

SINGAPORE MYANMAR INVESTCO LIMITED
(Registration No. 200505764Z)
(Incorporated in Singapore)

PROPOSED DISPOSAL OF MYANMAR INFRASTRUCTURE GROUP PTE. LTD. – FURTHER UPDATE

*Capitalised terms which are not defined in this announcement shall have the meanings ascribed to them in the announcement dated 20 October 2016 (“**October Announcement**”) and 20 December 2016 (“**December Announcement**”) (together, “**Announcements**”).*

The Board of Directors (“**Board**”) of Singapore Myanmar Investco Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Announcements regarding the proposed disposal of the Company’s entire shareholding interest in Myanmar Infrastructure Group Pte. Ltd. (“**MIG**”), being 97% of the total issued shares of MIG to Shining Star International Holdings Limited (the “**Purchaser**”) (“**Proposed Disposal**”).

The Board wishes to update shareholders that further to the Announcements, the Company has received an email from GIG’s German lawyers informing the Company of GIG’s intention to submit a criminal complaint to the State Courts of Singapore against the Company’s directors and other management personnel for all possible breaches, including Section 405 of the Penal Code of Singapore (Cap. 224), arising from the alleged disregard of GIG’s rights under the JVA on the part of the Company and failures to make timely disclosure of the allegations made by GIG referred to in paragraph 4 of the December Announcement.

In addition, GIG has alleged that the Company has not made accurate disclosure regarding the amount of Purchase Consideration payable to the Purchaser in the event that the Company is unable to procure the sale of 100% of MIG’s shares in view of GIG’s existing shareholding in MIG and its right of first refusal and right to exercise a call option to acquire MIG’s shares under the JVA (which are alleged to have been exercised by GIG). In this connection, the Company has made the relevant disclosures in the Announcements and the Circular, in particular in paragraphs 3.1 and 5.2 of the October Announcement and sections 2.3.1 and 2.7 of the Circular regarding the material terms of the Proposed Disposal, including the reduction in the Purchase Consideration.

The Company intends to vigorously refute the complaint if GIG were to proceed with lodging the complaint. The Company has engaged its lawyers to assist on this matter and will take such steps as may be necessary. Notwithstanding the threatened complaint by GIG as aforesaid, the Company intends to proceed with the completion of the transfer of shares in MIG according to the contractual provisions under the SPA.

By Order of the Board

Mark Francis Bedingham
Executive Director, President and CEO
18 January 2017