by the Company, the terms and conditions of which are constituted in the deed poll dated 6 August 2012 executed by the Company (the "**Deed Poll**").

Holders of the Company's Warrant ("**Warranholders**") who have sold their Warrants should immediately upon receipt of a copy of this Notice, send it to the purchase or the bank, stockbroker or agent through whom the sale was affected for onward transmission to the purchaser.

Where capitalised terms are used in this Notice and not otherwise defined, such capitalised terms shall bear the same meaning as ascribed to them in the Company's offer information statement relating to, inter alia, the issuance of the Warrants dated 10 August 2012.

1. EXPIRY OF WARRANTS ON FRIDAY, 8 SEPTEMBER 2017 AT 5.00 P.M.

NOTICE IS HEREBY GIVEN to the Warranholders that in accordance with the terms and conditions of the Warrants (the "**Warrant Conditions**"), the rights to subscribe for new shares in the capital of the Company (the "**New Shares**") by way of exercise of the Warrants will expire at **5.00 p.m. on Friday, 8 September 2017** (the "**Expiry Date**"), being the market day immediately preceding the fifth anniversary of the date of issue of the Warrants.

After 5.00 p.m. on the Expiry Date, any Warrant which has not been exercised will lapse and cease to be valid for any purpose whatsoever.

2. EXERCISE PRICE

The exercise price of the Warrants is S\$0.05 for each New Share (the "**Exercise Price**").

Each Warrant shall entitle the Warranholder to subscribe for one (1) New Share upon the exercise thereof. The Warranholders should note that the exercise of the Warrants is subject to and contingent upon certain conditions as specified in the Warrant Conditions being satisfied.

3. PROCEDURE FOR EXERCISE OF WARRANTS

Warrantheolders who wish to exercise their subscription rights must do so in accordance with the Warrant Conditions. In order to exercise the Warrants, a Warrantheolder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the “**Exercise Notice**”).

Copies of the Exercise Notice are available from the warrant agent, M & C Services Private Limited (“**Warrant Agent**”). The address, telephone number and business hours of the Warrant Agent are as follows:-

M & C Services Private Limited

112 Robinson Road #05-01

Singapore 068902

Telephone number: (65) 6228 0530

Business hours: 8.45 a.m. to 5.45 p.m. from Mondays to Fridays
(Closed on Saturdays, Sundays and Public Holidays)

Pursuant to the Warrant Conditions, in order to exercise the Warrants, the Warrantheolder(s) must before 3.00 p.m. on any Business Day and before 5.00 p.m. on the Expiry Date, during the Exercise Period:-

- (i) lodge, so as to be received at the specified office of the Warrant Agent, the relevant Warrant Certificate registered in the name of the exercising Warrantheolder or CDP (as the case may be) together with the Exercise Notice (copies of which may be obtained from the Warrant Agent) in respect of the Warrant to be exercised, duly completed in accordance with the instructions on such form and signed by or on behalf of the exercising Warrantheolder and duly stamped in accordance with any law for the time being in force relating to stamp duty (if applicable), save that the Warrant Agent may dispense with or defer the production of the relevant Warrant Certificate if such Warrant Certificate is registered in the name of CDP;
- (ii) furnish such evidence (if any) as the Warrant Agent may require to determine or verify the due execution of the Exercise Notice by or on behalf of the exercising Warrantheolder (including every joint Warrantheolder, if any) or otherwise to ensure the due exercise of the Warrant and such other evidence as the Company may require to verify due compliance with and for the purposes of administering and implementing the restrictions and provisions set out in these Conditions;
- (iii) pay the Exercise Price in accordance with the provisions of condition 4(b) of the Warrant Conditions, which shall be made
- (iv) pay any deposit or other fees or expenses for the time being chargeable by and payable to CDP (if any) and any stamp, issue, registration or other similar taxes, fees or duties arising on the exercise of the Warrant as the Warrant Agent may require; and
- (v) pay any fees for certificates of the New Shares to be issued, submit any necessary documents required in order to effect, and pay the expenses of, the registration of the New Shares in the name of the exercising Warrantheolder or CDP (as the case may be) and the delivery of certificates for the New Shares and any property or other securities to be delivered upon exercise of the Warrant to the place specified by the Warrantheolder in the Exercise Notice;
- (vi) any exercise by a Warrantheolder in respect of Warrants registered in the name of CDP will be conditional upon (a) the number of Warrants so exercised being credited to the “Free” balance of the Securities Account of the exercising Warrantheolder and remaining so credited

until the relevant Exercise Date; (b) the relevant Exercise Notice specifying that the New Shares to be issued on exercise of the Warrants are to be credited to the Securities Account of the exercising Warrantholder; or (c) in the case where funds standing to the credit of a CPF Investment Account are to be used for the payment of the Exercise Price, are to be credited to the Securities Account of the nominee company of the CPF Approved Bank as specified in the Exercise Notice, failing which the Exercise Notice shall be void and all rights of the exercising Warrantholder and of any other person thereunder shall cease.

Any New Shares arising from such exercise of the Warrants will rank *pari passu* in all respects with the then existing Shares of the Company, save for dividends, rights, allotments and other distributions that may be declared or paid, the Record Date of which is on or before the relevant Exercise Date of the Warrants. “**Record Date**” in this context means, in relation to any dividends, rights, allotments or other distributions, the date as at the close of business on which shareholders of the Company must be registered with CDP or the Company, as the case may be, in order to participate in such dividends, rights, allotments or other distributions.

4. LAST DAY FOR TRADING IN WARRANTS

The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) will be **31 August 2017**, and trading will cease with effect from **9.00 a.m. on 4 September 2017**. The Warrants will then be de-listed from Official List of the SGX-ST with effect from **9.00 a.m. on 11 September 2017**.

AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON FRIDAY, 8 SEPTEMBER 2017, ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.

BY ORDER OF THE BOARD

Lee Wei Hsiung
Mak Peng Leong, Philip
Company Secretaries

Date: 8 August 2017

*This notice has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (“**Sponsor**”), for compliance with the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this notice.*

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made, or reports contained in this notice.

The contact person for the Sponsor is Ms. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd., at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.