

## DECLOUT LIMITED

(Incorporated in the Republic of Singapore on 21 August 2010)  
(Company Registration Number 201017764W)

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### DISPOSAL OF ACCLIVIS TECHNOLOGIES AND SOLUTIONS PTE. LTD. – FINAL PAYMENT

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#### 1. INTRODUCTION

The board of directors (the “**Board**” or the “**Directors**”) of DeClout Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcement dated 12 October 2016 and 22 November 2016 (the “**Previous Announcements**”) relating to the disposal of the entire issued share capital of Acclivis Technologies and Solutions Pte. Ltd. (“**Acclivis**”) to CITIC Consultancy 1616 Limited (the “**Purchaser**”, and such transaction, the “**Transaction**”).

All capitalized terms not otherwise defined in this announcement shall have the meaning ascribed to same in the Previous Announcements, unless otherwise specified.

#### 2. FINAL PAYMENT

Despite the claims and allegations made against the Company in relation to the ongoing litigation<sup>1</sup>, the Company is pleased to announce that it has finalized with the Purchaser on the final tranche of the Transaction consideration amounting to S\$11,362,771.71 (the “**Final Payment**”), comprising the Holdback Amount of S\$4,205,586.25 and the Excess Adjustment amount due to the Company of S\$7,157,185.46. Together with the Initial Payment, the Company will receive an aggregate consideration of S\$40,713,047.99 for the Transaction.<sup>2</sup>

#### 3. RECEIVABLES REIMBURSEMENT UNDERTAKING

The Company will reimburse an amount of S\$955,316.46 (the “**Reimbursement Amount**”) pursuant to the Receivables Reimbursement Undertaking. As and when Acclivis is paid by the relevant debtors, Acclivis has the obligation to promptly refund to the Company its portion of such amounts paid by Acclivis’ debtors within the relevant 36-month periods.

The Company will receive a final amount of S\$10,407,455.25, being the Final Payment less the Reimbursement Amount, within five (5) business days from the date of this announcement.

By Order of the Board  
**DECLOUT LIMITED**

Wong Kok Khun  
Chairman and Group Chief Executive Officer

22 July 2017

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<sup>1</sup> As disclosed in the Company’s announcements dated 11 July and 18 July 2017.

<sup>2</sup> As disclosed in the Previous Announcement, the Company’s portion of the Maximum Consideration after Variation was an amount of up to S\$45,567,498.

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Advisors Private Limited ("**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").*

*The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Lee Khai Yinn (Tel: (65) 6532 3829) at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542. SAC Capital Private Limited is the parent company of SAC Advisors Private Limited.*