



HRnetGroup Limited¹

(Incorporated in the Republic of Singapore)

(Company Registration No. 201625854G)

PROPOSED SUBSCRIPTION OF 37,963 ORDINARY SHARES IN THE CAPITAL OF HRNETGROUP LIMITED

1. Introduction

The Board of Directors of HRnet Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the announcement dated 9 November 2017 in relation to the acquisition of the business of PT Rimbun Job Agency (“**Rimbun Jobs**”) and the Group’s annual report for the financial year ended 31 December 2017 in relation to, among others, the incorporation of PT HRnet Rimbun Indonesia (“**PT HRnet Rimbun**”) on 12 February 2018. Upon incorporation of PT HRnet Rimbun, the issued and paid-up capital of PT HRnet Rimbun was Rp. 2,500,000,000, of which 51.0% voting and dividend rights were attributable to the Group.

The Board of Directors of the Company wishes to announce that its wholly-owned subsidiary, HRnet One Pte Ltd (“**HRnet One**”), has entered into a subscription letter with the shareholders of Rimbun Jobs (namely Debby Rimbun and Rubby Rimbun) (the “**Subscribers**”) dated 31 August 2018 (the “**Subscription Letter**”). Pursuant to the terms and conditions of the Subscription Letter, the Subscribers have agreed to subscribe for an aggregate of 37,963 ordinary shares of the Company (“**Shares**”) at a subscription price of S\$0.893 per Share (the “**Subscription Price**”).

The Subscribers are shareholders of PT HRnet Rimbun, and have agreed to assist the Group in launching and developing the “HRnet Rimbun” brand in Indonesia. In demonstration of their commitment to the Group, the Subscribers have also agreed to subscribe for Shares in the Company.

No placement agent will be appointed in connection with the Subscription.

¹ The initial public offering of the Company was sponsored by Deutsche Bank AG, Singapore Branch (the “**Sole Issue Manager**”). The Sole Issue Manager assumes no responsibility for the contents of this announcement.

2. Details of the Subscription

Under the Subscription Letter, Debby Rimbun and Rubby Rimbun have agreed to subscribe for 18,982 Shares and 18,981 Shares (collectively, the “**Subscription Shares**”) respectively, at the Subscription Price.

The Subscription Price is the weighted average price for trades done on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 31 August 2018, being the trading day on which the Subscription Letter was signed.

3. Listing

The Company will be making an application to the SGX-ST for the listing and quotation of the Subscription Shares on the Official List of the SGX-ST.

4. Subscription Shares

As at the date of this Announcement, the Company has 1,007,456,472 issued Shares (excluding 3,950,400 treasury shares).

It is envisaged that the Subscription Shares will be issued out of treasury shares. Upon completion of the Subscription, the Company will have 1,007,494,435 issued Shares (excluding 3,912,437 treasury shares).

The Subscription Shares when transferred will be free from all claims, charges, liens, and other encumbrances whatsoever and shall rank *pari passu* in all respects with and carry all rights similar to the existing issued Shares (not being a treasury share).

5. Use of the Proceeds

The net proceeds of the Subscription are estimated to be approximately S\$33,901 and the Company intends to use such net proceeds for working capital and general corporate purposes.

Pending deployment of net proceeds from the Subscription Letter, the net proceeds may be placed in deposits with banks and/or financial institutions as the Directors may deem fit in their absolute discretion.

6. Financial Impact

The effect of the Subscription on the net tangible assets per share and the earnings per share of the Company is immaterial, assuming that the transaction had been effected at 31 December 2017 and 1 January 2017 respectively.

The Company expects to satisfy the subscription of the Subscription Shares described in paragraph 2 above by way of transfer of treasury shares to Subscribers, and no new Shares are expected to be issued for this purpose. There will thus be no increase in the existing issued and paid-up share capital of the Company.

7. No Prospectus or Offer Information Statement

The Subscription will be undertaken by way of a private placement in accordance with Section 272B of the Securities and Futures Act, Chapter 289 of Singapore. As such, no prospectus or offer information statement will be lodged with the Monetary Authority of Singapore in connection with the Placement.

8. Interests of Directors and Substantial Shareholders

Save for their interests in the shares of the Company (if any), none of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Acquisition.

BY ORDER OF THE BOARD

Sim Yong Siang
Founding Chairman
31 August 2018