



A-SMART HOLDINGS LTD

(Company Registration Number: 199902058Z)

(Incorporated in the Republic of Singapore)

ADOPTION OF THE A-SMART EMPLOYEE SHARE OPTION SCHEME 2018

The Board of Directors (the “**Directors**” or the “**Board**”) of A-Smart Holdings Limited (“**Company**” and together with its subsidiaries, the “**Group**”) are pleased to announce a proposal to adopt the A-Smart Employee Share Option Scheme 2018 (“**Proposed Scheme**”), subject to the approval of the Company’s shareholders at an extraordinary general meeting to be convened.

The Proposed Scheme, when adopted, will provide eligible participants (the “**Participants**” and each a “**Participant**”) an opportunity to participate in the equity of the Company so as to motivate them to greater dedication, loyalty and higher standards of performance, and to give recognition to those who have contributed significantly to the growth and performance of the Company and/or the Group.

The key objectives of the Proposed Scheme are to motivate Participants to optimize their performance standards and efficiency and to maintain a high level of contribution to the Group. The Company believes that the Proposed Scheme may be effective to instill loyalty in the Participants to the Group, and to attract potential employees with relevant skills to contribute to the Group and to create value to the shareholders.

The Proposed Scheme will be extended to all employees of the Group, including executive and non-executive Directors of the Company. The Company believes that extending the Proposed Scheme to include such persons is an appropriate and efficient means of further aligning their interests with those of the shareholders and would serve to incentivize their further and continued contribution to the Group, subject to the absolute discretion of the committee.

The Company will be making an application to the SGX-ST for the listing and quotation of the new shares to be issued pursuant to the Proposed Scheme shortly.

A circular setting out further information on the Proposed Scheme will be circulated amongst the shareholders in due course.

By Order of the Board

Lim Huan Chiang

Executive Director and Chief Executive Officer

22 March 2018