

THE PROPOSED ACQUISITION BY THE COMPANY OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF REGAL INTERNATIONAL HOLDINGS PTE. LTD. – RESULTS OF EXTRAORDINARY GENERAL MEETING AND BOOKS CLOSURE DATE

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Hisaka Holdings Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the announcements dated 24 July 2013, 20 September 2013, 30 October 2013, 29 November 2013, 20 December 2013, 3 April 2014, 11 September 2014, 15 September 2014, 23 September 2014 and 10 October 2014 (collectively, the “**Announcements**”), the Notice of Extraordinary General Meeting dated 24 September 2014 (the “**Notice of EGM**”) as well as the shareholders’ circular dated 24 September 2014 (the “**Circular**”) despatched by the Company to the Shareholders in respect of, *inter alia*, the proposed acquisition by the Company of the entirety of the issued and paid up share capital of Regal International Holdings Pte. Ltd. (the “**Proposed Acquisition**”). Unless otherwise defined herein or the context requires otherwise, the capitalised terms used in this announcement shall have the same meaning ascribed to them in the Announcements, the Notice of EGM and the Circular.

2. RESULTS OF THE EXTRAORDINARY GENERAL MEETING

- 2.1. The Board is pleased to announce that at the Extraordinary General Meeting (“**EGM**”) of the Company held on 16 October 2014, all resolutions relating to the matters as set out in the Notice of EGM were duly passed.
- 2.2. In respect of Ordinary Resolution 4 set out in the Notice of EGM pertaining to the Proposed Whitewash Resolution, such resolution was passed by way of poll. The poll results in respect of the Proposed Whitewash Resolution were as follows:

	Number of votes for	Number of votes against
Ordinary Resolution 4: Proposed Whitewash Resolution	107,339,000 94.36%	6,414,000 5.64%

3. NOTICE OF BOOKS CLOSURE DATE

- 3.1. Following from the approvals obtained from the shareholders of the Company at the EGM, in respect of the Proposed Pre-Acquisition Consolidation, the Board wishes to announce the books closure date for the Proposed Pre-Acquisition Consolidation.

- 3.2. **NOTICE IS HEREBY GIVEN** that the Register of Members and Transfer Books of the Company will be closed at 5.00 p.m. on 27 October 2014 (the “**Books Closure Date**”) in order to determine the entitlements of Shareholders for purposes of the Proposed Pre-Acquisition Consolidation. On the Books Closure Date, every three (3) existing Shares registered in the name of each Shareholder will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded.
- 3.3. The Share Consolidation shall be effective from 9.00 a.m. on 28 October 2014 (the “**Share Consolidation Effective Date**”), being the Market Day immediately following the Books Closure Date, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder respectively based on the number of Shares held by them as at the Books Closure Date. Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Pre-Acquisition Consolidation, based on their holdings of existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share, and any fractional entitlements will be disregarded. All fractional entitlements arising from the implementation of the Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.
- 3.4. Each Consolidated Share will rank pari passu with each other and will be traded in board lots of 1,000 Consolidated Shares.

4. SHARE CERTIFICATES

For further information relating to matters concerning the deposit of share certificates with CDP, the issue of new share certificates upon deposit and the settlement of trading in respect of old share certificates, please refer to Section 7.4, Section 7.5 and Section 7.6 of the Circular respectively.

5. TRADING ARRANGEMENTS

5.1. Trading arrangements for the Consolidated Shares

With effect from 9.00 a.m. (Singapore time) on 23 October 2014 (the “**Effective Trading Date**”), trading in the Shares will be in board lots of 1,000 Consolidated Shares. Accordingly, three (3) Shares as at 5.00 p.m. (Singapore time) on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. (Singapore time) on the Effective Trading Date.

Note (1): 22 October 2014 is a public holiday in Singapore, and is therefore not a Market Day.

5.2. Trading arrangements for odd lots

All fractional entitlements arising upon the implementation of the Proposed Pre-Acquisition Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interest of the Company.

The existing Shares are currently traded in board lots of 1,000 shares in the ready market. Following the Proposed Pre-Acquisition Consolidation, the securities accounts maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 1,000 Consolidated Shares).

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Shareholders who receive odd lots of Consolidated Shares pursuant to the Proposed Pre-Acquisition Consolidation and who wish to trade in odd lots on the SGX-ST should note that the unit share market has been set up to allow trading in odd lots with a minimum size of one (1) Consolidated Share on the SGX-ST. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying Consolidated Shares in the ready market.

Further, the Company has made arrangements with the SGX-ST to set up a temporary counter to allow Shareholders to trade in board lots of **333 Consolidated Shares**. This temporary counter will be maintained for a period of one (1) calendar month commencing from the Effective Trading Date, excluding any period of suspension of trading of the Company's Shares on the SGX-ST (the "**Concessionary Period**"). After the Concessionary Period, Shareholders can trade in odd lots of Consolidated Shares on the SGX-ST's unit share market.

The set-up of the temporary odd lot counter is strictly of a provisional nature. Entitled Shareholders who continue to hold odd lots of less than 1,000 Consolidated Shares after the Concessionary Period may find difficulty and/or have to bear disproportionate transaction costs in realising the fair market price of such Consolidated Shares.

6. TIMETABLE

The table below sets out the timetable for the Proposed Pre-Acquisition Share Consolidation. With respect to the timetable included in the announcement released by the Company on 10 October 2014 pertaining to the salient milestones for the Proposed Compliance Placement, such indicative milestones have been incorporated, where appropriate, into the table below for Shareholders' ease of reference.

Time and Date	Event
16 October 2014 (Thursday)	EGM
16 October 2014 (Thursday)	Announcement of notice of Books Closure Date for the Proposed Pre-Acquisition Share Consolidation
5.00 p.m. on 21 October 2014* (Tuesday)	Cessation of trading of the existing pre-consolidation Shares
9.00 a.m. on 23 October 2014 (Thursday)	Effective Trading Date (i.e. commencement of trading of the Consolidated Shares on the SGX-ST)
5.00 p.m. on 27 October 2014 (Monday)	Books Closure Date for the Proposed Pre-Acquisition Share Consolidation
9.00 a.m. on 28 October 2014 (Tuesday)	Share Consolidation Effective Date (i.e. the date the Proposed Pre-Acquisition Consolidation becomes effective)
29 October 2014 (Wednesday)	Indicative date for the completion of the Proposed Acquisition
4 November 2014 (Tuesday)	Indicative date for the (i) commencement of suspension of trading in the Shares for the Proposed Compliance Placement; and (ii) commencement of the Proposed Compliance Placement

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The SGX-ST has permitted the Company a period of one (1) month to complete the Proposed Compliance Placement for the purposes of, *inter alia*, raising the percentage of the Company's Shares held in the hands of the public to at least 25% of the Company's issued share capital. If the Proposed Compliance Placement is completed earlier, and the percentage of the Company's Shares held in the hands of the public is at least 25% of the Company's issued share capital, an application to the SGX-ST to lift the suspension will be made at that earlier time.

7. CONTACT INFORMATION

The address of the Share Registrar is as follows:

Boardroom Corporate & Advisory Services Pte. Ltd.

50 Raffles Place

#32-01 Singapore Land Tower

Singapore 048623

The address of the CDP is as follows:

The Central Depository (Pte) Limited

11 North Buona Vista Drive

#06-07 The Metropolis Tower 2

Singapore 138589.

By Order of the Board

HISAKA HOLDINGS LTD.

Jessica Ong Boon Chin

Executive Director

16 October 2014