

ISR CAPITAL LIMITED
(Company Registration No. 200104762G)
(Incorporated in the Republic of Singapore)
(the "**Company**")

COMPLETION OF THE PROPOSED ACQUISITION

The Board of Directors (the "**Board**") of ISR Capital Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the announcements dated 10 June 2016, 1 July 2016, 1 August 2017, 16 November 2017, 21 December 2017, 1 January 2018, 1 March 2018, 28 June 2018, 16 September 2018, 15 October 2018, 29 October 2018, 30 October 2018 and 15 November 2018 (the "**Announcements**") in relation to the Proposed Acquisition.

All capitalised terms used in this announcement shall, unless otherwise defined or provided for herein, shall bear the same meaning as ascribed to them in the Announcements and the Circular.

1. Completion of Proposed Acquisition

- a. The Board wishes to announce that, for the purposes of Completion, the Company has agreed to waive the Conditions Precedent set out in Clause 4.1.8 of the First Sale and Purchase Agreement and Clause 4.1.9 of the Second Sale and Purchase Agreement, respectively, which relates to "*the Cash Flow Budget and Liquidity Plan having been agreed on by the Buyer with the Seller and/or the Target Company*" (the "**Waiver**"). As further studies will be conducted on the Project after the Completion, including but not limited to Environmental Impact Assessment and feasibility study, the Board is of the view that the Cash Flow Budget and Liquidity Plan will be more reliable if these are prepared concurrently with / using the results of these studies after the Completion of the Proposed Acquisition.

The Board is pleased to announce that, other than the Waiver, the Conditions Precedent for the Proposed Acquisition ("**Completion**") have been satisfied and the parties have agreed to proceed with Completion which is scheduled to take place on or around 31 December 2018, and the Sale Shares will be transferred to a wholly-owned subsidiary of the Company, ISR Global Pte. Ltd. An announcement will be made once the Sale Shares are transferred.

- b. As further agreed by the Parties and pursuant to the terms of the SPAs, 747,257,307 new ordinary shares ("**Consideration Shares**") at an issue price of \$0.004 will be allotted and issued as consideration for the Proposed Acquisition on or around 2 January 2019. An announcement will be made once the Consideration Shares are allotted and issued to the Vendor on or around 2 January 2019.
- c. Following the allotment and issuance of the Consideration Shares, the total number of issued and paid-up shares in the capital of the Company will increase from 3,160,082,669 shares to 3,907,339,976 shares.
- d. To facilitate Completion, the Parties have further agreed to extend the Long-Stop Date to 3 January 2019.

- e. The Vendor has provided a deed of undertaking to the Company dated 22 December 2018 that for a period of six (6) months from the date of issue of the Consideration Shares, it will not sell or transfer any Consideration Shares without the written consent of the Company.

2. Further Updates

The Company will make further announcements to update shareholders on material developments regarding the Project, and further details will be provided where appropriate.

By Order of the Board
ISR Capital Limited

Chen Tong
Executive Chairman

31 December 2018