



EZRA HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 199901411N)

PROPOSED BONUS ISSUE

The Board of Directors (the “**Directors**”) of Ezra Holdings Limited (the “**Company**”) is pleased to announce that the Company is proposing a bonus issue of new ordinary shares in the capital of the Company on the basis of one (1) new ordinary share (“**Bonus Share**”) for every twenty five (25) existing ordinary shares held by shareholders of the Company (the “**Proposed Bonus Issue**”) as at a book closure date (the “**Book Closure Date**”) to be determined by the Directors for the purpose of determining the entitlements of shareholders. Fractional entitlements of Bonus Shares shall be rounded up to the nearest whole number or otherwise dealt with in such manner as the Directors may deem fit in the interest of the Company and as may be acceptable to the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”).

As at the date of this announcement, the total number of issued and paid-up ordinary shares of the Company comprises 977,896,088 shares. On the assumption that there is no change to the number of issued ordinary shares from the date of this announcement until the Book Closure Date, up to 39,115,844 Bonus Shares (rounded up to the nearest whole number) will be issued pursuant to the Proposed Bonus Issue. The actual number of Bonus Shares to be issued will depend on the total number of issued shares in the capital of the Company as at the Book Closure Date.

The Bonus Shares will be issued to the shareholders of the Company whose names appear in the Register of Members or to those who have shares entered against their names in the Depository Register as at the Book Closure Date. For the avoidance of doubt, the Bonus Shares will not be issued to shareholders of the Company whose registered addresses are outside Singapore as at the Book Closure Date if such issuance would violate securities law applicable in such jurisdiction. Notice of the Book Closure Date of the Register of Members and the Share Transfer Books of the Company will be given at a later date, after necessary approval has been obtained from the SGX-ST.

The Bonus Shares will be issued as fully paid at nil consideration to entitled shareholders, without capitalisation of the Company’s reserves. The Bonus Shares, when allotted and issued, will rank *pari passu* in all respects with the existing ordinary shares in the capital of the Company and with each other, except that the Bonus Shares will not be entitled to any dividends, rights, allotments or other distributions, the record date of which falls on a date before the date on which the Bonus Shares are allotted and issued.

The Bonus Shares will be issued pursuant to a general mandate (the “**Resolution**”) obtained at the annual general meeting of the Company held on 16 December 2013. Pursuant to such general mandate, the Directors have been authorised and empowered to issue shares in the Company aggregating up to 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company as at the time of passing of the Resolution on a pro rata basis to existing shareholders of the Company.

The rationale for the Proposed Bonus Issue is to:

- (a) reward shareholders of the Company for their loyalty to, and continuing support for, the Company; and
- (b) increase the accessibility of investing in the Company to more investors, thereby encouraging trading liquidity and greater participation by investors and broadening the shareholder base of the Company.

The Proposed Bonus Issue is subject to the approval of the SGX-ST for the listing and quotation of the Bonus Shares on the Official List of the SGX-ST, the consent from existing equity instrument holders of the Group, and other requisite approvals.

The Company will make an application to the SGX-ST for the dealing in, listing of and quotation for the Bonus Shares on the Official List of the SGX-ST and an announcement of the outcome of the application will be made in due course.

None of the Directors and substantial shareholders of the Company have any interest, direct or indirect, in the Proposed Bonus Issue other than through their respective shareholdings in the Company.

BY ORDER OF THE BOARD

Yeo Keng Nien
Company Secretary
24 October 2014