

LIBRA

GROUP LIMITED

(Incorporated in the Republic of Singapore on 20 October 2010)
(Company Registration Number 201022364R)

APPLICATION TO THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED SEEKING EXTENSIONS OF TIME FOR:

- (A) THE RELEASE OF LIBRA GROUP LIMITED'S UNAUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019;
 - (B) THE HOLDING OF ITS ANNUAL GENERAL MEETING FOR 2019; AND
 - (C) THE ISSUANCE OF ITS SUSTAINABILITY REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019
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The Board of Directors ("**Board**") of Libra Group Limited ("**Company**", and together with its subsidiaries, "**Group**") wishes to announce that the Company has on 24 February 2020, through its sponsor, RHT Capital Pte. Ltd., applied to the Singapore Exchange Securities Trading Limited to seek an extension of time for the following:

- (a) the release of the Group's unaudited financial statements for the financial year ended 31 December 2019 ("**FY2019**") by 29 April 2020;
- (b) convening the annual general meeting ("**AGM**") of the Company for FY2019 by 28 August 2020; and
- (c) to issue the sustainability report for FY2019 by 30 July 2020.

(Collectively, "**Extensions of Time Application**")

Reasons for the Extensions of Time Application

The Group is currently undergoing a restructuring phase and is in the process of rationalising its operations, via the winding ups and planned disposal of its subsidiaries, save for Kin Xin Engineering Pte. Ltd..

On 31 December 2019, the Company entered into a legally-binding memorandum of understanding with Cascade Metals Pte. Ltd. ("**Buyer**") in relation to the disposal of 100.0% shareholding interest in Libra Engineering Pte. Ltd. ("**LE**") ("**Proposed Disposal**"). The Company remains in discussions with the Buyer for the Proposed Disposal. The Proposed Disposal will result in a significant impact on the Group's Unaudited FY2019 Results should the Proposed Disposal proceed to fruition as the financial results of LE would not be consolidated into the Group's balance sheet at every individual line item.

In addition to the ongoing restructuring of the Group, management's attention, including the support of the finance team, was fully utilised to concurrently address concerns raised by various stakeholders as well as conducting valuations for significant assets of the Group, and the provision of certain financial information to the courts.

Factoring the above developments in the Company, aggravated by the limited resources at the Group's disposal, the Company requires more time to prepare and finalise the unaudited financial statements for FY2019 ("**Unaudited FY2019 Results**").

On 17 July 2019, the Company appointed Baker Tilly TFW LLP as the external auditors (“**New Auditors**”) of the Company. Following from the additional time required for the preparation and the finalisation of the Unaudited FY2019 Results, given that it is the first year of audit for the New Auditors, more time would be required for the Company’s auditors to complete and finalise the independent auditors’ report in respect of the financial statements for FY2019 of the Group, and for the Company to complete the administrative and procedural matters in relation to the FY2019 AGM.

As a result of the above, the Company is of the view that the Company’s FY2019 annual report (“**FY2019 AR**”) would not be ready in time to allow the Company to issue to shareholders of the Company at least fourteen (14) days prior to 30 April 2020, being the last date for the Company to hold its AGM pursuant to Rule 707(1) of the Catalist Rules.

In conjunction to the finalisation of the issuance of the Company’s FY2019 AR, the Company would also require more time to concurrently prepare, review, finalise and issue the FY2019 Sustainability Report (“**FY2019 SR**”), given the relativity of the information required in the FY2019 SR and FY2019 AR.

As a result of the above, the Company is of the view that the FY2019 SR would not be ready by its reporting deadline of 31 May 2020. The FY2019 SR should be issued together with the FY2019 AR since the FY2019 SR should be read together with the FY2019 AR.

In summary, in light of the reasons listed above, the Company is seeking extensions of time to: (i) announce and release its Unaudited FY2019 Results by 29 April 2020; (ii) hold its upcoming AGM by 28 August 2020; and (iii) issue its FY2019 SR by 30 July 2020.

The Company will be applying to the Accounting and Corporate Regulatory Authority of Singapore (“**ACRA**”) for the extension of time to hold the AGM and lodge its annual returns under Section 175(1) and Section 197(1) of the Companies Act.

The Company will update its shareholders on the outcome of the Extensions of Time Application in due course.

By Order of the Board
LIBRA GROUP LIMITED

Christine Liu Yang
Chief Executive Officer and Executive Director

28 February 2020

*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, RHT Capital Pte. Ltd. (“**Sponsor**”) for compliance with the relevant rules of the Listing Manual Section B: Rules of Catalist 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 Mr Lay Shi Wei, Registered Professional, RHT Capital Pte. Ltd. at 9 Raffles Place #29-01 Republic Plaza Tower 1 Singapore 048619, telephone (+65) 6381 6966.