

spackmanentertainmentgroup

SPACKMAN ENTERTAINMENT GROUP LIMITED

(Company Registration No.: 201401201N)

(Incorporated in the Republic of Singapore on 10 January 2014)

COMPLETION OF THE ISSUANCE OF 144,770,861 NEW ORDINARY SHARES IN THE CAPITAL OF SPACKMAN ENTERTAINMENT GROUP LIMITED IN RELATION TO THE PROPOSED ACQUISITION OF 100% EQUITY INTEREST IN CONSTELLATION AGENCY PTE. LTD. (“CONSIDERATION SHARES”) (“ACQUISITION”)

COMPLETION OF THE ISSUANCE OF 32,432,432 NEW ORDINARY SHARES IN THE CAPITAL OF SPACKMAN ENTERTAINMENT GROUP LIMITED IN RELATION TO THE SHARE SALE AND PURCHASE AGREEMENT BETWEEN SPACKMAN ENTERTAINMENT GROUP LIMITED AND A CERTAIN EXISTING SHAREHOLDER OF ASSOCIATED COMPANY, SPACKMAN MEDIA GROUP LIMITED (“SPA SHARES”) (“SPA”)

Unless otherwise defined, all capitalised terms used herein shall bear the meanings ascribed to them in the Company's announcements dated 22 December 2017 and 24 January 2018 in relation to the SPA and the Acquisition (the “Announcements”).

The Board of Directors (the “**Board**”) of Spackman Entertainment Group Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) refers to the Announcements and is pleased to announce that the Acquisition and the SPA have been completed in accordance with the terms and conditions of the Agreement and the SPA, pursuant to which 144,770,861 Consideration Shares and 32,432,432 SPA Shares were allotted and issued on 25 January 2018, and the issued share capital of the Company has increased by an aggregate of 177,203,293 Shares.

Following the completion of the Acquisition and the SPA, the total number of Shares of the Company has increased from 515,470,416 Shares (excluding treasury shares) to 692,673,709 Shares (excluding treasury shares). The 144,770,861 Consideration Shares and 32,432,432 SPA Shares were allotted and issued free from all claims, charges, liens, and other encumbrances and will rank *pari passu* in all respects with the existing Shares, except that the Consideration Shares and the SPA Shares will not rank for any dividends, rights, allotments or other distributions, the record date for which falls on or before the date of issuance of the Consideration Shares or the SPA Shares (as the case may be).

Subsequent to the completion of the Acquisition, Constellation Agency Pte. Ltd. (“**Constellation**”) has become a direct wholly-owned subsidiary of the Company. The Company views that the Acquisition will allow the Group to leverage on talent management platform and unique marketing expertise to participate in top quality integrated content in the Group’s objective to develop a more consistent and stable revenue in its business diversification efforts.

Subsequent to the completion of the SPA, the Company’s direct shareholding interest in SMGL had increased from 29.12% to 32.13%. The Company also holds an indirect shareholding interest in SMGL through Constellation of approximately 1.64%. Accordingly, the Company’s total effective shareholding interest in SMGL is 33.76%. The Group is optimistic on the future growth of SMGL

and believes that SMGL will help unlock higher value for the Company's shareholders through its talent management business.

The LQN dated 24 January 2018 is not to be taken as an indication of the merits of the SPA, SPA Shares, Acquisition, Consideration Shares, the Company, its subsidiaries, and their securities.

BY ORDER OF THE BOARD

Richard Lee

Executive Director & interim Chief Executive Officer

26 January 2018

*This announcement has been prepared by the Company and its contents have been reviewed by the the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).