



**NICO STEEL HOLDINGS LIMITED**  
Company Registration No. 200104166D  
(Incorporated in the Republic of Singapore)

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**ISSUE OF 2.0% REDEEMABLE CONVERTIBLE BONDS DUE 2018 WITH AN AGGREGATE PRINCIPAL AMOUNT OF UP TO S\$50,000,000**  
**- ISSUE OF CONVERSION SHARES**

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*Unless otherwise defined, all capitalised terms used in this announcement shall bear the meanings as ascribed to them in the Company's Circular to shareholder dated 5 February 2016 (the "Circular").*

1. The Board of directors (the "Board") of Nico Steel Holdings Limited (the "Company") refers to the announcements of the Company dated 30 September 2015, 22 January 2016, 17 March 2016 and 18 March 2016 in relation to the issue of 2.0% redeemable convertible bonds due 2018 in the aggregate principal amount of up to S\$50,000,000 (the "Bonds") and wishes to announce that the Bondholder had on 21 March 2016 opted to exercise its right to convert the first sub-tranche of the Tranche 1 Bonds in the principal amount of S\$600,000 in accordance with the terms and subject to the conditions of the Subscription Agreement.
2. Pursuant to the said conversion, 28,571,428 Conversion Shares will be issued to the Bondholder at a Conversion Price of S\$0.021 as determined under the Conditions of Issue of Bonds in the following manner as opted by the Bondholder:-

90% of the average of the traded volume weighted average price per Share for any three (3) consecutive Trading Days determined at the sole and absolute discretion of the Bondholder, during the 25 Trading Days immediately preceding the relevant Conversion Date. The Conversion Price shall not be lower than the Minimum Conversion Price of S\$0.021 (subject to adjustments in accordance with the terms and conditions of the RCBs). The three (3) consecutive Trading Days and their average of the traded volume weighted average price per Share are as follows:

Date	Volume Weighted Average Price
14 March 2016	S\$ 0.0241 ("X")
15 March 2016	S\$ 0.0245 ("Y")
16 March 2016	S\$ 0.0235 ("Z")

3. As such, the Conversion Price is determined by the following calculation:

$$\text{Conversion Price} = \frac{X + Y + Z}{3} \times 0.90 = \text{S\$}0.021$$

4. The Conversion Shares will rank pari passu in all respects with and carry all rights similar to Shares in issue then, save for any dividends, rights, allotments and other distributions, the record date of which falls on or before the date of the issue of the Conversion Shares. Following the allotment and issuance of the Conversion Shares on 21 March 2016, the Company's total number of issued shares has increased from 137,231,113 Shares to 165,802,541 Shares.
  
5. The Conversion Shares are expected to be listed and quoted on SGX-ST with effect from 9.00 a.m. on or about 24 March 2016.

**BY ORDER OF THE BOARD**

Fong Pin Jan Daniel  
Executive Director  
23 March 2016