

**MM2 ASIA LTD.**

(Company Registration No. 201424372N)

(Incorporated in Singapore)

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**PROPOSED LISTING OF VIVIDTHREE HOLDINGS ON THE CATALIST BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED**

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*The board of directors (the “**Board**”) of mm2 Asia Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcement released by the Company on 31 January 2018 (the “**Announcement**”). Unless otherwise defined, all terms and references used herein shall bear the same meaning ascribed to them in the Announcement.*

The Company wishes to clarify that the Company has on 7 April 2018 incorporated a 51% owned subsidiary, Vividthree Holdings Pte. Ltd. (“**Vividthree Holdings**”). The Company has taken preliminary steps to prepare Vividthree Holdings for listing on the Catalist Board of the SGX-ST (the “**Catalist Board**”), in place of Vividthree Productions Pte. Ltd. (“**Vividthree Productions**”) (the “**Proposed Listing**”). Vividthree Productions will remain as a private limited company pursuant to the Companies Act Cap. 50 of Singapore.

The Company wishes to announce that Vividthree Holdings has on 23 April 2018 entered into a redeemable convertible loan agreement (“**Convertible Loan Agreement**”) with R3 Asian Gems (the “**Pre-IPO Investor**”). The Pre-IPO Investor shall invest S\$2,000,000 (“**Subscription Amount**”), for the subscription of a mandatory convertible note for a term of two (2) years.

Should Vividthree Holdings be successfully listed on the Catalist Board before maturity, the Subscription Amount shall be converted into ordinary shares in Vividthree Holdings (“**Pre-IPO Shares**”) at a 15% discount to the IPO price (based on Vividthree Holding’s valuation to be determined) of the shares.

In the event Vividthree Holding’s listing does not materialise within 2 years, all investors shall be given a coupon payment amounting to 2% per annum at maturity.

Save for their respective interests in the Company, none of the Directors and controlling shareholders of the Company has any direct or indirect interest in the above transaction.

The Company will announce any material developments on the Proposed Listing as and when appropriate.

**The Company would like to highlight that the Proposed Listing is in its preliminary stages and is dependent on and subject to, *inter alia*, the results of preparatory work to be undertaken, the requisite approvals from the relevant regulatory authorities, compliance with the Catalist Rules and the then-prevailing market conditions. Further, the Directors may, notwithstanding that all requisite regulatory approvals have been obtained, decide not to proceed with the Proposed Listing if, having regard to investors’ interests and response at the material time and any other relevant factors, the Directors deem it not in the interests of the Company to proceed with the Proposed Listing.**

**Accordingly, there is no assurance that the Proposed Listing will materialise in due course. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company and should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers if they are in doubt about the actions that they should take.**

**By Order of the Board**

Melvin Ang Wee Chye  
Executive Chairman  
23 April 2018