

ASPEN (GROUP) HOLDINGS LIMITED

Company Registration No.: 201634750K
(Incorporated in the Republic of Singapore)

ACCEPTANCE OF A FACILITY AMOUNTING TO RM70.0 MILLION GRANTED BY HONG LEONG ISLAMIC BANK BERHAD

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Aspen (Group) Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that Aspen Vision City Sdn. Bhd. (“**AV City**”), a subsidiary of the Company, has entered into a Facility Agreement with Hong Leong Islamic Bank Berhad (the “**Lender**”) for an Islamic flexi term financing facility of RM70.0 million (approximately SGD23.0 million) (the “**Facility**”). The Facility is to part-finance the acquisition of a piece of freehold land measuring approximately 45 acres (Parcel 5) in Bandar Cassia, Batu Kawan, Penang from the Penang Development Corporation (“PDC”).

2. SALIENT TERMS OF THE FACILITY

- (i) Tenure of Facility : The tenure of the Facility will be ten (10) years
- (ii) Lock-in Period : AV City shall maintain the Facility with the Lender for at least five (5) years from the date of first disbursement. In the event of early settlement, the Lender reserves the right to adjust the rebate receivable pursuant to the Islamic financing laws for costs incurred due to such early settlement as the Lender deems fit.
- (iii) Security(ies) : The securities to be provided for the Facility are as follows:-
 - (a) An assignment over the rights, title and interest to the property which is erected or to be erected on part of the following vacant development freehold lands located at Bandar Cassia, Batu Kawan, Penang:-
Plots 4, 5, 6, 7, 8, 9, 11, 12, 13, 18 and 24, all in Mukim 13, Daerah Seberang Perai Selatan, Negeri Pulau Pinang (collectively the “Property”);
 - (b) A Power of Attorney in favour of the Lender over the Property;
 - (c) Upon issuance of the title to the Property, an open monies legal charge over the Property.
 - (d) A corporate guarantee by Aspen Vision All Sdn Bhd;
 - (e) Joint and several guarantee by Dato’ Murly Manokharan and Dato Seri’ Nazir Ariff bin Mushir Ariff
 - (f) Any other securities as may be advised by the Lender’s solicitor or as may be required by the Lender.

3. RATIONALE AND USE OF PROCEEDS

The Board is of the view that it is in the best interest of the Company to accept the Facility for the purposes of facilitating AV City in meeting its purchase obligations pursuant to the terms and conditions of the Purchase and Development Agreement dated 03 September 2014 entered into with PDC for the purchase of Parcel 5 to carry out mixed development thereon. Information on the mixed development has been disclosed on pages 127 to 130 of the Offer Document of the Company dated 19 July 2017.

The offer for the Facility from the Lender reflects the confidence of financial institutions on the Group's financial position and future strategic direction.

4. FINANCIAL EFFECTS

The Facility is not expected to have any material effect on the Group's consolidated earnings and net tangible assets per share for the financial year ending 31 December 2018.

5. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save as disclosed above, none of the Directors and/or the controlling shareholders of the Company has any interests, direct or indirect, in the Facility (other than through their respective effective shareholding interests in the Company, if any).

BY ORDER OF THE BOARD

Aspen (Group) Holdings Limited

Dato' Murly Manokharan

Executive Director, President and Group Chief Executive Officer

28 November 2018

Aspen (Group) Holdings Limited (the "**Company**") was listed on Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 28 July 2017. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**").

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined nor 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.

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