Midas Holdings Limited
麥達斯控股有限公司

(Singapore Registration No.: 200009758W)
(Incorporated in Singapore with limited liability)
(Hong Kong Stock Code: 1021)
(Singapore Stock Code: 5EN)

PROPOSED ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF HUICHENG CAPITAL LIMITED AND PROPOSED ADOPTION OF THE MIDAS PERFORMANCE SHARE PLAN 2016

– RECEIPT OF APPROVAL IN-PRINCIPLE FROM THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

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*Unless otherwise defined, all terms and references used herein shall bear the same meaning ascribed to them in the announcement dated 30 November 2015 (the "**Announcement**").*

PROPOSED ACQUISITION

The Board of Directors (the "**Board**") of Midas Holdings Limited (the "**Company**") refers to the Announcement in relation to the conditional sale and purchase agreement (the "**S&P Agreement**") with Chen Wei Ping, Chen Chen, Tang Tianrui, Yang Tianying, Yang Xiaoguang, Tan Poh Kuan Linda and He Qingzhi (collectively, the "**Vendors**", and each, a "**Vendor**") to acquire the entire issued share capital of Huicheng Capital Limited (the "**Target**") from the Vendors for an aggregate consideration of up to S$264 million (the "**Consideration**") (the "**Proposed Acquisition**").

PROPOSED ADOPTION OF THE MIDAS PERFORMANCE SHARE PLAN 2016

The Board further wishes to announce that the Company is proposing to adopt a share incentive scheme known as the "Midas Performance Share Plan" (the "**Midas Performance Share Plan 2016**").

The Midas Performance Share Plan 2016 is proposed to increase the Group's effectiveness and flexibility in its continuing efforts to retain, reward and motivate employees to achieve superior performance, through providing incentives for excellent performance and encouraging greater dedication and loyalty to the Company. Through the Midas Performance Share Plan 2016, the Company seeks to motivate key senior management and employees to continue to strive for the Company's long-term shareholder value, by providing an opportunity for them to participate in the equity of the Company, thereby inculcating a stronger sense of identification with the long term profitability of the Company and promoting their organisational commitment, dedication and loyalty towards the Company. The Midas Performance Share Plan 2016 will also help to enhance the Group's competitiveness in retaining and attracting talented key senior management and employees.

RECEIPT OF APPROVAL IN-PRINCIPLE FROM THE SGX-ST

The Board is pleased to announce that approval in-principle has been obtained today from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the listing and quotation of the up to 733,333,330 new Shares to be issued by the Company to satisfy the Consideration for the Proposed Acquisition, comprising the Initial Consideration Shares and the Earn-Out Consideration

Shares (the "**Consideration Shares**") and the new Shares to be allotted and issued pursuant to the proposed Midas Performance Share Plan 2016, subject to, *inter alia*, the following conditions:

(i) compliance with the SGX-ST's listing requirements and guidelines; and

(ii) independent shareholders' approval being obtained at the EGM for the Proposed Acquisition and the Proposed Adoption of the Midas Performance Share Plan 2016.

The approval in-principle received from the SGX-ST is not to be taken as an indication of the merits of the Proposed Acquisition, the Midas Performance Share Plan 2016, the Consideration Shares, the Shares, the Company and/or its subsidiaries.

A circular containing, *inter alia,* the notice of EGM and the details of the Proposed Acquisition and the Midas Performance Share Plan 2016 will be despatched to the Shareholders in due course.

BY ORDER OF THE BOARD
Midas Holdings Limited

Chew Hwa Kwang, Patrick
Executive Director and
Chief Executive Officer

17 March 2016