

LIFEBRANDZ LTD.
(Incorporated in Singapore)
(Company Registration No. 200311348E)

PROPOSED CONSOLIDATION OF EVERY FIFTY (50) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY INTO ONE (1) ORDINARY SHARE

- **NOTICE OF SHARE CONSOLIDATION BOOKS CLOSURE DATE**

1. INTRODUCTION

The Board of Directors ("**Board**") of Lifebrandz Ltd. (the "**Company**") refers to the Company's announcements made on 24 January 2017 and 10 April 2017 (the "**Announcements**"), as well as the circular to shareholders dated 29 March 2017 ("**Circular**") in relation to the Proposed Share Consolidation.

The Proposed Share Consolidation was approved by the Shareholders at the extraordinary general meeting of the Company held on 13 April 2017.

Unless otherwise defined, capitalised terms used herein shall have the meanings ascribed to it in the Announcements and the Circular.

2. NOTICE OF SHARE CONSOLIDATION BOOKS CLOSURE DATE

NOTICE IS HEREBY GIVEN that the Register of Members and the share transfer books of the Company will be closed at 5.00 p.m. on 24 April 2017 ("**Share Consolidation Books Closure Date**") in order to determine the entitlements of Shareholders to the Consolidated Shares pursuant to the Proposed Share Consolidation.

On the Share Consolidation Books Closure Date, every fifty (50) Existing Shares registered in the name, or standing to the credit of the Securities Account, of each Shareholder (as the case may be) will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded.

The Proposed Share Consolidation shall be effective from 9.00 a.m. on 25 April 2017, being the Market Day immediately following the Share Consolidation Books Closure Date, whereupon the Register of Members and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder based on the number of Shares held by them as at the Share Consolidation Books Closure Date.

However, notwithstanding that the Proposed Share Consolidation will become effective on the Proposed Share Consolidation Effective Date, the Shares will begin trading in board lots of 100 Consolidated Shares with effect from 9.00 a.m. on 20 April 2017 (the "**Effective Trading Date**"), being the day falling three (3) Market Days before the Share Consolidation Effective Date, due to the fact that trades on the SGX-ST are settled on a "T+3" settlement cycle, that is, a purchase or sale of existing Shares on day T will be settled at T plus three (3) Market Days later.

Accordingly, fifty (50) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Existing Shares shall cease after 5.00 p.m. on 19 April 2017, being the Market Day immediately preceding the Effective Trading Date.

Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holdings of Existing Shares as at the Share Consolidation Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of a Consolidated Share arising from the Proposed Share Consolidation shall be disregarded without compensation to the affected Shareholders. All fractional entitlements arising from the implementation of the Proposed Share Consolidation will be aggregated and dealt with in such manner (including the cancellation thereof) as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

Each Consolidated Share will rank *pari passu* in all respects with each other and will be traded in board lots of 100 Consolidated Shares.

3. SHARE CERTIFICATES

3.1 Deposit of Share Certificates with CDP

Shareholders who hold physical share certificates for the Shares in their own names (“**Old Share Certificates**”) and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates, together with duly executed instruments of transfer in favour of CDP, no later than 12 Market Days prior to the Share Consolidation Books Closure Date.

After the Share Consolidation Books Closure Date, CDP will only accept the deposit of share certificates for Consolidated Shares (“**New Share Certificates**”). Shareholders who wish to deposit their share certificates with CDP after the Share Consolidation Books Closure Date must first deliver their Old Share Certificates to the Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #02-00 Singapore 068898 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

3.2 Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least 12 Market Days prior to the Share Consolidation Books Closure Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #02-00 Singapore 068898, as soon as possible after they have been notified of the Share Consolidation Books Closure Date and preferably not later than five (5) Market Days after the Share Consolidation Books Closure Date, for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of Shareholders at their own risk within ten (10) Market Days from the Share Consolidation Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Registrar for cancellation.

Shareholders should notify the Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members.

3.3 Share Certificates Not Valid for Settlement of Trades on Catalist

Shareholders who hold physical share certificates are reminded that their Old Share Certificates are no longer good for settlement of trading in the Shares on the SGX-ST (as the Company is under a book-entry (scripless) settlement system) but will continue to be accepted for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period by the Share Registrar of the Company. The New Share Certificates will not be valid for delivery for trades done on the SGX-ST although they will continue to be *prima facie* evidence of legal title.

4. TRADING ARRANGEMENTS FOR CONSOLIDATED SHARES AND ODD LOTS

4.1 Trading Arrangements for Consolidated Shares

The Shares will be trading in board lots of 100 Consolidated Shares with effect from 9.00 a.m. on the Effective Trading Date on Catalyst. Accordingly, fifty (50) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

All fractional entitlements arising upon the implementation of the Proposed Share Consolidation will be aggregated and dealt with in such manner (including the cancellation thereof) as the Directors may, in their absolute discretion, deem fit in the interests of the Company. Affected Shareholders will not be paid for any fractional Shares cancelled by the Company.

4.2 Trading Arrangements for Odd Lots of Consolidated Shares

The existing Shares are currently traded in board lots of 100 Shares in the ready market. Following the completion of the Proposed Share Consolidation, the Securities Accounts maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of the Consolidated Shares (that is, lots other than board lots of 100 Consolidated Shares).

Depositors who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade such odd lots of Consolidated Shares on the SGX-ST should note that odd lots of Consolidated Shares can be traded on the unit share market which, following the Proposed Share Consolidation, would allow trading in odd lots with a minimum size of (one) 1 Consolidated Share. As odd lots of Consolidated Shares can be traded on the unit share market, no separate arrangements will be made for the trading of such odd lots.

5. INDICATIVE TIMETABLE

The table below sets out the indicative timetable for the Proposed Share Consolidation

| Time and Date | Event |
|---------------------------------------|---|
| 13 April 2017 (Thursday) | Announcement of Notice of Share Consolidation Books Closure Date |
| 19 April 2017 (Wednesday) | Last day for the Company shares to trade on pre-share consolidation basis |
| 9.00 a.m. on 20 April 2017 (Thursday) | Effective Trading Date (Company shares start trading on post-share consolidation basis) |
| 5.00 p.m. on 24 April 2017 (Monday) | Share Consolidation Books Closure Date |
| 9.00 a.m. on 25 April 2017 (Tuesday) | Date on which the Proposed Share Consolidation becomes effective |

6. CONTACT INFORMATION

The address of the Share Registrar of the Company is as follows:

Tricor Barbinder Share Registration Services

80 Robinson Road
#02-00
Singapore 068898

The address of CDP is as follows:

The Central Depository (Pte) Limited

9 North Buona Vista Drive
#01-19/20 The Metropolis
Singapore 138588

By Order of the Board

Chng Weng Wah

Chief Executive Officer / Executive Director

Date: 13 April 2017

This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("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 details of the contact person for the Sponsor is: -

Name: Mr. Nathaniel C.V. (Registered Professional, RHT Capital Pte. Ltd.)

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