

## 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

#### - LODGEMENT AND DESPATCH OF THE OFFER INFORMATION STATEMENT AND EXPECTED TIMETABLE OF KEY EVENTS

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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, 1 November 2018 and 22 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. LODGEMENT AND DESPATCH OF THE OFFER INFORMATION STATEMENT

The Board wishes to announce that the offer information statement dated 3 December 2018 in relation to the Rights Issue (the “**Offer Information Statement**”) has been lodged with the SGX-ST, acting as agent on behalf of the Monetary Authority of Singapore today. A copy of the Offer Information Statement is attached hereto.

The Offer Information Statement will be despatched to Entitled Shareholders (together with a copy of the application form for Rights Shares and excess Rights Shares to be issued to Entitled Depositors in respect of their provisional allotments of Rights Shares (the “**Nil-Paid Rights**”) under the Rights Issue (the “**ARE**”) and/or the provisional allotment letter to be issued to Entitled Scripholders setting out the Nil-Paid Rights of such Entitled Scripholders under the Rights Issue (the “**PAL**”) (as the case may be)), on or around 5 December 2018.

For practical reasons and in order to avoid any violation of the relevant securities legislation applicable in jurisdictions other than Singapore, the Offer Information Statement and its accompanying documents will NOT be despatched to Foreign Shareholders or into any jurisdictions outside Singapore and accordingly, Foreign Shareholders will not be allowed to participate in the Rights Issue.

## 3. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND

## **(IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES**

Acceptances of the provisional allotments of Rights Shares and (if applicable) applications for excess Rights Shares under the Rights Issue may be made:

- (i) in the case of Entitled Depositors, by way of the ARE through CDP and/or by way of an Electronic Application through an ATM of a Participating Bank; and
- (ii) in the case of Entitled Scripholders, by way of the PAL.

For Entitled Shareholders who (i) hold Shares through finance companies or Depository Agents; or (ii) bought Shares using CPF Funds (“CPFIS Shareholders”); or (iii) bought Shares using SRS funds (“SRS Investors”), acceptances of the Rights Shares and/or (if applicable) applications for Excess Rights Shares must be done through the respective finance companies, Depository Agents, CPF Approved Banks which hold their CPF Investment Accounts, or approved banks in which they hold their SRS accounts (“SRS Approved Banks”). Such Entitled Shareholders, CPFIS Shareholders and SRS Investors are advised to provide their respective finance companies, Depository Agents, CPF Approved Banks, or SRS Approved Banks, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances and (if applicable) applications for Excess Rights Shares on their behalf by the Closing Date. Any acceptance of the Rights Shares and/or (if applicable) application for Excess Rights Shares made directly through CDP, the Share Registrar and/or the Company, and/or Electronic Applications, will be rejected.

More information on the procedures for, and the terms and conditions applicable to, acceptances of, renunciation, splitting and/or sale of the provisional allotments of Rights Shares and payment and application for excess Rights Shares by Entitled Shareholders may be found in the Offer Information Statement, the ARE, ARS (as defined below) and the PAL.

#### **4. TRADING PERIOD FOR NIL-PAID RIGHTS**

The trading period for the provisional allotments of Rights Shares (the “**Nil-Paid Rights**”) on the Catalist will commence at **9.00 a.m. on 5 December 2018** and will end at **5.00 p.m. on 13 December 2018**.

Entitled Depositors who sell their Nil-Paid Rights during the Nil-Paid Rights trading period need not forward the ARE to a Purchaser as arrangements will be made by CDP for separate copies of the Offer Information Statement and the application forms for Rights Shares to be issued to Purchasers in respect of their purchase of Nil-Paid Rights under the Rights Issue traded on Catalist under the book-entry (scripless) settlement system (the “**ARS**”). Purchasers should note that CDP will, on behalf of the Company, send the ARS, accompanied by the Offer Information Statement, **BY ORDINARY POST AND AT THE PURCHASER’S OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP. For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or renounees of Entitled Shareholders) shall be entitled to apply for additional Rights Shares in

excess of their Nil-Paid Rights.

The Offer Information Statement and its accompanying documents will NOT be despatched to Foreign Purchasers. Foreign Purchasers who wish to accept the Nil-Paid Rights credited 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 absolute discretion of the Company, be made for the Nil-Paid Rights which would otherwise have been provisionally allotted to Foreign Shareholders to be sold “nil-paid” on Catalist as soon as practicable after commencement of trading of Nil-Paid Rights. 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.

## 5. COLLECTION OF OFFER INFORMATION STATEMENT

Entitled Shareholders who do not receive the Offer Information Statement and its accompanying documents (i.e. the ARE and/or the PAL (as the case may be)) on or around 5 December 2018 may, during the period up to 5.00 p.m. on 19 December 2018 (or such other times(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), obtain copies of the documents from CDP or the Company’s Share Registrar (as the case may be) at their respective addresses as follows:

In the case of Entitled Depositors:

In the case of Entitled Scripholders:

### **CDP**

The Central Depository (Pte) Limited  
9 North Buona Vista Drive  
#01-19/20 The Metropolis  
Singapore 138588

### **Share Registrar**

Tricor Barbinder Share Registration Services  
(a division of Tricor Singapore Pte Ltd)  
80 Robinson Road  
#02-00  
Singapore 068898

Purchasers who do not receive the ARS and/or the Offer Information Statement and other accompanying documents, may also obtain copies of the same from CDP or the Share Registrar (at the addresses stated above) during the period up to 5.00 p.m. on 19 December 2018 (or such other times(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

A copy of the Offer Information Statement will be available on the website of the SGX-ST at <http://www.sgx.com>.

## 6. IMPORTANT DATES AND TIMES

Entitled Shareholders should take note of the following important dates and times relating to the Rights Issue:

Despatch of Offer Information Statement (together with the ARE or PAL as the case may be) to Entitled Shareholders	: 5 December 2018
Commencement of trading of Nil-Paid Rights	: 5 December 2018 from 9.00 a.m.
Last date and time for splitting rights and trading of Nil-Paid Rights	: 13 December 2018 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares	: 19 December 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Last date and time for acceptance and payment for Rights Shares by renounees	: 19 December 2018 at 5.00 p.m.
Last date and time for application and payment for excess Rights Shares	: 19 December 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Expected date for issuance of the Rights Shares	: 27 December 2018
Expected date for crediting of Rights Shares	: 28 December 2018
Expected date for refund of unsuccessful applications (if made through CDP)	: 28 December 2018
Expected date for commencement of trading of Rights Shares	: 28 December 2018 from 9.00 a.m.

Pursuant to Rule 820(1) of the Catalist Rules, the Rights Issue will not be withdrawn after the Shares have commenced ex-rights trading.

The above timetable is indicative only and is subject to change. As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the SGX-ST, the Sponsor and/or CDP, modify the above timetable subject to any limitations under any applicable laws or regulations. In such an event, the Company will publicly announce the same through a SGXNET announcement to be posted on the website of the SGX-ST at <http://www.sgx.com>.

Approval for the listing and quotation of the Rights Shares has been obtained from the SGX-ST, subject to certain conditions which have been disclosed in the announcement dated 1 November 2018.

SGX-ST's in-principle approval for the listing and quotation of the Rights Shares is

not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities.

## 7. GENERAL

This announcement is qualified in entirety by, and should be read in conjunction with, the full text of the Offer Information Statement. Where appropriate, further details will be disclosed in subsequent announcements.

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

**Ng Kai Man**  
**Executive Director**  
**3 December 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).*