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## ISSUANCE OF PREFERENCE SHARES IN CMNM MINING GROUP SDN. BHD.

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The board of directors (the “**Board**”) of CNMC Goldmine Holdings Limited (the “**Company**”) wishes to announce that, the Company’s subsidiary, CMNM Mining Group Sdn. Bhd. (“**CMNM**”), has entered into an assignment agreement (the “**Agreement**”) with Kelantan State Economic Development Corporation (“**KSEDC**”), pursuant to which KSEDC has agreed to assign to CMNM a mining lease for a period of 21 years till 31 December 2034 in respect of the area covering approximately 956.5 hectares within Lot 2014 of the Sungai Sejana, Sungai Amang and Sungai Ketubong areas in the Sokor district, together with the rights, benefits, privileges and obligations under the large scale mining operation. In consideration of the said assignment, CMNM will, *inter alia*:

- 1) issue 15,000 cumulative preference shares (equivalent to 3% of the number of fully issued ordinary shares in CMNM) to KSEDC;
- 2) with effect from 1 January 2017 pay KSEDC an additional 1% tribute based on gross proceeds of sale value of gold when extracted;
- 3) adhere to the review and renewal of Large Scale Mining Operation on a quadrennial basis; and
- 4) appoint one of KSEDC’s nominated representatives as director to the board of CMNM.

For the avoidance of doubt, there will be no change in the ordinary share capital of CMNM. The aforesaid is not, in itself, expected to have any material impact on the earnings and net tangible assets per share of the Group for the current financial year ending 31 December 2017.

None of the Directors, and as far as the Directors are aware, none of the controlling shareholders of the Company has any interest, directly or indirectly, in the aforesaid transaction, save through his shareholding (if any) in the Company.

### By Order of the Board

Lim Kuoh Yang  
Chief Executive Officer

20 January 2017

*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “Sponsor”) for compliance with the Singapore Exchange Securities Trading Limited (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 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 Keng Yeng Pheng, Associate Director, Continuing Sponsorship, at 16 Collyer Quay ,#10-00 Income at Raffles, Singapore 049318 , telephone (65) 6229 8088.*