

## HATTEN LAND LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 199301388D)

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### A. ENTRY INTO NON-BINDING MEMORANDUM OF UNDERSTANDING IN RELATION TO THE PROPOSED ACQUISITIONS OF THE ASSETS

### B. BUSINESS UPDATE

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### A. ENTRY INTO NON-BINDING MEMORANDUM OF UNDERSTANDING IN RELATION TO THE PROPOSED ACQUISITIONS OF THE ASSETS

The board of directors (the “**Board**” or the “**Directors**”) of Hatten Land Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that the Company has on 10 February 2017 entered into a legally non-binding memorandum of understanding (the “**MOU**”) with Dato’ Tan June Teng Colin @ Chen JunTing, and Dato’ Tan Ping Huang Edwin @ Chen BingHuang (collectively, the “**Vendors**”) to exercise the call option granted by the Vendors to the Company, for the proposed acquisitions (the “**Proposed Acquisitions**”) of the following assets (collectively referred to as the “**Assets**”):

- (a) 2.05 acres leasehold land (for a period of 99 years, expiring on 24 February 2094) held under No. PN 14975, No. Lot 850, Kawasan Bandar XXXIX, Daerah Melaka Tengah, Melaka and is slated to be developed into an integrated mixed development that will comprise a hotel block and a serviced apartment block (“**Thea Wellness Project**”)<sup>(1)</sup>;
- (b) 9.34 acres leasehold land (for a period of 99 years, expiring on 15 February 2110) held under No. PN 54338, No. Lot 11006, Kawasan Bandar I, Daerah Melaka Tengah, Melaka (f.k.a. No. HS(D) 69653, No. PT 29, Kawasan Bandar I, Daerah Melaka Tengah, Melaka) and is slated to be developed into an integrated mixed development that will comprise a shopping mall, cineplex, convention hall and auditorium, meeting rooms, a hotel block and a serviced apartment block (“**MICC Project**”)<sup>(1)</sup>;
- (c) 66.0 acres leasehold land known as Plot E, F, G, H, I, J & K, Kawasan Bandar XL, Daerah Melaka Tengah, Melaka upon completing the reclamation of the same (“**Plot K to E Project**”)<sup>(1)</sup>;
- (d) 8.86 acres of leasehold land held under No. PN 54197, No. Lot 12057, Kawasan Bandar XL, Daerah Melaka Tengah, Melaka measuring approximately 0.38 acres (Leasehold for a period of 99 years, expiring on 19 June 2110) and No. HS (D) 80587, No. PT 976, Kawasan Bandar XL, Daerah Melaka Tengah, Melaka measuring approximately 8.48 acres (Leasehold for a period of 99 years, expiring on 9 September 2114), slated to be developed into an integrated mixed development that will comprise a mix of retail, residential and hospitality units (the “**Movie-Town Project**”)<sup>(1)</sup>; and
- (e) The entire issued and paid up share capital of Admiral Merger Sdn. Bhd. Company No. 960941-T (“**AMSB**”). AMSB owns the development rights to develop the 25.55 acres freehold land located at Cyberjaya known as H.S.(D) 36153, PT No. 50494 and H.S.(D) 36152, PT No. 50493 Mukim Dengkil, Daerah Sepang, Negeri Selangor (“**the Development Rights**”). The land is slated to be developed across three (3) phases into an integrated mixed development that will comprise retail, commercial (offices), residential, and hospitality units and a hospital (the “**Cyberjaya Project**”).

The plots of land referred to above at items (a) to (d) are collectively known as the “**Target Land**”.

**Note:**

- (1) In relation to the Proposed Acquisitions of the Target Land, the MOU allows for the acquisitions of the Target Land, or where applicable, the issued and paid up share capital of the respective companies that hold the Target Land (the “**Land Companies**”) that are owned by the Vendors.

Further details relating to the MOU are as follows:

<b>Project</b>	<b>Plot Ratio</b>	<b>Status</b>
Thea Wellness Project	5.8	Obtained development order approval
MICC Project	4.0	Obtained development order approval
Movie-Town Project	6.0 <sup>(1)</sup>	Concept Planning
Plot K to E Project	6.0 <sup>(1)</sup>	Reclamation
Cyberjaya Project	5.2 <sup>(1)</sup>	Concept Planning

**Note:**

- (1) Vendors’ estimation taking into account similar developments in surrounding area, subject to development order approval.

The Proposed Acquisitions would be value accretive and in the best interest of all shareholders of the Company (“**Shareholders**”) in driving the next phase of growth of the Group. In relation to the Assets, the consideration for the acquisitions of the Assets from the respective Land Companies, where applicable, is expected to range from Malaysian Ringgit (“**RM**”) 30 per sq ft, to RM 80 per sq ft (based on land area), taking into account, *inter alia* the plot ratio, the status and the location of the respective Assets.

Following the signing of the MOU, the Company will be engaging the Vendors in discussions in relation to the Proposed Acquisitions. The Company will also be conducting due diligence in connection with the Proposed Acquisitions and the parties will work towards finalising the definitive agreements in relation to the Proposed Acquisitions.

As the Vendors of the Proposed Acquisitions are the controlling shareholders and directors of the Company, the Company has, in accordance to its internal controls, consulted its Conflict Resolution Committee and the Conflict Resolution Committee is of the view that any potential conflicts of interest will be mitigated by the Company’s existing framework for conflict of interests. The Proposed Acquisitions will constitute interested person transactions under Chapter 9 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (the “**Catalist Rules**”), the Company will seek the approval from Shareholders in a general meeting if such approval is required under the Catalyst Rules.

Shareholders should note that no definitive agreements have been entered into in relation to the Proposed Acquisitions and there is no certainty or assurance that any definitive agreements will be entered into and that any transaction will result from these discussions.

The Company will, in compliance with its obligations under the Catalyst Rules, make the relevant announcements on SGXNET if or when there are any material developments in relation to the Proposed Acquisitions.

**Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders are advised to refrain from taking any action in respect of their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company as there is no certainty or assurance as at the date of this announcement that any definitive agreements will be entered into in relation to the aforementioned non-binding MOU. Shareholders should consult their stock brokers, bank managers, solicitors, accountants or other professional advisers if they have any doubt about the actions that they should take.**

## B. BUSINESS UPDATE

The Board also wishes to provide a business update on the existing four property development projects as at 31 January 2017 as set out below:

### Hatten City Phase 1

Property Type	Net Saleable Area Percentage Sold (%)	Percentage Completion (%)
Elements Mall	34	100
SilverScape Residences	85	100
Hatten Suite	93	100

### Hatten City Phase 2

Property Type	Net Saleable Area Percentage Sold (%)	Percentage Completion (%)
Imperio Mall	60	84
Imperio Residence	49	84

### Vedro by the River

Property Type	Net Saleable Area Percentage Sold (%)	Percentage Completion (%)
Vedro by the River	65	99

### Harbour City

Property Type	Net Saleable Area Percentage Sold (%)	Percentage Completion (%)
Habour City Mall	16	10
Habour City Suites	85	10
Habour City Resort	31	10
Habour City Luxury Hotel	N.A. <sup>(1)</sup>	10

**Note:**

(1) As at 31 January 2017, Harbour City Luxury Hotel has not been launched.

Based on the sales and purchase agreements that have been entered into with the purchasers of the sold units for the abovementioned four property development projects as at 31 January 2017, the unbilled revenue from the current financial period from 1 July 2016 is approximately RM 0.8 billion.

By Order of the Board

Dato' Tan June Teng, Colin  
Executive Chairman and Managing Director  
10 February 2017

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's continuing sponsor ("**Sponsor**"), UOB Kay Hian Private Limited, for compliance with the Catalist Rules. The Sponsor has not independently verified the contents of this announcement.*

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

*The contact persons for the Sponsor are Mr. Alvin Soh, Head of Catalist Operations, Senior Vice President and Mr. Josh Tan, Vice President, who can be contacted at 8 Anthony Road #01-01, Singapore 229957, telephone: (65) 6590 6881.*