

General Announcement::LITIGATION RELATED TO THE RATIONALISATION TRANSACTION

Issuer & Securities

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| Issuer/ Manager | YUUZOO CORPORATION LIMITED |
| Securities | YUUZOO CORPORATION LIMITED - BMG9884X1020 - AFC |
| Stapled Security | No |

Announcement Details

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| Announcement Title | General Announcement |
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| Announcement Reference | SG170227OTHRH5SY |
| Submitted By (Co./ Ind. Name) | Thomas Zilliacus |
| Designation | Executive Chairman |
| Description (Please provide a detailed description of the event in the box below) | Please see attached. |

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| Attachments | 📎170227_Announcement_on_litigation_Rationalisation_Transaction_Final.pdf Total size =19K |
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YUUZOO CORPORATION LIMITED
(Company Registration No:36658)
(Incorporated in Bermuda)

LITIGATION RELATED TO THE RATIONALISATION TRANSACTION

The board of directors ("**Board**") of the Company refers to the Company's announcement dated 14 January 2016, 22 February 2016 and 13 June 2016 in relation to, inter alia, the rationalisation transaction agreement ("**Agreement**") entered into with Mark Cramer-Roberts ("**MCR**") on 12 January 2016 to (i) facilitate the renewal and extension of the agreement with Emerging Markets Telecommunication Services Limited (Nigeria) ("**Etisalat**") for certain social ecommerce networks in Nigeria ("**Etisalat Renewal**"), (ii) assign the Etisalat Renewal to the Company or to facilitate the entry into a new agreement by Etisalat directly with the Company (the "**New Etisalat Agreement**"), and (iii) assign to the Company certain intellectual property rights (altogether, the "**Asset Transfer**").

Pursuant to the Asset Transfer, the Company agreed to pay MCR (or MCR's nominee) USD1,960,000 (the "**Consideration**"), to be paid to MCR in the form of ordinary shares in the Company ("**Consideration Shares**").

On 19 February 2016, the Company obtained the in-principle approval (the "**Approval-In-Principle**") from the SGX-ST in respect of the issue of up to a maximum of 20,000,000 Consideration Shares in respect of the Asset Transfer.

On 13 June 2016, the Company issued 14,915,073 shares in the capital of the Company to MCR's nominee, at the issue price of SGD 0.1788 per share, in satisfaction of the Consideration of USD1,960,000 payable to MCR, on terms and conditions as set out in the Agreement dated 12 January 2016, between the Company and MCR.

As mentioned in the announcement of 14 January 2016, the Company has guaranteed to MCR that the sale of the Consideration Shares shall yield an aggregate value (the "**Proceeds**") equal to the Consideration, provided that MCR (a) complies with the Restrictions, (b) sells all the Consideration Shares within the Sale Period, (c) sells the Consideration Shares on the open market during normal trading hours; and if there is a difference between the value of the Proceeds and the Consideration (the "**Shortfall**"), MCR shall clearly and reasonably demonstrate to the Company that (d) the Proceeds are less than the Consideration, (e) the Proceeds could not reasonably have exceeded the Consideration, and (f) give the Company the details of all sales of the Consideration Shares sufficient for the Company to be able to calculate the Shortfall (collectively, the "**Conditions**"). The Agreement further mentions that in the event of a Shortfall, provided that the Conditions are fulfilled, the Company shall issue to MCR (or its nominee(s)) additional shares covering the Shortfall (the "**Additional Shares**"), determined by dividing the Singapore dollar equivalent of the Shortfall as of the date such Additional Shares are issued by the VWAP per share for the five consecutive trading days immediately preceding the date of issue of the Additional Shares.

Today, the Company has received a Writ of Summons and Statement of Claim in which Additional Shares to the value of S\$ 270,879 are demanded. The claim for Additional Shares is within the Approval-In-Principle given to the Company. The Company will study the claim and give its reply within 8 days.

BY ORDER OF THE BOARD

Thomas Zilliacus
Executive Chairman

27 February 2017