



JES INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 4 April 2006)
(Company Registration Number 200604831K)

UPDATE ANNOUNCEMENT ON THE PROPOSED RESTRUCTURING OF THE GROUP SUBSIDIARIES IN THE PEOPLE'S REPUBLIC OF CHINA AND COMPANY MATTERS

The Board of Directors (the “**Board**”) of JES International Holdings Limited (the “**Company**”, and collectively with its subsidiaries, the “**Group**”) refers to its announcements made on 4 March 2015, 25 May 2015, 2 July 2015, 10 July 2015, 20 August 2015, 12 February 2016, 20 January 2016, 4 April 2016, 30 September 2016, 13 October 2016 and 15 November 2016. Unless otherwise defined, capitalised terms in this announcement (the “**Announcement**”) shall have the same meanings as ascribed to them in the aforementioned announcements.

Proposed Restructuring of the Group's PRC Subsidiaries

In relation to the Proposed Restructuring, the Board wishes to update the shareholders of the Company that the Company has been informed that Jingjiang Court has on 25 October 2016 rejected all oppositions filed against the Managers' Proposal, and as a result the Managers in accordance with the orders made by the Jingjiang Court will be proceeding with the Proposal to treat the PRC Subsidiaries as a single merged entity for the purposes of conducting of the Proposed Restructuring.

In justification, the Jingjiang Court ruled that despite the Merged Entities being made up of separate legal entities, they have lost their control and independent decision-making ability and it would be prejudicial to order the restructuring of any individual PRC Subsidiary without taking into account the other PRC Subsidiaries.

Proposed Acquisition of Maya Asia Resources Sdn Bhd

As announced by the Company on 29 November 2016, the Company has entered into a conditional sale and purchase agreement (the “**CSPA**”) with Lo Chia Chen, Pang Jet Seng, Pang Lay Seng, Teo Lay Seng and Khoo Hin Keat (collectively, the “**Vendors**”) pursuant to which the Vendors propose to sell, and the Company acquire, 100% of the entire issued and paid-up share capital of Maya Asia Resources Sdn. Bhd. (the “**Target Company**”)(the “**Proposed Acquisition**”). It is anticipated that subject to the approval of shareholders and subsequent to the Proposed Acquisition, the Company will be injected with the businesses of the Target Company and its subsidiaries.

Legal Proceedings against Yang Shushan and Yang Nan

Further, the Board refers to its announcement made on 13 October 2016 regarding the Originating Summons filed in the High Court of Singapore seeking for the transfer of 60,802,800 shares in the Company held by Mr Yang to the controlling shareholder of the Company, JES Overseas Investment Limited. The Board wishes to update the shareholders of the Company that the Originating Summons is currently pending service out of jurisdiction on the Defendants who are known to be residing in PRC. The Board further understands from the Company's solicitors in conduct of the Originating Summons that the processing time ranges from several weeks to several months, depending on, *inter alia*, translation of the documents to be served, and the judicial authorities of Singapore and China as the Originating Summons is to be served through the judicial authorities of Singapore and China.

Further announcements on the above matters will be made by the Company at the appropriate junctures, or upon the advent of material developments.

**BY ORDER OF THE BOARD
JES INTERNATIONAL HOLDINGS LIMITED**

**JIN YU
Chief Executive Officer
30 November 2016**