



SHC CAPITAL ASIA LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 201201631D)

PROPOSED ACQUISITION BY SHC CAPITAL ASIA LIMITED OF CERTAIN TOURISM RELATED BUSINESSES IN THE REPUBLIC OF THE UNION OF MYANMAR (THE "PROPOSED ACQUISITION") – LODGEMENT AND DESPATCH OF CIRCULAR

Unless otherwise defined, capitalised terms used herein shall bear the meanings ascribed to them in the Company's announcements dated 24 October 2016, 22 December 2016, 24 December 2016, 21 June 2017, 17 August 2017, 26 September 2017, 29 September 2017, 17 November 2017 and 20 November 2017 in relation to the Proposed Acquisition ("**Announcements**").

1. INTRODUCTION

The Board of Directors of SHC Capital Asia Limited ("**Company**") refers to the Announcements relating to the Proposed Acquisition.

2. LODGEMENT AND DESPATCH OF CIRCULAR

2.1 The Board wishes to announce that the Company has on 20 November 2017 lodged a circular dated 20 November 2017 ("**Circular**"), containing information on, *inter alia*, the Proposed Acquisition, with the SGX-ST acting as agent on behalf of the Monetary Authority of Singapore, and enclosing the notice of the extraordinary general meeting ("**EGM**") to be convened to seek Shareholders' approval for, *inter alia*, the Proposed Acquisition.

2.2 An electronic copy of the Circular and the Notice of EGM is available for viewing by Shareholders on the on the SGX-ST's website at <http://www.sgx.com> commencing from 20 November 2017, and physical copies of the Circular will be despatched to Shareholders within the requisite notice period required under the Constitution of the Company and the Catalist Rules. Shareholders who do not receive a copy of the Circular prior to the date of the EGM may write in to the Company or the Share Registrar to request for a copy of the Circular at the following address:

Company: 302 Orchard Road #10-01, Singapore 238862

Share Registrar: 80 Robinson Road #11-02, Singapore 068898

2.3 Shareholders are requested to note the following important dates and times in respect of the EGM:

Last date and time for lodgement of proxy form : 16 December 2017 at 2.30 p.m.,

Date and time of EGM : 18 December 2017 at 2.30 p.m.

Place of EGM : 442 Orchard Road, Level 3 Orchard Ballroom 3, Singapore 238879

3. CAUTIONARY STATEMENT

The Board would like to advise Shareholders and potential investors that Completion of the Proposed Acquisition are subject to conditions precedents being fulfilled and there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed or that no changes will be made to the terms thereof. The Company will make the necessary announcements when there are further developments on the Proposed Acquisition and other matters contemplated by this Announcement.

Accordingly, Shareholders and potential investors are advised to exercise caution in dealings with the Shares. Shareholders and potential investors are advised to read this announcement and any further update announcement(s) released by the Company in connection with the Proposed Acquisition carefully. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Teo Yiam Beng Steven
Interim Chief Financial Officer

20 November 2017

This announcement has been prepared by the Company and its contents have been reviewed by the sponsor, PrimePartners Corporate Finance 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 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 Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).