

Ref: REG/LC/HX/CA201711026

21 November 2017

Provenance Capital Pte. Ltd.
96 Robinson Road
#13-01 SIF Building
Singapore 068899

PRIVATE & CONFIDENTIAL

Attn: Ms Wong Bee Eng/ Ms Faye Chong

Dear Sirs

VALLIANZ HOLDINGS LIMITED (THE "COMPANY")

LISTING & QUOTATION NOTICE (THE "NOTICE")

In respect of the listing & quotation of the following in the capital of the Company pursuant to a proposed renounceable non-underwritten rights cum warrants issue first announced on 6 September 2016 followed by an update announcement on 6 November 2017 ("Rights cum Warrants Issue"),

- I. Up to 4,483,061,385 new ordinary shares ("Rights Shares") at an issue price of S\$0.016 per Rights Share, on the basis of 1 Rights Share for every 1 existing share of the Company;
- II. Up to 8,966,122,770 free detachable warrants ("Warrants"), on the basis of 2 Warrants for every 1 Rights Share subscribed, each Warrant carrying the right to subscribe for one (1) new ordinary share ("Warrant Share"); and
- III. Up to 8,966,122,770 Warrant Shares at an exercise price of S\$0.016 per Warrant

-
1. We refer to your Part I of Appendix 8B of 9 November 2017.
 2. We are pleased to advise that you may proceed with the listing and quotation of the Rights Shares, Warrants and Warrant Shares, subject to,
 - I. Compliance with the Exchange's listing requirements and in particular, with reference to Catalist Rule 803 and 812;
 - II. Submission of a confirmation that a sufficient spread in the Warrants as required under Rule 826 of the Catalist Listing Manual;
 - III. Submission of paragraph 2 of Appendix 8B Part I upon lodgement of the OIS; and

- IV. Shareholders' approval obtained for the Rights cum Warrants Issue at an EGM to be convened.
3. Please note that this Notice is not an indication of the merits of the Rights cum Warrants Issue, Rights Shares, Warrants, Warrant Shares, the Company, its subsidiaries and their securities. We would appreciate it if you could inform the Company to include this statement in all its announcements which make reference to the Notice for the listing and quotation of the Rights Shares, Warrants and the Warrant Shares.
4. For listing of the Rights Shares and Warrants in respect of this Notice, please submit Part II of Appendix 8B to Securities Market Control. If share certificates are endorsed, please advise Securities Market Control of the endorsement.
5. As and when the Warrant Shares are issued in respect of the exercise of the Warrants, please submit the following documents to Securities Market Control and Listing Compliance:
- Appendix 8C; and
 - a schedule setting out the exercise date, the number of Warrant Shares that had been issued under the Notice, the exercise price and the outstanding balance available under the Notice to Securities Market Control and Listing Compliance.

Yours faithfully



Gladys Tay
Vice President
Listing Compliance
Regulation

cc: *Securities Market Control*
Ms Tiffany Siow, Business Excellence (Reconciliation & Billing), Operations