

General Announcement::PROPOSED ISSUE OF S\$70,000,000 5.10% NOTES DUE 2022

Issuer & Securities

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|-------------------------|---|
| Issuer/ Manager | KOH BROTHERS GROUP LIMITED |
| Securities | KOH BROTHERS GROUP LIMITED - SG1B06007705 - K75 KOH BROTHERS S\$50M4.8%N180102 - SG6RG2000004 - 11IB |
| Stapled Security | No |

Announcement Details

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| Announcement Sub Title | PROPOSED ISSUE OF S\$70,000,000 5.10% NOTES DUE 2022 |
| Announcement Reference | SG171019OTHR1PEO |
| Submitted By (Co./ Ind. Name) | Koh Keng Siang |
| Designation | Managing Director & Group CEO |
| Description (Please provide a detailed description of the event in the box below) | Please refer to the attachment. |
| Attachments |  KBGL .pdf Total size =123K |



KOH BROTHERS GROUP LIMITED
(Incorporated in Singapore)
(Unique Entity Number: 199400775D)

**PROPOSED ISSUE OF S\$70,000,000 5.10% NOTES DUE 2022
UNDER THE S\$250,000,000 MULTICURRENCY MEDIUM TERM NOTE PROGRAMME**

The Board of Directors of Koh Brothers Group Limited (the "**Company**") wishes to announce that the Company intends to issue S\$70,000,000 5.10% notes due 27 October 2022 (the "**Notes**"). The Notes will be issued under the S\$250,000,000 Multicurrency Medium Term Note Programme (the "**Programme**") established by the Company on 12 May 2014 and updated on 3 October 2017.

DBS Bank Ltd. has been appointed as the sole global coordinator for the issue of the Notes and DBS Bank Ltd. and Maybank Kim Eng Securities Pte. Ltd. have been appointed as joint bookrunners for the issue of the Notes.

The Company wishes to announce that it has priced the offering of the Notes and the principal terms of the Notes are as follows:

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| Issue Size | : | S\$70,000,000 |
| Issue Price | : | 100% of the principal amount of the Notes |
| Interest | : | 5.10% per annum payable semi-annually |
| Maturity Date | : | 5 years from the issue date of the Notes |

The issue date of the Notes is currently expected to be on or about 27 October 2017.

The Notes will constitute direct, unconditional, unsubordinated and unsecured obligations of the Company and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with all other present and future unsecured obligations (other than subordinated obligations and priorities created by law) of the Company.

Pursuant to Condition 5(e)(ii) of the terms and conditions of the Notes, a "Change of Shareholding Event" will occur when Mr Koh Keng Siang, Mr Koh Keng Hiong, Mr Koh Tiat Meng and Madam Quek Chee Nee and their respective Immediate Family Members (as defined in the terms and conditions of the Notes) cease to own in aggregate (whether directly or indirectly) at least 35% of the issued share capital of the Company. Upon the occurrence of a "Change of Shareholding Event", each holder of Notes has the option to require the Company to redeem the Notes of such holder (subject to the terms and conditions of the Notes).

The Company intends to use the net proceeds from the issue of the Notes for general corporate purposes, including financing investments, repayment of borrowings, general working capital and capital expenditure requirements of the Company and/or its subsidiaries.

The Notes will be offered by the Company pursuant to exemptions invoked under Sections 274, 275 and/or any other applicable provisions of the Securities and Futures Act, Chapter 289 of Singapore.

Application will be made to the Singapore Exchange Securities Trading Limited ("**SGX-ST**") for permission to deal in and for the listing of and quotation for the Notes on the SGX-ST. Such permission will be granted when such Notes have been admitted to the Official List of the SGX-ST. Approval in-principle from, admission of the Notes to the Official List of, and listing and quotation of any Notes on, the SGX-ST are not to be taken as an indication of the merits of the Company, its subsidiaries, its associated companies (if any), the Programme or such Notes. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained herein.

BY ORDER OF THE BOARD

Koh Keng Siang
Managing Director & Group CEO

19 October 2017

IMPORTANT NOTICE

This Announcement is for information only and nothing in this Announcement constitutes or forms part of an invitation or offer to acquire, purchase or subscribe for or a sale of Notes in the United States or any other jurisdiction.

The Notes to be issued under the Programme have not been, and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Neither this notice nor any portion hereof may be sent or transmitted, directly or indirectly, in or into the United States or any jurisdiction where to do so is unlawful. Any failure to comply with these restrictions may constitute a violation of the United States securities law or the securities laws of any such other jurisdiction.