

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

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE

- **RESULTS OF THE RIGHTS CUM WARRANTS ISSUE**

The board of directors (the “**Board**” or “**Directors**”) of Lifebrandz Ltd. (the “**Company**”) refers to the Company’s announcements made on 24 January 2017, 10 February 2017, 10 April 2017, 28 April 2017 and 11 May 2017 as well as the offer information statement dated 11 May 2017 (the “**Offer Information Statement**”) in relation to the Rights cum Warrants Issue.

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Offer Information Statement. Any reference to a time of day and date herein shall be a reference to Singapore time and date, respectively, unless otherwise stated.

1. RESULTS OF THE RIGHTS CUM WARRANTS ISSUE

1.1 Level of Subscription

The Board wishes to announce that, based on the total issued share capital of the Company of 61,199,996 Shares as at the Books Closure Date, a total of 122,399,992 Rights Shares with Warrants were available for subscription under the Rights cum Warrants Issue. As at the close of the Rights cum Warrants Issue on 29 May 2017 (“**Closing Date**”), valid acceptances and excess applications for a total of 270,068,594 Rights Shares with Warrants were received. This represents approximately 220.64% of the total number of Rights Shares with Warrants available for subscription under the Rights cum Warrants Issue.

Details of the valid acceptances and excess applications for the Rights Shares with Warrants received are as follows:

	Number of Rights Shares with Warrants	As a percentage of the total number of Rights Shares with Warrants available for subscription under the Rights cum Warrants Issue (%)
Valid acceptances	87,178,456	71.22
Excess applications	182,890,138	149.42
Total	<u>270,068,594</u>	<u>220.64</u>

1.2 Excess Applications

The provisional allotments of 35,221,536 Rights Shares with Warrants, which were not validly accepted or subscribed for by the Entitled Shareholders and/or their renounees pursuant to the Rights cum Warrants Issue were allotted to satisfy the valid excess applications.

In compliance with its obligations under the Catalist Rules, the Company had, in the allotment of Excess Rights Shares with Warrants, given preference to the rounding of odd lots. Substantial Shareholders and Directors who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights cum Warrants Issue, or have representation (direct or through a nominee) on the Board, had ranked last in priority for the rounding of odd lots and allotment of Excess Rights Shares with

Warrants. No Director or Substantial Shareholder had been allotted any Excess Rights Shares with Warrants.

1.3 Allotment and issue of Rights Shares with Warrants

In the case of Entitled Depositors and Entitled Scripholders and their renounees (who have furnished valid Securities Account numbers in the relevant form comprised in the PAL) with valid acceptances for the Rights Shares with Warrants and/or (if applicable) successful applications for excess Rights Shares with Warrants, physical certificates representing such number of Rights Shares with Warrants will be registered in the name of CDP or its nominee and despatched to CDP within 10 Market Days after the Closing Date and CDP will thereafter credit such number of Rights Shares with Warrants to their relevant Securities Accounts. CDP will then send to the relevant subscribers by ordinary post and at their own risk, to their respective mailing addresses in Singapore as maintained with CDP, a notification letter stating the number of Rights Shares with Warrants that have been credited to their respective Securities Accounts.

In the case of Entitled Scripholders and their renounees with valid acceptances for the Rights Shares with Warrants and/or (if applicable) successful applications for excess Rights Shares with Warrants and who have, *inter alia*, failed to furnish or furnished incorrect or invalid Securities Account numbers in the relevant form comprised in the PAL, physical certificates representing such number of Rights Shares with Warrants will be sent by ordinary post and at their own risk, to their respective mailing addresses in Singapore as maintained with the Share Registrar within 10 Market Days after the Closing Date.

1.4 Sale of “Nil-paid” Rights in Respect of Foreign Shareholders

None of the “nil-paid” rights which would otherwise have been provisionally allotted to Foreign Shareholders have been sold on Catalist. As such, there are no proceeds from the sale of such “nil-paid” rights which would otherwise have been provisionally allotted to Foreign Shareholders.

2. REFUND FOR INVALID OR UNSUCCESSFUL ACCEPTANCES AND EXCESS APPLICATIONS

When any acceptance of and/or (if applicable) excess application for Rights Shares with Warrants is invalid, the amount paid on acceptance and/or application, as the case may be, will be returned to the relevant Entitled Shareholder, their renounees or the Purchasers, as the case may, by the Company or CDP (on behalf of the Company), without interest or any share of revenue or other benefit arising therefrom within 14 days after the Closing Date by any one or a combination of the following:

- (a) by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent to them by ordinary post at their own risk to their mailing addresses as maintained with CDP (where the acceptance and/or application is through CDP) or the Share Registrar (where the acceptance and/or application is through the Share Registrar), as the case may be; or
- (b) by crediting their bank accounts with the relevant Participating Banks at their own risk. If they had applied by way of Electronic Application through an ATM of a Participating Bank, the receipt by such bank being a good discharge to the Company and CDP of their obligations, if any, thereunder.

3. ISSUANCE AND LISTING OF THE RIGHTS SHARES, THE WARRANTS AND THE WARRANT SHARES

The Company expects that 122,399,992 Rights Shares and 122,399,992 Warrants will be allotted and issued on or about 5 June 2017 pursuant to the Rights cum Warrants Issue.

Accordingly, the number of issued and paid-up Shares will increase from 61,199,996 to 183,599,988.

The Company expects the 122,399,992 Rights Shares to be listed and quoted on the Catalist on or about 6 June 2017 and trading of the Rights Shares will commence with effect from 9.00 a.m. on the same date. The Company further expects the 122,399,992 Warrants to be listed and quoted on the Catalist on or about 7 June 2017, and trading of the Warrants will commence with effect from 9.00 a.m. on the same date.

The Warrant Shares arising from the exercise of the Warrants will, upon allotment and issue, be listed on the Catalist.

The Rights Shares and the Warrant Shares will, when allotted and issued, rank *pari passu* in all respects with the then existing Shares save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares or the Warrant Shares (as the case may be).

Shareholders should note that most counters on the SGX-ST trade in lot sizes of 100 shares. Following the Rights cum Warrants Issue, Shareholders who hold odd lots of the Rights Shares and/or Warrants (i.e. less than 100 Shares and/or Warrants) and who wish to trade in odd lots on the Catalist should note that they are able to do so on the Unit Share Market of the SGX-ST. The market for trading of such odd lots of Shares and Warrants may be illiquid.

The Company wishes to take this opportunity to thank Shareholders for their support in ensuring the successful completion of the Rights cum Warrants Issue.

By Order of the Board

Saito Hiroyuki
Executive Chairman / Chief Executive Officer

Date: 2 June 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.

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