

INFINIO GROUP LIMITED

(Incorporated in Singapore)
(Company Registration No.: 199801660M)

UPDATE ON PLANS FOR THE GROUP

Further to the monthly update announcement dated 29 April 2016, the board of directors ("**Board**") of Infinito Group Limited ("**Infinito**" or the "**Company**") wishes to update the shareholders of the Company ("**Shareholders**") the following intentions of the Company and its subsidiaries (collectively, the "**Group**"):-

- (a) The Board has decided and intends to conduct a fund raising, subject inter-alia to definite agreements and market conditions, via placement (the "**Proposed Placement**") of up to 5,000,000,000 new ordinary shares in the capital of the Company ("**Placement Shares**") at an issue price of about S\$0.0012 for each Placement Share. The Directors intend to raise funds to , *inter alia*, finance the general working capital requirement of the Group (including but not limited repayment of certain non-trade creditors like professionals), and any possible acquisitions or investment opportunities, which the Group is exploring or may make or embark upon (including but not limited to the possible acquisition of a retail business as elaborated in paragraph (c) below). Funds raised will inter alia, be used for payment of fees and expenses in connection with the evaluation and undertaking potential corporate actions, professional fees, expenses or any other transaction costs. The Company is in the midst of selecting a placement agent. Shareholders should note that the terms for the Proposed Placement (including, inter alia, number of Placement Shares to be issued and issue price for such Placement Shares) are subject to definitive agreements to be entered between the Company, appointment of a placement agent, or where applicable, identification and agreement of end-placees. As at the date of this announcement, no placement agent has been appointed or definitive agreement executed in connection with the Proposed Placement.
- (b) The Company is currently in negotiations with certain non-trade creditors of the Company for conversion of amounts owed by the Company (the "**Proposed Debt Conversion**") into such number of new ordinary shares in the capital of the Company ("**Conversion Shares**") at an issue price to be determined. The intention for the Proposed Debt Conversion, is to facilitate the settlement of amounts owed by the Company to certain non-trade creditors. The conversion of debt into equity is intended to reduce the debt burden of the Company without adversely affecting its cash flows. As at the date of this announcement, no definitive agreement has been entered into by the Company in connection with the Proposed Debt Conversion.
- (c) The Company is currently in negotiations for a possible acquisition of or investment in a company, engaged in a retail business (the "**Proposed Acquisition**"). Subject to terms and conditions to be agreed upon, the Directors do not intend the Proposed Acquisition to result in a reverse takeover of or very substantial acquisition of the Company. As at the date of this announcement, no definitive agreement has been entered into in connection with the Proposed Acquisition.
- (d) In view of the current economic situation and general sentiments in connection with resources based assets and businesses, there are currently no further material developments or updates for the ongoing negotiation with potential investors/third parties for the possible acquisition of and/or to manage the operation of the Birthday Mine since the monthly update announcement dated 29 April 2016.

The Company will make such further announcements in connection with the Proposed Placement, the Proposed Debt Conversion and the Proposed Acquisition, in compliance with requirements of the Listing Manual of the Singapore Exchange Securities Trading Limited Section B: Rules of Catalyst ("**Catalist Rules**") where applicable. The Company undertakes that it will comply with relevant requirements of the Catalyst Rules including but not limited, where applicable, to seek Shareholders' approval for the Proposed Placement, the Proposed Debt Conversion and the Proposed Acquisition.

The Company and the Board confirm that they are not aware of any other material information (including but not limited to financial information) with respect to the Group, the Proposed Placement,

the Proposed Debt Conversion, and the Proposed Acquisition which was not formally disclosed or announced.

Cautionary Statement

Shareholders should note that the Proposed Placement, the Proposed Debt Conversion and the Proposed Acquisition are subject to finalisation of discussions or negotiations or execution of relevant definitive agreements with terms and conditions to be agreed by the Company and the respective parties (including but not limited to the placement agent, the end places, the non-trade creditors of the Company, as well as the vendors for the Proposed Acquisition). Shareholders are advised to exercise caution in trading their shares as there is no certainty or assurance as at the date of this announcement that the Proposed Placement, the Proposed Debt Conversion and the Proposed Acquisition will materialize. Shareholders should also note that the terms and conditions for Proposed Placement, the Proposed Debt Conversion and the Proposed Acquisition are currently being negotiated and that no definitive terms has been agreed upon and that it is not certain that parties to the transaction will agree on mutually acceptable terms and conditions. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

**BY ORDER OF THE BOARD
INFINIO GROUP LIMITED**

Lim Yeow Sun
Executive Director
6 May 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("Sponsor"), Asian Corporate Advisors Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("Exchange"). The Company's Sponsor has not independently verified the contents of this announcement including the correctness of any of the figures used, statements or opinions made.

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

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