

HALCYON AGRI CORPORATION LIMITED

Company Registration No. 200504595D
(Incorporated in the Republic of Singapore)

- (1) **PRE-CONDITIONAL MANDATORY CASH OFFER BY SINOCHEM INTERNATIONAL (OVERSEAS) PTE. LTD. TO ACQUIRE ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF HALCYON AGRI CORPORATION LIMITED (THE “HAC MGO”);**
 - (2) **PROPOSED ACQUISITION OF ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF GMG GLOBAL LTD BY WAY OF A PRE-CONDITIONAL VOLUNTARY GENERAL OFFER (THE “GMG VGO”); AND**
 - (3) **PROPOSED ACQUISITION OF THE NATURAL RUBBER PROCESSING FACILITIES AND TRADING BUSINESS FROM SINOCHEM INTERNATIONAL (OVERSEAS) PTE. LTD. (THE “NR ASSETS ACQUISITION”).**
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*Where capitalised terms are used in this announcement and not otherwise defined, such capitalised terms shall bear the same meanings as ascribed to them in the Company's announcement dated 25 April 2016 relating to the Noteholders Approval Pre-Condition, 26 April 2016 relating to the Lenders Consent Pre-Condition, 2 June 2016 relating to the HAC Shareholders Approval Pre-Condition (the “**Update Announcements**”) and the Proposed Transactions Announcement.*

1. UPDATE TO THE PROPOSED TRANSACTIONS

- 1.1 Further to the Update Announcements, the Board of Directors of Halcyon Agri Corporation Limited (the “**Company**” or “**HAC**”) wishes to announce that all conditions precedent to completion taking place under the Vendor SPAs have now been fulfilled. As such, completion of the Vendor Shareholders Sale in respect of each Vendor SPA shall take place on 15 July 2016 in accordance with the Vendor SPA.
- 1.2 Please also refer to the Announcements for more details on the Proposed Transactions. The Company shall make further announcement(s) as and when there are material developments to the Proposed Transactions.

2. CAUTIONARY STATEMENT

HAC Shareholders and potential investors should note that completion of the Vendor Shareholders Sale in respect of each Vendor SPA has not yet taken place, and accordingly the HAC MGO has not been triggered. The HAC MGO will only be launched after the Vendor Shareholders Sale has been completed. HAC Shareholders and potential investors should exercise caution when dealing in the HAC Shares pending the announcement of the HAC MGO, and where in doubt as to the action they should take, they should consult their financial, tax or other advisors.

3. RESPONSIBILITY STATEMENT BY THE DIRECTORS

The Directors of the Company (including those who may have delegated detailed supervision of this announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries that, as at the date hereof, to the best of their knowledge and belief, the facts stated and all opinions expressed in this announcement are fair and accurate.

The Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board of Directors

Pascal Demierre
Executive Director
9 July 2016