



Kingsmen Creatives Ltd.

(Company Registration Number 200210790Z)

PROPOSED ACQUISITION OF 10% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF KINGSMEN INDOCHINA PTE LTD

RECEIPT OF APPROVAL IN-PRINCIPLE

The Board of Directors (the "**Board**") of Kingsmen Creatives Ltd. (the "**Company**") refers to the announcement made by the Company on 7 January 2019 (the "**Announcement**") in relation to the proposed acquisition of 10,000 ordinary shares in the share capital of Kingsmen Indochina Pte Ltd ("**KIC**"), which represent 10% of the issued and paid-up share capital of KIC (the "**Proposed Acquisition**").

Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Announcement.

The Company had previously announced that the Purchase Consideration shall be satisfied by the allotment and issuance of new ordinary shares in the share capital of the Company (the "**Consideration Shares**") to the Vendor.

Further to the Announcement, the Board wishes to announce that the Company has, on 11 February 2019, received the approval in-principle (the "**Approval In-Principle**") from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in respect of the listing and quotation of 1,835,468 Consideration Shares on the Official List of the SGX-ST. The Consideration Shares will be allotted and issued at the issue price of S\$0.4996 per Consideration Share.

The Approval In-Principle is subject to the following:

- (a) compliance with the SGX-ST's listing requirements; and
- (b) submission of a written undertaking from the Company that it will comply with Rule 803 of the SGX-ST Main Board Listing Manual.

The Approval In-Principle is not to be taken as an indication of the merits of the Proposed Acquisition, the Consideration Shares, the Company and/or its subsidiaries.

A separate announcement will be issued by the Company upon the allotment and issuance of the Consideration Shares to the Vendor.

BY ORDER OF THE BOARD

Soh Siak Poh Benedict
Executive Chairman

11 February 2019