

AMPLEFIELD LIMITED (the “Company”)

(Company Registration Number 198900188N)

(Incorporated in the Republic of Singapore)

THE PROPOSED CONSOLIDATION OF EVERY TEN (10) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY INTO ONE (1) ORDINARY SHARE (THE “PROPOSED SHARE CONSOLIDATION”)

Unless otherwise defined, all capitalised terms shall bear the same meanings ascribed to them in the Announcements (as defined hereinafter).

1. INTRODUCTION

The Board of Directors (the “**Board**”) of the Company refers to the announcements made by the Company dated 29 August 2014 and 8 December 2014 (the “**Announcements**”). The Proposed Share Consolidation is subject to approval from the Shareholders at the EGM to be convened.

2. NOTICE OF BOOKS CLOSURE DATE

Subject to the approval of Shareholders for the Proposed Share Consolidation at the EGM to be convened, NOTICE IS HEREBY GIVEN that the Register of Members of the Company will be closed at 5.00 p.m. on 5 February 2015 (the “**Books Closure Date**”) in order to determine the entitlements of Shareholders for purposes of the Proposed Share Consolidation.

After the Books Closure Date, every ten (10) Existing Shares registered in the name, or standing to the credit of the securities account, of each Shareholder or Depositor (as the case may be) as at the Books Closure Date will be consolidated to constitute one (1) Consolidated Share, fractional entitlements to be disregarded. Each Consolidated Share will rank *pari passu* in all respects with each other. The Consolidated Shares will be traded in board lots of 100 Consolidated Shares.

The Proposed Share Consolidation shall be effective from 9.00 a.m. on the Market Day immediately following the Books Closure Date, being 6 February 2015, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder respectively based on their shareholdings in the Company as at the Books Closure Date as at the Books Closure Date (the “**Share Consolidation Effective Date**”).

Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holdings of Existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share, and any fractions of a Consolidated Share arising from the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

3. SHARE CERTIFICATES

3.1 Deposit of Share Certificates with CDP

Shareholders who hold physical share certificates for the Existing Shares in their own names (the “**Old Share Certificates**”) and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates with CDP, together with duly executed instruments of transfer in favour of CDP, no later than twelve (12) days (being days on which the SGX-ST is open for the trading in securities) (“**Market Days**”) prior to the Books Closure Date.

After the Books Closure Date, CDP will only accept the deposit of share certificates for Consolidated Shares (“**New Share Certificates**”). Shareholders who wish to deposit their share certificates with CDP

after the Books Closure Date must first deliver their Old Share Certificates to the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

3.2 ***Issue of New Share Certificates***

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Books Closure Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 as soon as possible after they have been notified of the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of Shareholders at their own risk within ten (10) Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders are to deliver their respective Old Share Certificates to the Company's Share Registrar or CDP in accordance with the provisions set out above only after the announcement of the Books Closure Date by the Company.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Registrar for cancellation. Shareholders should notify the Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members of the Company.

3.3 ***Share Certificates Not Valid for Settlement of Trades on the Mainboard of the SGX-ST***

Shareholders are reminded that their physical share certificates are not valid for settlement of trading in the Shares on the Mainboard of the SGX-ST, as the Company is under a book-entry (scripless) settlement system, but will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the Main Board of the SGX-ST although they will continue to be *prima facie* evidence of legal title.

4 **TRADING ARRANGEMENTS FOR THE CONSOLIDATED SHARES**

Subject to the approval for the Proposed Share Consolidation by Shareholders at the EGM, notwithstanding that the Share Consolidation will only become effective on the Share Consolidation Effective Date (being the date on which the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder respectively based on the number of Shares held by them as at the Books Closure Date), the shares of the Company will begin trading in board lots of 100 Consolidated Shares at 9.00 a.m. on 3 February 2015 (the "**Effective Trading Date**").

The Effective Trading Date is three (3) Market Days before the Share Consolidation Effective Date on account of the fact that trades on the SGX-ST are settled on a "T+3" settlement cycle, that is, a purchase or sale of Shares on day T will be settled at T plus three Market Days later. Accordingly, ten (10) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading

Date. Trading in the Existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

To illustrate, if a Shareholder holds 1,000,000 Shares on the Market Day immediately preceding the Effective Trading Date, he may only sell a maximum of 100,000 Shares with effect from the Effective Trading Date. If he sells 1,000,000 Shares on the Effective Trading Date, such Shareholder would be short-selling as he will not be able to deliver the additional 900,000 Shares on the date of settlement of such trade, being the Share Consolidation Effective Date.

5. INDICATIVE TIMETABLE

Subject to the approval for the Proposed Share Consolidation by Shareholders at the EGM, the table below sets out the indicative timetable for the Proposed Share Consolidation.

Time and Date	Event
29 December 2014 (Monday)	Announcement of Notice of Books Closure Date for the Share Consolidation
5 p.m. on 2 February 2015 (Monday)	Last day for trading of the Existing Shares
9 a.m. on 3 February 2015 (Tuesday)	Effective Trading Date (Commencement of trading of the Consolidated Shares on the SGX-ST)
5 p.m. on 5 February 2015 (Thursday)	Books Closure Date for the Proposed Share Consolidation
9 a.m. on 6 February 2015 (Friday)	Share Consolidation Effective Date (Proposed Share Consolidation becomes effective)

6. APPROVAL

The Proposed Share Consolidation is subject to, *inter alia*, approval from Shareholders at the EGM to be convened.

7. DESPATCH OF CIRCULAR

The notice of EGM and a circular containing, *inter alia*, further information on the Proposed Share Consolidation will be despatched to Shareholders in due course.

Meanwhile, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities. When in doubt, shareholders and potential investors are advised to seek independent advice from their bankers, stockbrokers, solicitors or other professional advisers.

BY ORDER OF THE BOARD

Yap Weng Yau
CFO/Director
29 December 2014