

# New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.*

Introduced 11 March 2004.

## Name of entity

SHKL Group Limited

## ARBN

603 010 868

We (the entity) give NSX the following information.

## Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |   |  |
|---|---|--|
| 1 | Class of securities issued or to be issued  | CHESS Depositary Interests (" <b>CDI</b> "), each over and representing one ordinary share in the issued and paid up share capital of the Entity.  |
| 2 | Number of securities issued or to be issued (if known) or maximum number which may be issued  | 300,000 CDIs   |
| 3 | Principal terms of the securities (eg, if options, exercise price and expiry date; if partly paid securities, the amount outstanding and due dates for payment; if convertible securities, the conversion price and dates for conversion) | The 300,000 CDIs are issued at an issue price of \$2.00 per CDI in satisfaction of the purchase consideration for the purchase of the entire paid up equity capital of Zhejiang Excellent Enterprises Management Consulting Co., Limited for a sum of S\$600,000 (being the agreed equivalent of RMB3,000,000), details which are set out in the Company's announcements dated 10 April 2017 and 20 July 2017. |

## Application for quotation of additional securities

- 4** Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities?

If the additional securities do not rank equally, please state:

- ☐ the date from which they do
- ☐ the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- ☐ the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Yes.

- 5** Issue price or consideration

See information disclosed in box 3 above.

- 6** Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

See information disclosed in box 3 above.

- 7** Dates of entering securities into uncertificated holdings or despatch of certificates

Expected to be on or about 21 July 2017  
[**Note:** the underlying shares were issued 19 July 2017].

- 8** Number and class of all securities quoted on NSX  
(including the securities in clause 2 if applicable)

Number	Class
41,651,014 (including securities whose quotation is applied for as set out in clause 3).	CDIs, each over and representing one ordinary share in the issued and paid up share capital of the Entity.

- 9** Number and class of all securities not quoted on NSX  
(including the securities in clause 2 if applicable)

Number	Class
68,648,986	CDIs, each over and representing one ordinary share in the issued and paid up

	share capital of the Entity. These CDIs are escrowed for a period of two years from the date the Entity's securities, expiring 18 August 2017.
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- 10** Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Not applicable.

## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
  - 12 Is the issue renounceable or non-renounceable?
  - 13 Ratio in which the securities will be offered
  - 14 Class of securities to which the offer relates
  - 15 Record date to determine entitlements
  - 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
  - 17 Policy for deciding entitlements in relation to fractions
  - 18 Names of countries in which the entity has security holders who will not be sent new issue documents
- Note: Security holders must be told how their entitlements are to be dealt with.
- 19 Closing date for receipt of acceptances or renunciations

**Not Applicable**

- |    |   |                       |
|----|---|-----------------------|
| 20 | Names of any underwriters   |                       |
| 21 | Amount of any underwriting fee or commission  |                       |
| 22 | Names of any brokers to the issue   |                       |
| 23 | Fee or commission payable to the broker to the issue  |                       |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders  |                       |
| 25 | If the issue is contingent on security holders' approval, the date of the meeting   |                       |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  | <b>Not Applicable</b> |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders |                       |
| 28 | Date rights trading will begin (if applicable)  |                       |
| 29 | Date rights trading will end (if applicable)  |                       |
| 30 | How do security holders sell their entitlements <i>in full</i> through a broker?  |                       |
| 31 | How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?   |                       |

- 33** Despatch date

***Not Applicable***

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- (b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

- 37** ☐ A copy of any trust deed for the additional securities

Entities that have ticked box 34(b)


- |                |
|----------------|
| Not applicable |
|----------------|



## Quotation agreement

- 1 Quotation of our additional securities is in NSX's absolute discretion. NSX may quote the securities on any conditions it decides.
- 2 We warrant the following to NSX.
- The issue of the securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those securities should not be granted quotation.
  - An offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
- Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty**
- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any securities to be quoted and that no-one has any right to return any securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the securities be quoted.
  - We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the securities to be quoted, it has been provided at the time that we request that the securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the securities to be quoted under section 1019B of the Corporations Act at the time that we request that the securities be quoted.
- 3 We will indemnify NSX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give NSX the information and documents required by this form. If any information or document not available now, will give it to NSX before quotation of the securities begins. We acknowledge that NSX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

  
.....  
(Director / ~~Company Secretary~~)

Date: 20 July 2017

Print name:

ZHOU Xinghang