

**INNOPAC HOLDINGS LIMITED**

(Company Registration No. 197301788K)
(Incorporated in the Republic of Singapore)

PROPOSED ADJUSTMENTS TO THE OUTSTANDING WARRANTS (THE “2014 WARRANTS”)

The Board of Directors (the “**Board**”) of Innopac Holdings Limited (the “**Company**”) refers to the announcement dated 28 June 2017 relating to the proposed renounceable non-underwritten rights issue of up to 5,048,033,967 new ordinary shares in the capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.0008 for each Rights Share on the basis of one (1) Rights Share for every one (1) existing ordinary share in the capital of the Company held by the shareholders of the Company as at a books closure date to be determined by the Directors, fractional entitlements (if any) to be disregarded (the “**Rights Issue**”).

The proposed Rights Issue by the Company may constitute an event giving rise to adjustments to the number and exercise price of the 2014 Warrants (the “**Warrants Adjustments**”). The 2014 Warrants were issued by the Company in conjunction with a renounceable non-underwritten rights shares cum warrants issue undertaken by the Company in 2014 and were constituted under a deed poll dated 7 October 2014 (the “**2014 Deed Poll**”).

The Company has appointed ZICO Capital Pte. Ltd. (“**ZICO Capital**”) as the financial adviser to determine whether the Warrants Adjustments are required and are appropriate in accordance with the relevant formulae set out in the 2014 Deed Poll. The Company has determined, and confirmed by Straits Law Practice LLC, the legal adviser to the Company in respect of the Rights Issue, that ZICO Capital falls within the definition of “Approved Bank” under the 2014 Deed Poll for this purpose. The Company has also appointed Moore Stephens LLP (“**Moore Stephens**”), the Company’s auditor, to certify that the Warrants Adjustments are in accordance with the 2014 Deed Poll.

In accordance with the 2014 Deed Poll and as determined by ZICO Capital and certified by Moore Stephens, the following adjustment shall be made to the 2014 Warrants as a result of the Rights Issue:

| Description | Before the Warrants Adjustments | After the Warrants Adjustments |
|--|---------------------------------|--------------------------------|
| Total number of outstanding 2014 Warrants ⁽¹⁾ | 465,783,822 | 517,537,579 |
| Exercise price for each 2014 Warrant | S\$0.012 | No adjustment ⁽²⁾ |

Notes:

- (1) Based on the total number of 2014 Warrants outstanding as at the date of this announcement.
- (2) As the computed adjustment to the exercise price for each 2014 Warrant in accordance with the formulae under Condition 5(b)(iii) of the 2014 Deed Poll (which is relevant in the event of the Rights Issue) is less than one half of one (0.5) cent, no adjustment is required to be made to the exercise price of the 2014 Warrants pursuant to Condition 5(d) of the 2014 Deed Poll.

The Company will be making an application to the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for the additional listing of and quotation for such additional number of 2014 Warrants as well as the new ordinary shares to be issued pursuant to the exercise of such additional 2014 Warrants on the SGX-ST. Announcements, including an announcement containing the effective date of the adjustment to the number of the 2014 Warrants, will be made by the Company in due course.

By Order of the Board
Innopac Holdings Limited

Wong Chin Yong
Chairman & CEO
28 July 2017