



FRAGRANCE GROUP LIMITED

Company Registration No.: 200006656M

REPURCHASE OF 3.75 PER CENT. NOTES DUE 2017 (ISIN: SG6VC4000003) COMPRISED IN THE SERIES 001 NOTES ISSUED UNDER THE S\$1,000,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME (THE “PROGRAMME”) OF FRAGRANCE GROUP LIMITED AND DISCLOSURE UNDER RULE 905

Reference is made to the S\$85,000,000 in aggregate principal amount of 3.75 per cent. notes due 2017 issued by the Company under the Programme (the “Notes”).

Repurchase of Notes

The board of directors (the “**Directors**”) of Fragrance Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) would like to announce that as of today, it has repurchased S\$10,250,000 in aggregate principal amount of the Notes (the “**Repurchased Notes**”), representing 12.06 per cent. of the aggregate principal amount of the Notes outstanding prior to such repurchase. A separate announcement will be made by the Company if the Repurchased Notes are cancelled.

Disclosure under Rule 905 : Repurchase of Notes from Interested Person

In respect of the Repurchased Notes, S\$10,000,000 in aggregate principal amount of Notes (the “**Relevant Notes**”) were acquired from Mr Koh Wee Meng, a controlling shareholder and director of the Company for an aggregate purchase price of S\$10,000,000.

The Relevant Notes were acquired through an on-market purchase at the prevailing quoted price of the Notes, on the same terms at which the other Repurchased Notes were acquired. The Company is of the view that the repurchase of the Relevant Notes will reduce the Group’s interest expense.

The Audit Committee is of the view that the acquisition of the Relevant Notes is on normal commercial terms and is not prejudicial to the interests of the Company and its minority shareholders.

As at the date of this announcement, the aggregate value of all transactions (excluding transactions which are less than S\$100,000) between the Group and Mr Koh Wee Meng for the current financial year commencing on 1 January 2016 is approximately S\$48,412,807, representing approximately 4.61 per cent. of the Company’s last audited net tangible assets (“**Group NTA**”) and the aggregate value of all interested person transactions (excluding transactions which are less than S\$100,000) entered into by the Group for the current financial year commencing on 1 January 2016 is approximately S\$48,828,391, representing approximately 4.65 per cent. of the Group NTA.

By order of the Board

Fragrance Group Limited

Periakaruppan Aravindan

Executive Director

5 October 2016