

# MIRACH ENERGY LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 200305397E)

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## PROPOSED SHARE CONSOLIDATION AND ADJUSTMENTS TO THE CONVERTIBLE LOANS – NOTICE OF BOOKS CLOSURE DATE

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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 announcements made by Mirach Energy Limited (the “Company”) on 3 March 2015, 26 March 2015 and 28 April 2015 relating to the Proposed Share Consolidation and adjustments to the convertible loans (“CL Adjustment”) and the circular to Shareholders dated 13 April 2015 relating to the Proposed Share Consolidation.*

### 1. NOTICE OF BOOKS CLOSURE DATE

**NOTICE IS HEREBY GIVEN** that, the Share Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 12 May 2015 (the “**Books Closure Date**”) for the purpose of determining the entitlements of Shareholders under the Proposed Share Consolidation.

On the Books Closure Date, every ten (10) existing ordinary shares (“**Shares**”) in the capital of the Company held by Shareholders as at the Books Closure Date will be consolidated into one (1) ordinary share in the capital of the Company (“**Consolidated Shares**”) fractional entitlements to be disregarded.

The Proposed Share Consolidation shall be effective from 9.00 a.m. on the Market Day immediately following the Books Closure Date, being 13 May 2015 (“**Effective Date**”), whereupon the Register of Members of the Company and the Depository Register, will be updated to reflect the number of Consolidated Shares held by each Shareholder based on the number of Shares held by them as at the Books Closure Date. Notwithstanding that the Proposed Share Consolidation will only become effective on the Effective Date, the Consolidated Shares will begin trading in board lots of 100 Consolidated Shares at 9.00 a.m. on 8 May 2015 (the “**Effective Trading Date**”), except as provided below where temporary arrangements have been made to facilitate Shareholders trading in odd lots of Consolidated Shares which may arise from the Proposed Share Consolidation. The Effective Trading Date is three (3) Market Days before the Effective Date on account of the fact that trades on the SGX-ST are settled on a “T+3” settlement cycle, that is, a purchase or sale of Shares on day T will be settled at T plus three (3) Market Days later. Accordingly, ten (10) Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date, that is 7 May 2015, will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date, that is 8 May 2015. Trading in the Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holdings of existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share, as the case may be, and any fractional entitlements will be disregarded. All fractional entitlements arising from the implementation of the Proposed Share Consolidation will be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interest of the Company.

Each Consolidated Share will rank *pari passu* with each other except that the Consolidated Shares which are held as treasury shares by the Company will be subject to the provisions of the Singapore Companies Act on treasury shares.

The CL Adjustment will be effective on the Effective Trading Day. Details of the CL Adjustment will be communicated separately to holders of such convertible loans.

## 2. SHARE CERTIFICATES AND WARRANT CERTIFICATES

### (a) Deposit of Share Certificates with The Central Depository (Pte) Limited (“CDP”)

Shareholders who hold physical share certificates for the Existing Shares in their own names (“**Old Share Certificates**”), and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates, together with duly executed instruments of transfer in favour of CDP, no later than twelve (12) Market Days prior to the Books Closure Date. After the Books Closure Date, CDP will only accept the deposit of share certificates for Consolidated Shares (“**New Share Certificates**”). Shareholders who wish to deposit their share certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates, to the **Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #02-00, Singapore 068898**, for cancellation and issuance of New Share Certificates in replacement thereof as described below.

### (b) Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Books Closure Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the **Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #02-00, Singapore 068898**, as soon as possible after they have been notified of the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of the respective Shareholders at their own risk within ten (10) Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Registrar for cancellation.

Shareholders should notify the Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members of the Company.

### (c) Share Certificates Not Valid for Settlement of Trades on the SGX-ST

Shareholders are reminded that their physical share certificates are not valid for settlement of trading in the Shares on the Official List of SGX-ST, as the Company

is under a book-entry (scripless) settlement system, but will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the Official List of the SGX-ST although they will continue to be *prima facie* evidence of legal title.

### 3. TRADING ARRANGEMENTS

#### (a) Trading Arrangements for the Consolidated Shares

With effect from 9.00 a.m. on the Effective Trading Date, trading in the Shares will be in board lots of 100 Consolidated Shares. Trading in the existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date, being 8 May 2015.

#### (b) Trading Arrangements for Odd Lots

All fractional entitlements arising upon the implementation of the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interest of the Company.

The Shares are currently traded in board lots of 100 Shares. Following the Proposed Share Consolidation, the Securities Accounts maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 100 Shares).

The market for trading of such odd lots of Consolidated Shares may be illiquid. Shareholders who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation, as the case may be, and who wish to trade in odd lots on the SGX-ST, should note that the unit share market has been set up to allow trading in odd lots with a minimum size of one (1) Consolidated Share on the SGX-ST. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying Consolidated Shares in the ready market.

To facilitate Shareholders in trading in odd lots of the Consolidated Shares which may arise from the Proposed Share Consolidation, the Company has made arrangements with the SGX-ST for the establishment of a temporary counter ("**Odd Lot Counter**") to allow Shareholders to trade in board lots of 1 Consolidated Shares for a period starting from 9.00 a.m. on the Effective Trading Date (i.e. 8 May 2015) and ending at 5.00 p.m. on 8 July 2015 ("**Concessionary Period**"). At the expiry of the Concessionary Period, the Odd Lot Counter will cease and the Consolidated Shares will have to be traded in the Unit Share Market.

The set-up of the temporary odd lot counter is strictly of a provisional nature. Entitled Shareholders who continue to hold odd lots of less than 100 Consolidated Shares after the Concessionary Period may find difficulty and/or have to bear disproportionate transaction costs in realising the fair market price of such Consolidated Shares.

### 4. CONTACT INFORMATION

The address of the Share Registrar of the Company, Tricor Barbinder Share Registration Services is 80 Robinson Road, #02-00, Singapore 068898

The address of The Central Depository (Pte) Limited is 11 North Buona Vista Drive, #06-07 The Metropolis Tower 2, Singapore 138589.

By Order of the Board of Mirach Energy Limited

Chan Shut Li, William  
Executive Chairman and Chief Executive Officer

4 May 2015