

# HALCYON AGRI CORPORATION LIMITED

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

---

## MERGER OF INDIRECT WHOLLY-OWNED SUBSIDIARIES IN GERMANY

---

The Board of Directors (the “**Board**”) of Halcyon Agri Corporation Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to inform the shareholders that the merger of New Continent Enterprises GmbH (“**NCE GmbH**”) with Centrotrade Deutschland GmbH (“**Centrotrade GmbH**”) (the “**Merger**”) had been registered with The German Commercial Register (*Handelsregister*) on 14 December 2018, with retrospective effect from 31 August 2018.

Both NCE GmbH and Centrotrade GmbH are indirect wholly-owned subsidiaries of the Company. The Merger is by way of absorption (with the effect of NCE GmbH being dissolved without liquidation) pursuant to Section 2 para. 1, no. 1, Sections 4 et seq., Sections 46 et seq. of the German Transformation Act (*Umwandlungsgesetz – UmwG*), and that the surviving entity, Centrotrade GmbH has assumed all NCE GmbH’s assets including all rights and obligations.

The Merger is part of the Group’s continued corporate streamlining exercise, and to leverage on economies of scale enjoyed by a single larger entity. The issued and paid-up capital of Centrotrade GmbH remains unchanged, and the Merger is not expected to have any material impact on the consolidated net tangible assets or earnings per share of the Group for the financial year ending 31 December 2018.

None of the Directors and to the best of the Directors’ knowledge, none of the controlling shareholder of the Company or their respective associates has any interest, direct or indirect, in the foregoing transaction, other than that arising from their respective shareholdings and/or directorships, as the case may be, in the Company.

By Order of the Board

Pascal Demierre  
Executive Director  
17 December 2018