



**KITCHEN CULTURE HOLDINGS LTD.**

(Company Registration No: 201107179D)

(Incorporated in the Republic of Singapore on 25 March 2011)

---

**DISCLOSURE PURSUANT TO RULES 704(33) AND 728 OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL SECTION B: RULES OF CATALIST**

---

This announcement is made by Kitchen Culture Holdings Ltd. (the "**Company**") pursuant to Rules 704(33) and 728 of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"), which require the Company to disclose, *inter alia*, its loan agreements or debt securities that place restrictions on any change in control of the Company.

The Board of Directors (the "**Board**") of the Company wishes to announce that the Company is a guarantor in respect of the banking facilities granted by Oversea-Chinese Banking Corporation Limited ("**OCBC**") and Malayan Banking Berhad ("**Maybank**") amounting to S\$6,415,000 and S\$2,500,000, respectively, to KHL Marketing Asia-Pacific Pte Ltd, a wholly-owned subsidiary of the Company.

Under the terms and conditions governing the banking facilities granted by Maybank, the Company shall not without the prior written consent of Maybank, undertake or permit any re-organisation, amalgamation, reconstruction, take-over, substantial change of shareholders or any other schemes of compromise or arrangement affecting its present constitution.

Under the terms and conditions governing the banking facilities granted by OCBC, the Company shall not without OCBC's prior written consent (which will not be unreasonably withheld), undertake or permit any re-organisation, amalgamation, reconstruction, take-over, change of shareholders or any other schemes of compromise or arrangement affecting the Company's present constitution.

In compliance with Rule 728 of the Catalist Rules, as at the date of this announcement, the Company has obtained an undertaking from the controlling shareholder of the Company, namely Mr Lim Wee Li (who currently holds 74.7% of the issued share capital of the Company), for him to notify the Company, as soon as he becomes aware, of any share pledging arrangements relating to his shares in the Company and of any event which may result in a breach of the Company or its subsidiaries' loan covenants.

By Order of the Board

Lim Wee Li  
Executive Chairman and Chief Executive Officer  
3 November 2011

---

*Kitchen Culture Holdings Ltd. was listed on the Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") on 22 July 2011. The initial public offering ("**IPO**") of the Company was sponsored by Collins Stewart Pte. Limited.*

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Collins Stewart Pte. Limited for compliance with the relevant rules of the SGX-ST. Collins Stewart Pte. Limited has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.*

*The contact person for the Sponsor is Mr. Alex Tan, Managing Director, Corporate Finance, Collins Stewart Pte. Limited at 77 Robinson Road, #21-02 Singapore 068896, telephone (65) 6854-6160.*