

P99 HOLDINGS LIMITED

(Incorporated In the Republic of Singapore)

(Company Registration No. 200311696K)

DIFFERENCES BETWEEN AUDITED FINANCIAL STATEMENTS AND THE PRELIMINARY UNAUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014

The Board of Directors of P99 Holdings Limited (the "Company") refers to the results announcement for the financial year ended 31 December 2014 ("FY2014") released by the Company on 13 February 2015 and its audited financial statements.

During the financial year ended 31 December 2014, the sole director of its wholly-owned subsidiary, Asia Sport Alliance Pte Ltd ("ASA"), was replaced by the Company's Executive Director, Tan Sin Huat, Dennis. As such the Directors of the Company considered that the Group has effective control of ASA, and accordingly, the Company has reconsolidated ASA during the year.

Pursuant to Rule 704(5) of the Catalist Rules, the Company would like to announce the differences arising from the finalisation of the audit. Differences were mainly due to the reconsolidation of the financial statements of ASA.

1. Consolidated Statement of Comprehensive Income

Group	Unaudited non-consolidated as Announced FY2014 S\$'000	Audited Consolidated FY2014 S\$'000	Variance FY2014 S\$'000	Explanation
Expenses				
Other operating expenses	(11)	(737)	(726)	See note 4 below
Profit/(Loss) for the year	2,492	1,765	(727)	See note 4 below
Total comprehensive income/(loss) for the year attributable to:				
Owners of the Company	2,492	1,765	(727)	See note 4 below

2. Statements of Financial Position

Group	Unaudited non-consolidated as Announced FY2014 S\$'000	Audited Consolidated FY2014 S\$'000	Variance FY2014 S\$'000	Explanation
Non-current liabilities				
Foreign currency translation reserve	2,891	3,003	112	See note 4 below
Accumulated losses	(39,846)	(40,685)	(839)	See note 4 below
Current liabilities				
Other payables ⁽¹⁾	103	831	728	See note 4 below

(1) This refers to a provision for judgement award obtained by Sporting Licensing International B.V., incorporated in the Netherlands, against ASA in relation to a breach of a sublicense agreement and a second amendment to the sublicense agreement dated 1 March 2010 and 10 December 2010 (collectively the "Agreements"), respectively, in relation to business of Pele Coffee Cultural (Beijing) Co., Ltd ("Pele"), the wholly-owned subsidiary of ASA. The directors of the Company have been advised by the Company's legal counsel that the Company is not a party to the Agreements and therefore, in the circumstance, the Company is not obliged to satisfy the judgement award on behalf of ASA.

3. Consolidated Statement of Cash Flows

Group	Unaudited non-consolidated as Announced FY2014 S\$'000	Audited Consolidated FY2014 S\$'000	Variance FY2014 S\$'000	Explanation
Operating activities				
Profit/(Loss) before tax	2,492	1,765	(727)	See note 4 below
Other receivables and other current assets	(1,004)	(368)	636	Reclassification from investing to operating activities
Other payables	(100)	628	728	See note 4

				below
Net cash used in operating activities	(1,813)	(1,174)	639	As above
Investing activities				
Settlement of exchangeable loan	7,597	6,961	(636)	Reclassification from investing to operating activities
Interest received	-	179	179	Reclassification from financing to investing activities
Net cash from/(used in) investing activities	10,250	9,793	(457)	As above
Financing activities				
Interest income received	179	-	(179)	Reclassification from financing to investing activities
Net cash generated from financing activities	179	-	(179)	As above

The Company wishes to highlight that:

1. The Company and ASA (the "Group") continues to have no control over Pele.
2. The Group has no substantive power to direct the business of Pele, due to significant operational barriers that prevent the Group from exercising its rights over Pele, including the lack of available information over the business of Pele.
3. The re-consolidation of ASA has no material impact to the Group as ASA is an investment holding company with no significant assets or liabilities except for the provision for the judgement award. P99 Holdings did not issue any guarantee to ASA and therefore there is no impact to the Group.
4. The main differences were from the re-classification of ASA with the provision of the judgement award.

BY ORDER OF THE BOARD

Tan Sin Huat, Dennis
Executive Director
31 March 2015

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**Sponsor**"), for compliance with the Singapore Exchange Securities Trading Limited (the "**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 Mr Thomas Lam, Associate Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.