

# ARION ENTERTAINMENT SINGAPORE LIMITED

(Incorporated in Singapore)

(Company Registration Number 199407135Z)

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## PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 507,397,641 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S\$0.008 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING SHARE HELD BY SHAREHOLDERS OF THE COMPANY AS AT THE BOOKS CLOSURE DATE

### - NOTICE OF BOOKS CLOSURE DATE

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#### 1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of Arion Entertainment Singapore Limited (the “**Company**”) refers to the Company’s announcements dated 29 September 2018, 15 October 2018 and 1 November 2018 (the “**Announcements**”) relating to the proposed renounceable non-underwritten rights issue (the “**Rights Issue**”) of up to 507,397,641 new ordinary shares in the capital of the Company (the “**Rights Shares**”). Unless otherwise defined, capitalised terms used herein shall have the same meaning as ascribed to them in the Company’s announcement dated 29 September 2018.

#### 2. NOTICE OF BOOKS CLOSURE DATE

NOTICE IS HEREBY GIVEN that the register of members and the register of share transfers of the Company will be closed at 5.00 p.m. (Singapore time) on 30 November 2018 (the “**Books Closure Date**”) for the purpose of determining the provisional allotments of Rights Shares of the Entitled Shareholders under the Rights Issue.

#### 3. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS ISSUE

##### 3.1. Entitled Depositors

Shareholders whose securities accounts with CDP are credited with Shares as at the Books Closure Date and whose registered addresses with CDP are in Singapore as at the Books Closure Date (the “**Entitled Depositors**”) will be provisionally allotted the Rights Shares on the basis of the number of Shares standing to the credit of their securities accounts with CDP as at 5.00 p.m. (Singapore time) on the Books Closure Date.

To be Entitled Depositors, depositors must have registered addresses in Singapore with the CDP as at the Books Closure Date, or if they have registered addresses outside Singapore, they must provide CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588 with registered addresses in Singapore for the service of notices and documents, not later than 5.00 p.m. (Singapore time) on the

date being three (3) market days prior to the Books Closure Date, in order to receive their provisional allotments of the Rights Shares.

### 3.2. **Entitled Scripholders**

Shareholders whose Shares are not registered in the name of CDP but whose names appear in the Register of Members of the Company with registered addresses in Singapore as at the Books Closure Date (the “**Entitled Scripholders**”) will be provisionally allotted the Rights Shares on the basis of the number of Shares held by them as stated in the Register of Members of the Company as at the Books Closure Date.

To be “Entitled Scripholders”, scripholders must have registered addresses in Singapore with the Company as at the Books Closure Date, or if they have registered addresses outside Singapore, they must provide the Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #02-00 Singapore 068898 with registered addresses in Singapore for the service of notices and documents, not later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days prior to the Books Closure Date, in order to receive their provisional allotments of the Rights Shares.

Duly completed and stamped transfers (in respect of Shares not registered in the name of CDP), together with all relevant documents of title, so as to be received up to 5.00 p.m. (Singapore time) on the Books Closure Date by the Share Registrar, will be registered to determine the transferee’s provisional allotments of the Rights Shares.

The Entitled Depositors and the Entitled Scripholders shall be collectively referred to as “**Entitled Shareholders**” in this announcement.

### 3.3. **Entitled Shareholders**

Entitled Shareholders will be at liberty to accept in full or in part, decline, trade or otherwise renounce or in the case of Entitled Depositors only, trade their provisional allotments of Rights Shares on the Catalist Board during the “nil-paid” rights trading period prescribed by the SGX-ST and will be eligible to apply for additional Rights Shares in excess of their provisional allotments of Rights Shares under the Rights Issue.

### 3.4. **Foreign Shareholders**

For practical reasons and in order to avoid any violation of the securities legislation applicable in countries (other than in Singapore) where Shareholders may have their registered addresses, the Rights Issue is only made in Singapore and the Rights Shares will not be offered to Shareholders with registered addresses outside Singapore as at the Books Closure Date and who have not, at least three (3) market days prior to the Books Closure Date, provided to the Company, the CDP or the Share Registrar (as the case may be) addresses in Singapore for the service of notices and documents (the “**Foreign Shareholders**”) or into any jurisdiction outside of Singapore. The Offer Information Statement and its accompanying documents will

not be despatched to Foreign Shareholders or into any jurisdictions outside Singapore.

Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue and no provisional allotment of the Rights Shares will be made to Foreign Shareholders and no purported acceptance thereof or application for excess Rights Shares by Foreign Shareholders will be valid.

Foreign Shareholders who wish to be eligible to participate in the Rights Issue must provide a Singapore address by notifying in writing, as the case may be:

- (a) CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588; or
- (b) the Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #02-00 Singapore 068898,

no later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days prior to the Books Closure Date.

The Offer Information Statement and its accompanying documents will also not be despatched to persons purchasing the provisional allotments of Rights Shares through the book-entry (scripless) settlement system and whose registered addresses with CDP are outside Singapore (the "**Foreign Purchasers**"). Subject to compliance with applicable laws, Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited by CDP to their securities accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders, to be sold "nil-paid" on the SGX-ST as soon as practicable after dealings in the provisional allotments of Rights Shares commence. Such sales will, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account expenses to be incurred in relation thereto. The net proceeds arising from the above will be dealt with in accordance with the terms set out in the Offer Information Statement to be issued by the Company for the Rights Issue.

If such provisional allotments of Rights Shares cannot be or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be allotted and issued to satisfy applications for excess Rights Shares or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, CDP, the Share Registrar and/or their respective officers in connection therewith.

#### 4. ADJUSTMENTS TO WARRANTS AND OPTIONS

The details of adjustment to the Warrants 2015 and Options will be announced at a later date.

#### 5. GENERAL

Further details of the Rights Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course. Where appropriate, further details will be disclosed in subsequent announcements.

**For and on behalf of the Board of Directors**

**Ng Kai Man**  
**Executive Director**  
**22 November 2018**

*This announcement has been prepared by Arion Entertainment Singapore Limited (the “**Company**”) and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”) for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”). 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 Keng Yeng Pheng, Associate Director, Continuing Sponsorship (Mailing address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).*