



Unaudited Financial Statements and Dividend Announcement

For the First Quarter ended 30 June 2018

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

	The Group		
	Quarter ended		
	30.06.2018 (Unaudited)	30.06.2017 (Unaudited)	Change
	US\$'000	US\$'000	%
Revenue	557	-	NM
Cost of sales	(538)	-	NM
Gross profit	19	-	NM
Other loss, net	(108)	(84)	28.6%
Expenses			
- Administrative	(1,570)	(607)	158.6%
- Selling & distribution	(85)	(24)	254.2%
Loss before income tax	(1,744)	(715)	143.9%
Income tax credit	33	17	94.1%
Net loss attributable to equity holders of the Company	(1,711)	(698)	145.1%
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
- Currency translation loss arising from consolidation	(906)	(181)	401.0%
Total comprehensive loss attributable to equity holders of the Company	(2,617)	(879)	197.7%

NM – Not meaningful

1(a)(ii) Notes to Consolidated Statement of Comprehensive Income

(Loss)/profit for the financial period is stated after charging/ (crediting) the following:

	The Group		
	Quarter ended		
	30.06.2018 (Unaudited)	30.06.2017 (Unaudited)	Change
	US\$'000	US\$'000	%
Depreciation of property, plant and equipment	246	122	101.6%
Amortisation of intangible assets	95	68	39.7%
Foreign exchange loss, net	150	90	66.7%
Employee share award expense	25	-	NM

NM – Not meaningful

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

	Group		Company	
	30.06.2018 (Unaudited)	31.03.2018 (Audited)	30.06.2018 (Unaudited)	31.03.2018 (Audited)
	US\$'000	US\$'000	US\$'000	US\$'000
Assets				
Current assets				
Cash and bank balances	6,071	9,075	3,196	6,676
Trade and other receivables	3,088	3,223	7,497	4,122
Inventories	133	134	-	-
	9,292	12,432	10,693	10,798
Non-current assets				
Investment in subsidiary corporation	-	-	52,112	52,112
Property, plant and equipment	30,648	30,052	1	-
Intangible assets	9,949	8,114	-	-
	40,597	38,166	52,113	52,112
Total assets	49,889	50,598	62,806	62,910
Liabilities				
Current liabilities				
Trade and other payables	6,857	5,507	467	324
Current income tax liabilities	537	537	-	-
	7,394	6,044	467	324
Non-current liabilities				
Deferred income tax liabilities	712	745	-	-
	712	745	-	-
Total liabilities	8,106	6,789	467	324
Net assets	41,783	43,809	62,339	62,586
Equity				
Share capital	68,468	67,902	68,763	68,197
Accumulated losses	(5,329)	(3,618)	(6,402)	(5,564)
Currency translation reserve	(1,191)	(285)	(47)	(47)
Restructuring reserve	(20,190)	(20,190)	-	-
Performance share reserve	25	-	25	-
Total equity	41,783	43,809	62,339	62,586

1(b)(ii) Aggregate amount of group's borrowings and debt securities

Amount repayable in one year or less, or on demand

As at 30 June 2018		As at 31 Mar 2018	
Secured	Unsecured	Secured	Unsecured
US\$'000	US\$'000	US\$'000	US\$'000
-	-	-	-

Amount repayable after one year

As at 30 June 2018		As at 31 Mar 2018	
Secured	Unsecured	Secured	Unsecured
US\$'000	US\$'000	US\$'000	US\$'000
-	-	-	-

Details of any collateral

(i) Not Applicable

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Quarter ended	
	30.06.2018 (Unaudited)	30.06.2017 (Unaudited)
	US\$'000	US\$'000
Operating activities		
Net loss	(1,711)	(698)
Adjustment for:		
- Amortisation of intangible assets	95	68
- Depreciation of property, plant and equipment	246	122
- Gain on disposal of property, plant and equipment	-	(5)
- Employee share award expense	25	-
- Income tax credit	(33)	(17)
- Unrealised currency translation loss	(1,456)	-
	(2,834)	(530)
Working capital changes		
- Trade and other receivables	135	(68)
- Trade and other payables	1,350	322
- Inventories	1	1
Cash used in operations, representing net cash used in operating activities	(1,348)	(275)
Investing activities		
Additions to property, plant and equipment	(790)	(2)
Proceed from disposal of property, plant and equipment	-	5
Acquisition of business, net of cash acquired	(725)	-
Net cash (used in)/provided by investing activities	(1,515)	3
Net change in cash and cash equivalent	(2,863)	(272)
Cash and cash equivalent at the beginning of financial period	9,075	546
Effect of currency translation on cash and cash equivalents	(141)	-
Cash and cash equivalent at the end of financial period	6,071	274

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

Statement of Changes in Equity

<u>The Group</u>	Share capital	Retained profits/ (Accumulated losses)	Currency Translation Reserve	Restructuring reserve	Performance share reserve	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
As at 1 April 2018	67,902	(3,618)	(285)	(20,190)	-	43,809
Issue of shares	566	-	-	-	-	566
Total comprehensive loss	-	(1,711)	(906)	-	-	(2,617)
Employee share award expense	-	-	-	-	25	25
As at 30 June 2018	68,468	(5,329)	(1,191)	(20,190)	25	41,783
As at 1 April 2017	39,982	2,811	-	(20,190)	-	22,603
Issue of shares	3,105	-	-	-	-	3,105
Total comprehensive loss	-	(698)	(181)	-	-	(879)
As at 30 June 2017	43,087	2,113	(181)	(20,190)	-	24,829

<u>The Company</u>	Share Capital	Accumulated loss	Currency Translation Reserve	Restructuring Reserve	Performance share reserve	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000		US\$'000
As at 1 April 2018	68,197	(5,564)	(47)	-	-	62,586
Issue of shares	566	-	-	-	-	566
Employee share award expense	-	-	-	-	25	25
Total comprehensive loss	-	(838)	-	-	-	(838)
As at 30 June 2018	68,763	(6,402)	(47)	-	25	62,339
As at 1 April 2017	7,664	(2,465)	(65)	-	-	5,134
Currency alignment due to change of functional currency	-	-	18	-	-	18
Total comprehensive loss	-	(744)	-	-	-	(744)
As at 30 June 2017	7,664	(3,209)	(47)	-	-	4,408

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Share Capital – Ordinary Shares

	No of ordinary shares of the Company	Issued and paid-up share capital of the Company (US\$)
As at 1 April 2018	351,307,182	68,197,656
Issue and allotment of shares ⁽¹⁾	3,890,640	565,500
Balance as at 30 June 2018	355,197,822	68,763,156

Note:

(1)The Company issued 3,890,640 new shares on 7 June 2018, being the first tranche of the consideration shares for the acquisition of Kayah Resort from Wa Minn Group of Companies Company Limited and U Kun Naung Myint Wai. As a result of the issuance of the shares, the total number of issued shares of the Company increased from 351,307,182 as at 31 March 2018 to 355,197,822 as at 30 June 2018 and the share capital increased from US\$68,197,656 to US\$68,763,156.

The Company did not have any outstanding options or convertibles as at 30 June 2018 and 30 June 2017. There were no subsidiary holdings or treasury shares as at 30 June 2018 and 30 June 2017.

Memories Performance Share Plan (“Memories PSP”)

On 4 April 2018, the Company granted share awards of 1,000,000 shares to the Chief Executive Officer of the Company, Mr Georges Michel Novatin, pursuant to the Memories PSP. As of 30 June 2018, the total number of ordinary shares awarded under the Memories PSP was 1,000,000 and will be vested in 2 tranches on 1 April 2019 and 1 April 2020 respectively (30 June 2017: Nil).

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year

	30 June 2018	31 March 2018
Total number of issued shares	355,197,822	351,307,182

There were no treasury shares as at 30 June 2018 and 31 March 2018.

1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable. There were no treasury shares during and as at the end of the current financial period reported on.

1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable. There were no subsidiary holdings during and as at the end of the current financial period reported on.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice

The figures have not been audited or reviewed by the Company's independent auditor.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter)

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

Except as disclosed in paragraph 5 below, the accounting policies and methods of computation adopted in the financial statements for the current reporting period are consistent with those applied to its audited financial statement for the financial year ended 31 March 2018.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

The Group has adopted a new financial reporting framework, Singapore Financial Reporting Standards (International) (SFRS(I)s), on 1 April 2018 and has prepared its first set of financial information under SFRS(I)s for the quarter ended 30 June 2018.

The Group will be required to apply the specific transition requirements in SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)*. In addition to the adoption of the new framework, the Group will also concurrently apply the following SFRS(I)s, interpretations of SFRS(I)s and requirements of SFRS(I)s which are mandatorily effective from the same date:

- SFRS(I) 9 *Financial Instruments* which includes the amendments to IFRS 4 *Insurance Contracts* – Applying IFRS 9 *Financial Instruments* with IFRS 4 *Insurance Contracts* issued by the IASB in September 2016;
- requirements in SFRS(I) 2 *Share-based Payment* arising from the amendments to IFRS 2 – *Classification and Measurement of Share-based Payment Transactions* issued by the IASB in June 2016;
- requirements in SFRS(I) 1-40 *Investment Property* arising from the amendments to IAS 40 – *Transfers of Investment Property* issued by the IASB in December 2016;
- requirements in SFRS(I) 1-28 *Investments in Associates and Joint Ventures* arising from the amendments to IAS 28 – *Measuring an associate or joint venture at fair value* issued by the IASB in December 2016; and
- SFRS(I) INT 22 *Foreign Currency Transactions and Advance Consideration*.

The Group does not expect the application of the above standards and interpretations to have a significant impact on the consolidated financial statements.

6. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

	The Group	
	Quarter ended	
	30.06.2018	30.06.2017
Loss attributable to shareholders of the Company (US\$'000)	(1,711)	(698)
Weighted average number of ordinary shares in issue for computing basic loss per share ('000)	352,163	305,983
Performance share awards ('000)	1,000	-
Weighted average number of ordinary shares for computing diluted loss per share ('000)	353,163	305,983
Basic and diluted loss per share (US cents)	(0.49)	(0.23)

As at 30 June 2018, 1,000,000 (30 June 2017: Nil) performance share awards under the Memories PSP were outstanding. The weighted average number of shares in issue for the purpose of calculating diluted LPS had been adjusted as if all performance share awards were issued as at 30 June.

The basic and diluted loss per share are the same as the Group incurred net loss for the respective financial periods.

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-

- (a) Current period reported on; and
(b) Immediately preceding financial year.**

	Group		Company	
	30.06.2018	31.03.2018	30.06.2018	31.03.2018
Net asset value (US\$'000)	41,783	43,809	62,339	62,586
Number of ordinary shares in issue ('000)	355,198	351,307	355,198	351,307
Net asset value per ordinary share (US cents)	11.76	12.47	17.55	17.82

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss: -
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

Review of the Group's performance for Quarter ended 30 June 2018 ("Q1 2019") as compared to the Quarter ended 30 June 2017 ("Q1 2018")

Consolidated Statement of Comprehensive Income

	Quarter ended 30.06.2018 (Q1 2019)		Quarter ended 30.06.2017 (Q1 2018)	
	US\$'000	As a percentage of total revenue	US\$'000	As a percentage of total revenue
Hotels	90	16.2%	-	-
Experiences	223	40.0%	-	-
Services	244	43.8%	-	-
Total	557	100.0%	-	-

The Group reported a total revenue for Q1 2019 of approximately US\$0.6 million due to the acquisition of the HAL Business (hotel/lodge business operating under the name "Hpa An Lodge") and Kayah Resort (Hotels Segment), the DMC Business (the tourism and destination management business operating under the name "Asia Holidays") (Services Segment) and Burma Boating (Experiences segment). In addition, the management had extended the flying period of the BOB Business (Experiences segment) during Q1 2019 whereas for the previous financial years, the flying period of BOB Business ended on 31 March of each year.

In line with revenue, the cost of sales was due to the acquisitions of the HAL Business and Kayah Resort (relating to staff cost, depreciation expenses of tangible assets acquired and food & beverage expenses), the DMC Business (relating to hotels, tour expenses, airfares and food & beverage expenses incurred as part of the package tours offered by the DMC Business to end customers) and Burma Boating (relating to staff cost, depreciation expenses and food & beverage expenses).

The Group's gross profit margin was 3.4% in Q1 2019 and it was mainly contributed by the DMC Business and the BOB Business.

There is no quarter to quarter comparison for revenue and cost of sales as there were no revenue and cost of sales recognised during Q1 2018.

The Group's administrative expenses in Q1 2019 increased by approximately US\$1.0 million or 158.6% from approximately US\$0.6 million in Q1 2018. This was mainly due to additional expenses incurred post listing of Memories Group Limited (i.e. staff cost and professional fee). In addition, the acquisitions of the HAL Business and

Kayah Resort (Hotels Segment), the DMC Business (Services Segment) and Burma Boating (Experiences Segment) had also contributed to the increase in staff costs for the administrative personnel. The Group had also incurred approximately US\$0.1 million for the management and support services received from Yoma Strategic Holdings Limited (YSH), which was conducted under the interested person transaction mandate.

As a result of the above, the Group recorded a net loss after tax of approximately US\$1.7 million in Q1 2019 as compared to a net loss after tax of approximately US\$0.7 million in Q1 2018.

Consolidated statement of financial position as at 30 June 2018 as compared to 31 March 2018

Cash and bank balances decreased by approximately US\$3.0 million to approximately US\$6.1 million as at 30 June 2018. This was mainly due to payment of partial cash consideration for the acquisition of Kayah Resort (Hotels segment) amounting to US\$0.7 million. In addition, the continuous development of the PHL Business (Hotels Segment) also decreased the cash by US\$0.8 million. The remaining amount was used to pay staff costs and other administrative expenses (working capital).

Trade and other receivables decreased by approximately US\$0.1 million to approximately US\$3.1 million as at 30 June 2018. The decrease was mainly due to the settlement of receivables from the DMC Business (Services Segment) and currency translation adjustment for receivables denominated in foreign currencies.

Property, plant and equipment increased by approximately US\$0.6 million to approximately US\$30.6 million as at 30 June 2018. This was mainly due to the acquisition of the Kayah Resort (Hotels Segment) which comprised building and landscaping amounting to approximately US\$0.6 million and the additional construction costs capitalised for the continuous development of the PHL Business (Hotels Segment) amounting to US\$0.8 million. However, the increase in cost was offset by the translation loss arising from consolidation of US\$0.9 million as at 30 June 2018 as a result of weakening of Myanmar Kyat (MMK) against US Dollars. The PHL Business is maintained in MMK.

Intangible assets increased by approximately US\$1.8 million as at 30 June 2018 mainly due to the provisional goodwill of US\$1.9 million from the acquisition of Kayah Resort business offset by amortisation of intangible assets for Q1 2019 of US\$0.1 million. The provisional goodwill may be adjusted subsequent to the completion of the Purchase Price Allocation to be performed during the measurement period, i.e. within one year from the acquisition date.

Trade and other payables increased by approximately US\$1.4 million to approximately US\$6.9 million as at 30 June 2018. The increase was mainly due to the deferred consideration payable to Wa Minn Group of Companies Company Limited and U Kun Naung Myint Wai of US\$1.2 million (in cash and new shares).

Review of Statement of Cash Flows

The Group's net cash used in operating activities amounted to approximately US\$1.3 million in Q1 2019, which comprised operating cash outflow before the change in working capital of approximately US\$2.8 million and net working capital inflows of approximately US\$1.5 million.

The Group's net cash flows used in investing activities in Q1 2019 amounted to approximately US\$1.5 million. This was mainly due to payment of partial cash consideration for the acquisition of Kayah Resort business of approximately US\$0.7 million and the additional construction costs capitalised for the continuous development of the PHL Business (Hotels Segment) of approximately US\$0.8 million.

As at 30 June 2018, the Group's cash and cash equivalents amounted to approximately US\$6.1 million.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

Not applicable. No forecast or prospect statement had been previously disclosed to shareholders.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

As April to September is Myanmar's wet season, there is a lull in tourism activities during this period. Nonetheless, the Group will continue to increase its sales and marketing efforts to build brand awareness and attract new customer base for its hotels, experiences and services segments.

Hotels Segment

The Group is gearing up for its peak season that will start at the end of September. For Keinnara Loikaw (Kayah Resort), a 4-star hotel acquired in May 2018, Memories Group plans to refresh and enhance the resort and increase its room rate in order to generate a better yield. Awei Metta, a 5-star hotel or better known as Pun Hlaing Lodge, will be completed by the end of financial year ending 31 March 2019 ("FY2019").

Outside of Yangon, the Group had also announced that it had entered into several sale and purchase agreements to acquire two new hotels which are under construction (i) Awei Pila, a 5-star hotel in the Mergui Archipelago, and (ii) Hotel Suggati in Mawlamyaing, a 3-star hotel in Mon State. Both hotels are expected to commence operations by December 2018.

Upon completion, the total number of hotels owned by the Group will increase to five, allowing it to diversify its customer and revenue base.

The Group will continue to be actively looking for other hotel assets either through the acquisition of well-located hotels with asset enhancement opportunities, or the addition of more hotel management contracts to enable the Group to build up its portfolio of brands.

Experiences Segment

In this segment, this is the time where Balloons Over Bagan and Burma Boating start accepting pre-bookings for the hot-air balloon rides and any cruise or yacht charters for the next peak season. The Group expects its Balloons business, which operates between October and April to remain healthy barring unforeseen circumstances. Meanwhile, Burma Boating has secured healthy pre-bookings until the end of May 2019.

Services Segment

The Group continues its sales and marketing strategies targeting Western travellers. In addition, due to the steady and expected rise of Asian travellers to Myanmar, Memories Group has begun sales and marketing efforts in the Asian region and will be participating in a number of travel tradeshows in Asia and the Middle East to attract new customers.

11. Dividend

(a) Current Financial Period Reported On: Any dividend declared for the current financial period reported on?

No

(b) Corresponding Period of the Immediately Preceding Financial Year: Any dividend declared for the corresponding period of the immediately preceding financial year?

No

(c) Date payable:

Not applicable

(d) Books closure date:

Not applicable

12. If no dividend has been declared/recommendeded, a statement to that effect

No dividend has been recommended for the current financial period reported on.

13. If the group has obtained a general mandate from shareholders for interested person transactions (“IPT”), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The details of interested person transactions from 1 April 2018 to 30 June 2018 are set out below.

Name of Interested Person	Aggregate value of all interested person transactions during FY 2019 (excluding transactions less than S\$100,000 and transactions conducted under shareholders’ mandate pursuant to Rule 920)	Aggregate value of all interested person transactions during FY 2019 which are conducted under shareholders’ mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Associates of Mr. Serge Pun.:-	-	
Construction Services ⁽¹⁾	-	US\$964,491
Rental of office units ⁽²⁾	-	US\$41,117
General	-	-
Support Services ⁽³⁾	-	US\$128,113
Finance ⁽⁴⁾	-	US\$154
Airline Services ⁽⁵⁾	-	US\$2,585

Note:

- (1) SPA Design and Project Services Ltd.
- (2) Yoma Development Group Limited.
- (3) Yoma Strategic Holdings Limited
- (4) YOMA Bank Limited
- (5) FMI Air Limited

Shareholders’ approval for the Company’s IPT mandate was obtained at the Extraordinary General Meeting held on 18 December 2017 and was effected from 26 December 2017. The aggregate value of all interested person transactions conducted under the IPT mandate is presented for the period from 1 April 2018 to 30 June 2018.

14. Use of Compliance Placement Proceeds

The Company refers to the net proceeds raised from the compliance placement of 42.6 million new shares at S\$0.25 per new share which was completed on 4 January 2018 (“**Compliance Placement**”).

As at the date of this announcement, the status on the use of the net proceeds from the Compliance Placement is as follows:

<u>Use of Net Proceeds from the Compliance Placement</u>	<u>Amount allocated</u> <u>S\$'000</u>	<u>Amount Utilised</u> <u>S\$'000</u>	<u>Balance</u> <u>S\$'000</u>
Completion of construction of Pun Hlaing Lodge	3,046	3,046	-
Expenditure for branding and marketing efforts and developing an integrated technology platform	762	85	677
Working capital	761	761	-
Investment in or acquisition of further hospitality and tourism assets in Myanmar	3,046	973	2,073
Net proceeds	7,615	4,865	2,750

As at the date of this announcement, the Company has utilised the proceeds allocated for “Working Capital” for the Company and its subsidiaries for the payment of salaries, professional cost and upkeeps of its assets.

The Company will continue to make periodic announcement via SGXNET on the utilisation of the balance of the net proceeds from the Compliance Placement as and when such proceeds are materially disbursed.

15. Negative Confirmation by the Board Pursuant to Rule 705(5)

To the best of the Board of Directors’ knowledge, nothing has come to their attention which may render the unaudited financial results for the first quarter financial period ended 30 June 2018 to be false or misleading in any material aspect

16. Confirmation that the issue has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual.

BY ORDER OF THE BOARD

Georges Michel Novatin
Chief Executive Officer

25 July 2018

This announcement has been prepared by Memories Group Limited (the “**Company**”) and its contents have been reviewed by the Company’s continuing sponsor (the “**Sponsor**”) PrimePartners Corporate Finance Pte. Ltd. for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist. 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 person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).