

# HALCYON AGRI CORPORATION LIMITED

Company Registration No. 200504595D  
(Incorporated in the Republic of Singapore)

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## UPDATES TO:

- (1) **THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF JFL AGRO PTE. LTD. (“PROPOSED ACQUISITION”); AND**
  - (2) **THE PROPOSED PLACEMENT OF UP TO 40,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF HALCYON AGRI CORPORATION LIMITED (“PROPOSED PLACEMENT”)**
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*Where capitalised terms are used in this announcement and not otherwise defined, such capitalised terms shall bear the same meanings as ascribed to them in the announcement of the Company dated 6 November 2013 in relation to the Proposed Acquisition and the Proposed Placement.*

1. The Board of Directors (the “**Board**”) of Halcyon Agri Corporation Limited (the “**Company**”) is pleased to announce that the Company had received the listing and quotation notice (the “**LQN**”) from the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 14 November 2013 for the listing and quotation of the following new ordinary shares in the capital of the Company (“**New Shares**”):
  - (a) 26,000,000 Consideration Shares at an issue price of S\$0.72 per Consideration Share to Forlenza Investments Limited, Jewel Castle Limited and Laveyne Limited as partial consideration for the Proposed Acquisition;
  - (b) up to 27,500,000 New Shares (“**Placement Shares**”) to fifteen placees at an issue price of S\$0.72 for each Placement Share (the “**Placement**”); and
  - (c) 12,500,000 New Shares (“**Credence Placement Shares**”) to Credence Capital Fund II (Cayman) Limited (the “**Credence Placement**”);on the Catalist of the SGX-ST, subject to the Company’s compliance with the SGX-ST’s listing requirements.
2. The listing and quotation of the Consideration Shares and Credence Placement Shares is subject to an additional condition that the approval of Shareholders being obtained for the Proposed Acquisition and the Credence Placement, respectively.
3. It should be noted that the LQN is not an indication of the merits of the New Shares, the Proposed Acquisition, the Placement, the Credence Placement, the Company, its subsidiaries and their securities.
4. In the event that the Company acquires any asset/business from the Placees and/or their related parties/associates, the SGX-ST reserves the right to aggregate the acquisitions and the Placement for the purposes of determining if such subsequent asset injections constitute a very substantial acquisition or reverse takeover under Rule 1015 of the Catalist Rules.

By Order of the Board

Robert Meyer  
Executive Chairman and CEO  
14 November 2013

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*The Company was listed on Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 1 February 2013. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”).*

*This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.*