OFFER INFORMATION STATEMENT DATED 17 JANUARY 2017

(Lodged with the Monetary Authority of Singapore on 17 January 2017)

THIS OFFER INFORMATION STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

A copy of this Offer Information Statement, together with a copy of each of the ARE, the ARS and the PAL (each as defined herein), issued by Tat Hong Holdings Ltd (the "**Company**"), have been lodged with the Monetary Authority of Singapore (the "**Authority**"). The Authority assumes no responsibility for the contents of this Offer Information Statement, the ARE, the ARS and the PAL. The lodgement of this Offer Information Statement with the Authority does not imply that the Securities and Futures Act, Chapter 289, of Singapore or any other legal or regulatory requirements, have been complied with. The Authority has not, in any way, considered the merits of the Company, its subsidiaries, the Rights Shares (as defined herein) being offered pursuant to the Rights Issue (as defined herein), or in respect of which an invitation is made, for investment.

Approval in-principle has been obtained from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST, subject to certain conditions. The approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries, and/or their securities. The Rights Shares will be admitted to the Official List of the Main Board of the SGX-ST and official quotation will commence after all conditions imposed by the SGX-ST have been satisfied, the Rights Shares certificates have been issued and the notification letters from The Central Depository (Pte) Limited (the "**CDP**") have been despatched. The SGX-ST assumes no responsibility for the accuracy of any statements made, reports contained or opinions expressed herein.

No Rights Shares shall be allotted or allocated on the basis of this Offer Information Statement later than six (6) months after the date of lodgement of this Offer Information Statement with the Authority. **YOUR ATTENTION IS DRAWN TO THE SECTION ON "RISK FACTORS" OF THIS OFFER INFORMATION STATEMENT WHICH YOU SHOULD REVIEW CAREFULLY.**

This Offer Information Statement has been prepared solely in relation to the Rights Issue and shall not be relied upon by any other person or for any other purpose.

TAT HONG HOLDINGS LTD

(Incorporated in the Republic of Singapore on 25 October 1991)
(Company Registration Number 199105392H)

RENOUNCEABLE UNDERWRITTEN RIGHTS ISSUE OF UP TO 125,776,884 NEW ORDINARY SHARES IN THE ISSUED AND PAID-UP CAPITAL OF THE COMPANY (THE "RIGHTS SHARES") AT AN ISSUE PRICE OF S$0.33 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY FIVE (5) EXISTING SHARES IN THE CAPITAL OF THE COMPANY, HELD BY SHAREHOLDERS OF THE COMPANY AS AT THE BOOKS CLOSURE DATE (AS DEFINED HEREIN), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE "RIGHTS ISSUE")

Underwriter of the Rights Issue

PhillipCapital
PHILLIP SECURITIES PTE LTD

PHILLIP SECURITIES PTE LTD

(Incorporated in the Republic of Singapore)
(Company Registration Number 197501035Z)

IMPORTANT DATES AND TIMES

Last date and time for splitting of Rights (as herein defined)	:	27 January 2017 at 12.30 p.m.
Last date and time for acceptance and payment for Rights Shares (as herein defined)	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks (each as defined herein))
Last date and time for acceptance and payment for Rights Shares by Renouncees (as herein defined)	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for excess application and payment for Excess Rights Shares (as herein defined)	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)

IMPORTANT NOTICE

Capitalised terms used below which are not otherwise defined herein shall have the same meanings as ascribed to them under the "**Definitions**" section of this Offer Information Statement.

For Entitled Depositors, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares may only be made through the CDP or by way of an Electronic Application at any ATM of a Participating Bank.

For Entitled Scripholders, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares may be made through the Share Registrar, M & C Services Private Limited.

For investors who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares must be made through their respective finance companies or Depository Agents, and in the case of CPFIS Members, their respective CPF agent bank. Any application made directly to the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.

For CPFIS Members, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares can only be made using, subject to applicable CPF rules and regulations, their CPF Funds. In the case of insufficient CPF Funds or stock limit, CPFIS Members could top up cash into their CPF investment accounts before instructing their respective CPF agent banks to accept the Rights Shares and (if applicable) apply for Excess Rights Shares. CPF Funds cannot, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.

Shareholders who have subscribed for or purchased Shares under the SRS, subject to applicable SRS rules and regulations, must use monies standing to the credit of their respective SRS accounts to pay for the acceptance of their entitlements to the Rights Shares and (if applicable) application for Excess Rights Shares. Such Shareholders who wish to accept their entitlements to the Rights Shares and (if applicable) apply for Excess Rights Shares using SRS monies, must instruct the relevant SRS Approved Banks to accept their entitlements to the Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with this Offer Information Statement. Such Shareholders who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts before instructing their respective SRS Approved Banks to accept their entitlements to the Rights Shares and (if applicable) apply for Excess Rights Shares. SRS monies may not, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.

The existing Shares are quoted on the Official List of the Main Board of the SGX-ST.

Persons wishing to subscribe for the Rights Shares offered by this Offer Information Statement should, before deciding whether to so subscribe, carefully read this Offer Information Statement in its entirety in order to make an informed assessment of the affairs of the Group, including but not limited to, the assets and liabilities, profits and losses, financial position, risk factors, and performance and prospects of the Group, and the rights and liabilities attaching to the Rights Shares. They should also make their own independent enquiries and investigations of any assumptions upon which financial projections, if any, are made or based and carefully consider this Offer Information Statement in the light of their personal circumstances (including financial and taxation affairs). It is recommended that such persons seek professional advice from their accountant, stockbroker, bank manager, lawyer or other professional adviser before deciding whether to acquire the Rights Shares or invest in the Company.

IMPORTANT NOTICE

No person has been authorised to give any information or to make any representations, other than those contained in this Offer Information Statement, in connection with the Rights Issue or the issue of the Rights Shares and, if given or made, such information or representations must not be relied upon as having been authorised by the Company or the Underwriter. Save as expressly stated in this Offer Information Statement, nothing contained herein is, or may be relied upon as, a promise or representation as to the future performance, prospects or policies of the Company or the Group.

Neither the delivery of this Offer Information Statement nor the issue of the Rights Shares shall, under any circumstances, constitute a continuing representation, or give rise to any implication, that there has been no material change in the affairs of the Company or the Group or any of the information contained herein since the date hereof. Where such changes occur after the date hereof and are material, or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement of the same to the SGX-ST and, if required, lodge a supplementary or replacement document with the Authority. All Entitled Shareholders should take note of any such announcement and, upon the release of such announcement or lodgement of such supplementary or replacement document, as the case may be, shall be deemed to have notice of such changes.

Neither the Company nor the Underwriter makes any representation to any person regarding the legality of an investment in the Rights Shares by such person under any investment or any other laws or regulations. No information in this Offer Information Statement should be considered to be business, financial, legal or tax advice. Each prospective investor should consult his own professional or other adviser for business, financial, legal or tax advice regarding an investment in the Rights Shares.

The Company and/or the Underwriter make no representation, warranty or recommendation whatsoever as to the merits of the "nil-paid" Rights, the Rights Issue, the Rights Shares, the Shares, the Company, the Group or any other matter related thereto or in connection therewith. Nothing in this Offer Information Statement or the accompanying documents shall be construed as a recommendation to accept or purchase the "nil-paid" Rights, the Rights Shares and/or the Shares (as the case may be). Prospective subscribers of the Rights Shares should rely on their own investigation of the financial condition and affairs, appraisal and determination of the merits of investing in the Company and the Group and shall be deemed to have done so.

This Offer Information Statement and the accompanying documents have been prepared solely for the purpose of the acceptance and subscription of the Rights Shares under the Rights Issue, and may not be relied upon by any persons (other than Entitled Shareholders to whom it is despatched by the Company, Renouncees or Purchasers) or for any other purpose.

This Offer Information Statement and/or its accompanying documents may not be used for the purpose of, and does not constitute, an offer, invitation to or solicitation by anyone in any jurisdiction or in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorised or to any person to whom it is unlawful to make such an offer, invitation or solicitation.

The distribution of this Offer Information Statement and/or its accompanying documents, and/or the purchase or subscription for the Rights Shares may be prohibited or restricted by law (either absolutely or subject to various requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant laws of those jurisdictions. Entitled Shareholders or any other person having possession of this Offer Information Statement and/or its accompanying documents are advised by the Company to keep themselves informed of and observe such prohibitions and restrictions at their own expense and without liability to the Company, the Underwriter or any other persons involved in the Rights Issue.

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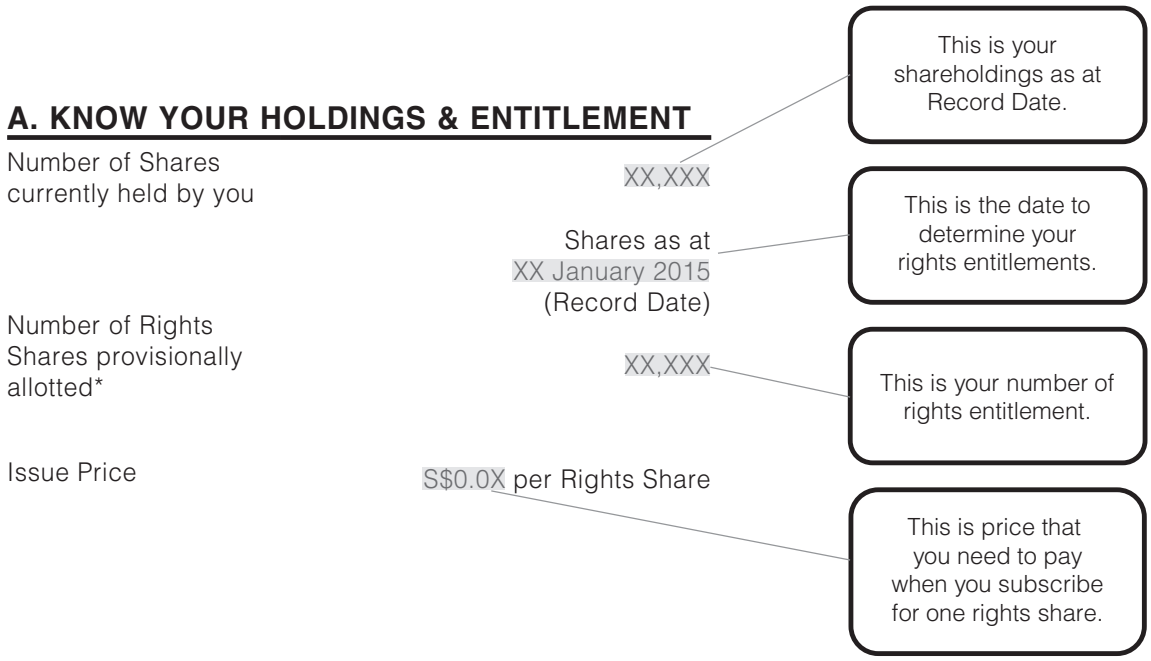
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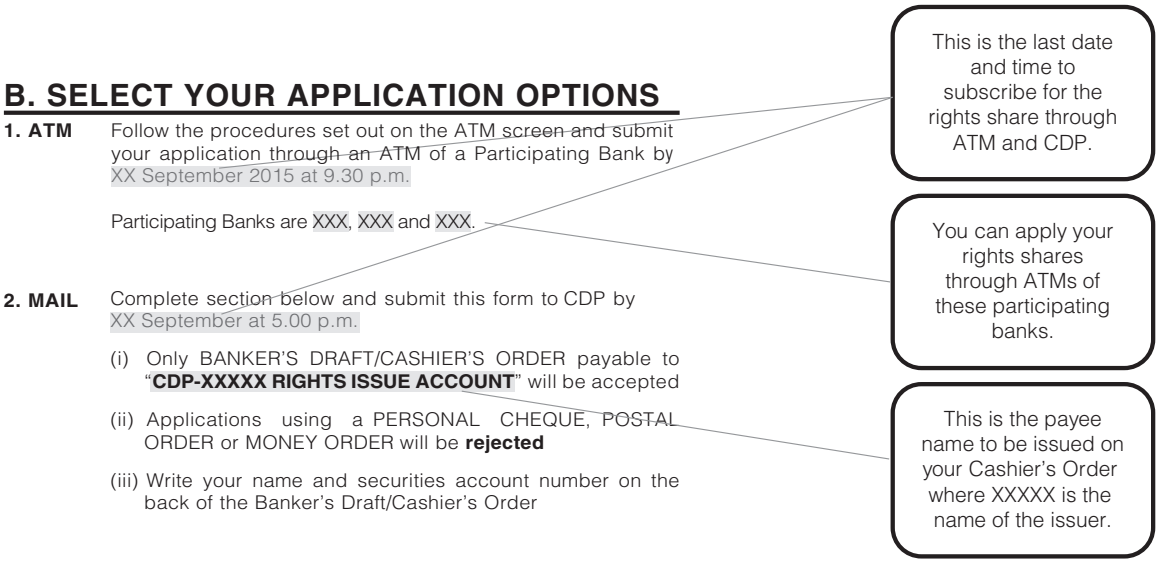
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PROCEDURE TO COMPLETE THE ARE AND ARS

1. Know your holdings and entitlement



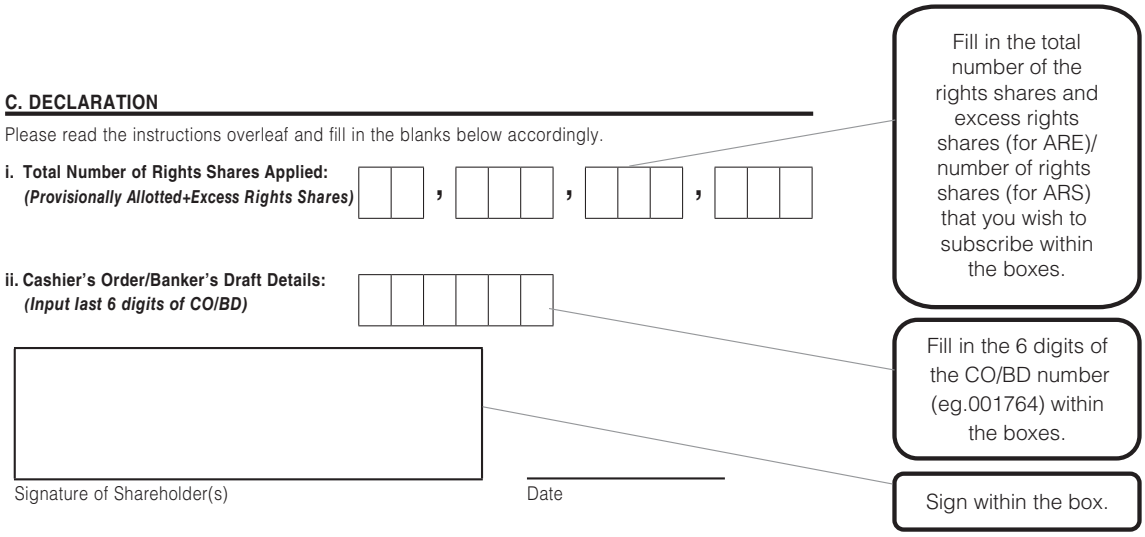
2. Select your application options



Note: Please refer to the ARE/ARS for the actual holdings, entitlements, Record Date, Issue Price, Closing Date for subscription, list of Participating Banks and payee name on the Banker's Draft/Cashier's Order.

PROCEDURE TO COMPLETE THE ARE AND ARS

3. Declaration



Notes:

(i) If the total number Rights Shares applied exceeds the provisional allotted holdings in your CDP Securities Account as at Closing Date, the remaining application will be put under excess and subjected to the excess allocation basis.

(ii) The total number of Rights Shares applied will be based on cash amount stated in your Banker's Draft/Cashier's Order. The total number of Rights Shares will be appropriated accordingly if the applied quantity exceeds this amount.

(iii) Please note to submit one Banker's Draft/Cashier's Order per application form.

4. Sample of a Cashier's Order



For the purpose of this Offer Information Statement, the PAL, the ARE and the ARS, the following definitions apply throughout unless the context otherwise requires or unless otherwise stated:

"1HFY2016"	:	Half year ended 30 September 2015
"1HFY2017"	:	Half year ended 30 September 2016
"Act" or "Companies Act"	:	The Companies Act, Chapter 50, of Singapore, as amended or modified from time to time
"AIF"	:	AIF Capital Machinery Investment Ltd
"ARE"	:	Application and acceptance form for Rights Shares and Excess Rights Shares to be issued to Entitled Depositors in respect of their provisional allotments of Rights Shares under the Rights Issue
"ARS"	:	Application and acceptance form for Rights Shares to be issued to Purchasers of the provisional allotments of Rights Shares under the Rights Issue traded on the Official List of the Main Board of the SGX-ST through the book-entry (scripless) settlement system
"ATM"	:	Automated teller machine(s) of a Participating Bank
"AUD" or "A$"	:	Australian dollar, the lawful currency of Australia
"Authority"	:	The Monetary Authority of Singapore
"Board" or "Board of Directors"	:	The board of Directors of the Company
"Books Closure Date"	:	5.00 p.m. on 16 January 2017, being the time and date at and on which the Register of Members and Share Transfer Books of the Company will be closed to determine the provisional allotments of Rights Shares of Entitled Shareholders under the Rights Issue
"CCSPL"	:	Chwee Cheng & Sons Pte. Ltd.
"CDP"	:	The Central Depository (Pte) Limited
"Closing Date"	:	(a) 5.00 p.m. on 3 February 2017 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), being the last time and date for acceptance and/or Excess Applications and payment of the Rights Shares under the Rights Issue through the CDP and/or the Share Registrar; or

		(b) 9.30 p.m. on 3 February 2017 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), being the last time and date for acceptance and/or Excess Application and payment of the Rights Shares under the Rights Issue through an Electronic Application
"Company"	:	Tat Hong Holdings Ltd
"Constitution of the Company"	:	The Constitution of the Company, as amended from time to time
"Controlling Shareholder"	:	A person who: (a) holds directly or indirectly 15% or more of the nominal amount of all voting shares in the Company. The SGX-ST may determine that a person who satisfies this paragraph is not a controlling shareholder; or (b) in fact exercises control over the Company
"Council" or "SIC"	:	The Securities Industry Council of Singapore
"CPF"	:	The Central Provident Fund
"CPF Board"	:	The Board of the CPF established pursuant to the Central Provident Fund Act, Chapter 36, of Singapore, as amended or modified from time to time
"CPF Funds"	:	Monies standing to the credit of the CPF savings account of CPF members under the CPFIS-OA
"CPFIS"	:	CPF Investment Scheme
"CPFIS-OA"	:	CPF Investment Scheme-Ordinary Account
"CPFIS Members"	:	Shareholders who bought Shares under the CPFIS
"Directors"	:	The directors of the Company as at the date of this Offer Information Statement
"EGM"	:	Extraordinary general meeting
"Electronic Application"	:	Acceptance of the Rights Shares and (if applicable) application for Excess Rights Shares made through an ATM of a Participating Bank in accordance with the terms and conditions of this Offer Information Statement and the relevant procedures for electronic application at ATMs as set out in this Offer Information Statement or on the ATM screens

"Entitled Depositors"	:	Shareholders with Shares entered against their names in the Depository Register, maintained by the CDP, as at the Books Closure Date and whose registered addresses with the CDP are in Singapore as at the Books Closure Date or who had, at least three (3) Market Days prior to the Books Closure Date, provided the CDP, with addresses in Singapore for the service of notices and documents
"Entitled Scripholders"	:	Shareholders whose share certificates have not been deposited with the CDP and who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date and whose registered addresses with the Company are in Singapore as at the Books Closure Date or who had, at least three (3) Market Days prior to the Books Closure Date, provided the Share Registrar with addresses in Singapore for the service of notices and documents
"Entitled Shareholders"	:	Entitled Depositors and Entitled Scripholders
"EPS"	:	Earnings per share
"ESOS 2006"	:	The Tat Hong Employee Share Option Scheme 2006 approved at the Company's EGM on 8 December 2006
"Excess Applications"	:	Applications by Entitled Shareholders of Excess Rights Shares
"Excess Rights Shares"	:	The provisional allotments of Rights Shares which are not validly taken up by Entitled Shareholders or are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) Constitution of the Company as at the Closing Date, and which are available for application by Entitled Shareholders in excess of the number of Rights Shares provisionally allotted to such Entitled Shareholders
"Existing Issued Share Capital"	:	The existing issued share capital (excluding Treasury Shares) of the Company comprising 627,606,423 Shares as at the Latest Practicable Date
"Foreign Purchasers"	:	Purchasers whose registered addresses with the CDP are outside Singapore
"Foreign Shareholders"	:	Shareholders whose registered addresses with the Company or the CDP are outside Singapore as at the Books Closure Date and who had not, at least three (3) Market Days prior to the Books Closure Date, provided the CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents

"FY"	:	Financial year ended or ending 31 March, as the case may be
"Group"	:	The Company and its Subsidiaries, collectively, as at the Latest Practicable Date
"Irrevocable Undertakings"	:	The undertakings given by the Undertaking Shareholders
"Issue Price"	:	The issue price of the Rights Shares, being S$0.33 for each Rights Share
"Latest Practicable Date"	:	11 January 2017, being the latest practicable date prior to the printing of this Offer Information Statement
"Letter Agreement"	:	The letter agreement dated 18 November 2016 entered into amongst the Company, the Underwriter and Mr Ng Chwee Cheng
"Listing Manual"	:	The listing manual of SGX-ST, as amended or modified from time to time
"Market Day"	:	A day on which the SGX-ST is open for trading in securities
"Maximum Subscription Scenario"	:	Based on the Existing Issued Share Capital, and assuming that all of the Outstanding Share Options have been exercised on or prior to the Books Closure Date, the Company will issue 125,771,884* Rights Shares under the Rights Issue
"Minimum Subscription Scenario"	:	Based on the Existing Issued Share Capital, and assuming that none of the Outstanding Share Options have been exercised prior to the Books Closure Date, the Company will issue 125,521,284 Rights Shares under the Rights Issue
"MTN Programme"	:	The S$500 million Multicurrency Medium Term Note Programme
"NAV"	:	Net asset value
"NCC Corp"	:	Ng Chwee Cheng Corporation
"Net Proceeds"	:	Shall have the meaning ascribed to it in paragraph 2 of Part IV of this Offer Information Statement
"Notes"	:	S$100 million 4.5% Fixed Rate Notes due July 2018 issued pursuant to the MTN Programme

"Offer Information Statement"	:	This document together with (where the context requires) the PAL, the ARE, the ARS and all other accompanying documents, including any supplementary or replacement document which may be issued by the Company in connection with the Rights Issue
"Outstanding Share Awards"	:	77,500 performance share awards granted under the PSP to employees of the Group vesting on 30 April 2017
"Outstanding Share Options"	:	1,253,000* outstanding share options granted under the ESOS 2006 which are exercisable into 1,253,000 Shares
"PAL"	:	The provisional allotment letter to be issued to Entitled Scripholders, setting out the provisional allotment of Rights Shares under the Rights Issue
"Participating Banks"	:	DBS Bank Ltd. (including POSB), Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited and "**Participating Bank**" refers to any one of them
"PSP"	:	The Tat Hong Performance Share Plan approved at the Company's EGM on 8 December 2006
"Purchasers"	:	The purchasers of the provisional allotments of Rights Shares traded on the Official List of the Main Board of the SGX-ST under the book-entry (scripless) settlement system
"Record Date"	:	In relation to any dividends, rights, allotments or other distributions, the date as at the close of business (or such other time as may have been notified by the Company) on which Shareholders must be registered with the Company or with CDP, as the case may be, in order to participate in such dividends, rights, allotments or other distributions
"Register of Members"	:	Register of members of the Company
"Renouncee"	:	Person to whom an Entitled Shareholder renounces his provisional allotment of Rights Shares under the Rights Issue
"Revised Undertaking"	:	The revised Irrevocable Undertaking provided by Mr Ng Chwee Cheng dated 18 November 2016
"RM"	:	Malaysia ringgit, the lawful currency of Malaysia
"RMB"	:	Renminbi, the lawful currency of the PRC

"Rights"	:	The rights to subscribe for one (1) Rights Share for every five (5) existing Shares held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded, on the terms and conditions of this Offer Information Statement
"Rights Issue"	:	The renounceable underwritten rights issue by the Company of up to 125,776,884* Rights Shares at the Issue Price, on the basis of one (1) Rights Share for every five (5) existing Shares, held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
"Rights Shares"	:	Up to 125,776,884* new Shares to be allotted and issued by the Company pursuant to the Rights Issue
"Securities Account"	:	Securities account maintained by a Depositor with the CDP but does not include a securities sub-account maintained with a Depository Agent
"SFA" or "Securities and Futures Act"	:	Securities and Futures Act, Chapter 289, of Singapore, as amended or modified from time to time
"SGD" or "S$"	:	Singapore dollar, the lawful currency of Singapore
"SGXNET"	:	The SGXNET Corporate Announcement System, being a system network used by listed companies to send information and announcements to the SGX-ST or any other system network(s) prescribed by the SGX-ST
"SGX-ST"	:	The Singapore Exchange Securities Trading Limited
"Share Registrar"	:	M & C Services Private Limited
"Shareholders"	:	Registered holders of Shares in the Register of Members of the Company, except that where the registered holder is the CDP, the term "**Shareholders**" shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts are credited with those Shares
"Shares"	:	Ordinary shares in the capital of the Company, and each a "**Share**"
"SOC"	:	The Share Option/Performance Shares Plan Committee which is responsible for and has absolute discretion for the administration of the ESOS 2006 and PSP
"SRS"	:	Supplementary Retirement Scheme
"SRS Approved Banks"	:	Approved banks in which SRS Members hold their accounts under the SRS

"SRS Funds"	:	Monies standing to the credit of the SRS accounts of SRS Members under the SRS
"SRS Members"	:	Members under the SRS
"Subsidiary"	:	A corporation which is for the time being a subsidiary of the Company within the meaning of Section 5 of the Companies Act
"Substantial Shareholder"	:	A person who has an interest (directly or indirectly) of 5% or more of the total issued voting shares of the Company
"Take-over Code"	:	The Singapore Code on Take-overs and Mergers, as amended or modified from time to time
"THIPL"	:	TH Investments Pte Ltd
"Treasury Shares"	:	Shares which were repurchased and held by the Company as treasury shares
"Undertaken Shares"	:	97,571,079 Rights Shares pursuant to the Irrevocable Undertakings, representing approximately 77.6% the total number of Rights Shares
"Undertaking Shareholders"	:	CCSPL, Mr Ng Chwee Cheng, THIPL, and Mr Ng San Tiong collectively, and each an "**Undertaking Shareholder**"
"Underwriter"	:	Phillip Securities Pte Ltd
"Underwriting Agreement"	:	The underwriting agreement dated 14 November 2016 entered into between the Company and the Underwriter in relation to the Rights Issue, the details of which are set out in paragraph 7 of Part VI of this Offer Information Statement
"Underwritten Shares"	:	Rights Shares other than the Undertaken Shares
"Unit Share Market"	:	The unit share market of the SGX-ST, which allows the trading of single shares
"Working Capital"	:	Shall have the meaning ascribed to it in paragraph 3 of Part IV of this Offer Information Statement
"%" or "per cent"	:	Percentage or per centum

Note:

* *Since the Company's announcement in relation to the Rights Issue released on 14 November 2016, 25,000 Outstanding Share Options have lapsed due to certain employees holding Outstanding Share Options leaving the employment of the Group. Accordingly, the maximum number of Rights Shares that may be issued under the Rights Issue has been reduced from 125,776,884 to 125,771,884.*

The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the same meanings ascribed to them respectively in Section 81SF of the SFA.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall, where applicable, include corporations.

Any reference in this Offer Information Statement, the PAL, the ARE and the ARS to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any term defined under the Companies Act, the SFA or the Listing Manual or any modification thereof, which is not otherwise defined and is used in this Offer Information Statement, shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA or the Listing Manual or such statutory or regulatory modification thereof, as the case may be, unless otherwise provided.

Any reference to any agreement or document shall include such agreement or document as amended, modified, varied, novated, supplemented or replaced from time to time. Any reference to a time of day and dates in this Offer Information Statement, the PAL, the ARE and the ARS shall be a reference to Singapore time and dates unless otherwise stated.

All discrepancies in the figures included herein between the listed amounts and totals thereof are due to rounding. Accordingly, figures shown as totals in this Offer Information Statement may not be an arithmetic aggregation of the figures that precede them.

Any reference to "**we**", "**us**" and "**our**" in this Offer Information Statement is a reference to the Group or any member of the Group as the context requires.

EXPECTED TIMETABLE OF KEY EVENTS

The important dates and times[1] for the Rights Issue are as follows:

Shares trade ex-rights	:	12 January 2017 from 9.00 a.m.
Books Closure Date	:	16 January 2017 at 5.00 p.m.
Despatch of Offer Information Statement (together with the ARE or PAL, as the case may be) to the Entitled Shareholders	:	19 January 2017
Commencement of trading of "nil-paid" Rights	:	19 January 2017 from 9.00 a.m.
Last date and time for splitting Rights	:	27 January 2017 at 12.30 p.m.[2]
Last date and time for trading of "nil-paid" Rights	:	27 January 2017 at 12.30 p.m.[2]
Last date and time for acceptance of and payment for Rights Shares	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for acceptance of and payment for Rights Shares by Renouncees	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for application and payment of Excess Rights Shares	:	3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Expected date for issuance of Rights Shares	:	10 February 2017
Expected date for crediting of Rights Shares	:	13 February 2017
Expected date for refund of unsuccessful applications (if made through the CDP)	:	13 February 2017
Expected date for listing and commencement of trading of Rights Shares	:	13 February 2017

The above timetable is indicative only and is subject to change. As at the Latest Practicable Date, the Company does not expect the above timetable to be modified. However, the Company may, upon consultation with its advisers, including the Underwriter, and with the approval of the SGX-ST, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce the same through a SGXNET announcement to be posted on the SGX-ST's website at http://www.sgx.com.

Notes:

(1) This timetable does not apply to CPFIS Members, SRS Members and investors who hold Shares through a finance company and/or Depository Agent. Such Entitled Shareholders, where applicable, will receive notification letter(s) from their relevant CPF agent banks, SRS Approved Banks, finance companies and/or Depository Agents, and should refer to such notification letters for the details of the last date and time to submit applications to their relevant banks which they hold their CPF investment accounts and/or SRS accounts, finance companies or Depository Agents. Any acceptance and/or application made or purported to be made by such Entitled Shareholders directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.

(2) 27 January 2017 being a half-day trading day.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

1. ENTITLED SHAREHOLDERS

Entitled Shareholders will be entitled to participate in the Rights Issue and to receive this Offer Information Statement together with the AREs or PALs, as the case may be, and the accompanying documents at their respective Singapore addresses. Entitled Depositors who do not receive this Offer Information Statement and the AREs may obtain them from the CDP for the period up to the Closing Date. Entitled Scripholders who do not receive this Offer Information Statement and the PALs may obtain them from the Share Registrar during the period up to the Closing Date.

Entitled Shareholders will be provisionally allotted the Rights Shares under the Rights Issue on the basis of their shareholdings as at the Books Closure Date. They are at liberty to accept (in full or in part), decline, renounce or, in the case of the Entitled Depositors only, trade their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST, and are eligible to apply for Excess Rights Shares under the Rights Issue. For the avoidance of doubt, only Entitled Shareholders (and not the Purchasers or the Renouncees) shall be entitled to apply for Excess Rights Shares under the Rights Issue.

All dealings in and transactions of the provisional allotments of the Rights Shares through the SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs to be issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on the SGX-ST.

Entitled Depositors and Scripholders should note that all correspondences and notices will be sent to their last registered mailing addresses with the CDP and the Share Registrar respectively.

CPFIS Members may use, subject to applicable CPF rules and regulations, their CPF Funds to pay for the Rights Shares. CPFIS Members, who have acquired the Shares using their respective CPF funds under the CPFIS-OA, can only use their respective CPF Funds to pay for the Rights Shares. In the case of insufficient CPF funds or stock limit, such CPFIS Members must top up cash into their respective CPF investment accounts before instructing their respective CPF agent banks to accept the Rights Shares and (if applicable) apply for Excess Rights Shares. **CPF Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.**

CPFIS Members who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares using CPF Funds will need to instruct the respective CPF agent banks, where such CPFIS Members hold their CPF investment accounts, to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with this Offer Information Statement. **Any acceptance and/or application by CPFIS Members to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares made directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Application will be rejected.**

SRS Members who have subscribed for or purchased Shares under the SRS, subject to applicable SRS rules and regulations, must use SRS Funds to pay for the acceptance of their provisional allotments of Rights Shares and (if applicable) application for Excess Rights Shares.

Such Entitled Shareholders, who wish to accept their Rights Shares and (if applicable) apply for Excess Rights Shares using SRS Funds, must instruct the relevant SRS Approved Banks to accept their Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with this Offer Information Statement. Such Entitled Shareholders who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their respective SRS Approved Banks before instructing their respective SRS Approved Banks to accept their Rights Shares and (if applicable) apply for Excess Rights Shares. SRS Members are advised to provide their respective SRS Approved Banks with the appropriate instructions no later than the deadlines set by their respective SRS Approved Banks in order for their respective SRS Approved Banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. **SRS Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market. Any acceptance of the provisionally allotted Rights Shares and (if applicable) application for Excess Rights Shares made directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.**

The Rights Shares which are not otherwise taken up or allotted for any reason shall be used to satisfy Excess Rights Shares applications (if any) as the Directors, may, in their absolute discretion, deem fit in the interests of the Company. All fractional entitlements to the Rights Shares will be disregarded in arriving at Entitled Shareholders' entitlements and will, together with the provisional allotments which are not taken up or allotted for any reason, be aggregated and used to satisfy Excess Applications for Rights Shares (if any), or otherwise disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

In the allotment of Excess Rights Shares, preference will be given to Shareholders for rounding of odd lots, and Directors, Substantial Shareholders, Controlling Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, the Undertaking Shareholders, and the Underwriter will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The Company will not make any allotment and issue of Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.

The procedures for, and the terms and conditions applicable to, acceptances, renunciation and/or sales of the provisional allotments of Rights Shares and for the applications for Excess Rights Shares, including the different modes of acceptance or application and payment, are contained in Appendices A, B, and C to this Offer Information Statement and in the PAL, the ARE and the ARS.

2. FOREIGN SHAREHOLDERS

This Offer Information Statement and its accompanying documents relating to the Rights Issue have not been and will not be registered, filed or lodged in any jurisdiction other than in Singapore. The distribution of this Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or subject to various relevant securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other

than Singapore, the Rights Issue is only made in Singapore and this Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders or into any jurisdiction outside Singapore.

Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of Rights Shares has been made to Foreign Shareholders and no purported acceptance thereof or application therefor by Foreign Shareholders will be valid.

Foreign Purchasers who wish to accept any provisional allotments of Rights Shares credited by the CDP to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore. Further, any Renouncees of an Entitled Scripholder, whose address as stated in the PAL is outside Singapore, will not be entitled to accept the provisional allotment of Rights Shares renounced to him. The Company further reserves the right to reject any acceptances of Rights Shares and/or applications for Excess Rights Shares where it believes, or has reason to believe, that such acceptances and/or applications may violate the applicable legislation of any jurisdiction. The Company reserves the right to treat as invalid any ARE, ARS or PAL which (a) appears to the Company or its agents to have been executed in any jurisdiction outside Singapore which may violate the applicable legislation of such jurisdiction; (b) provides an address outside Singapore for the receipt of the physical share certificate(s) for the Rights Shares or which requires the Company to despatch the physical share certificate(s) to an address in any jurisdiction outside Singapore; or (c) purports to exclude any deemed representation or warranty.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders to be sold "nil-paid" on the SGX-ST as soon as practicable, after dealings in the provisional allotments of Rights Shares commence. Such sales will, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account expenses to be incurred in relation thereto.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares entered against their names in the Depository Register as at the Books Closure Date and sent to them at their own risk by ordinary post, where the amount of net proceeds to be distributed to any single Foreign Shareholder is not less than S$10.00. In the event the amount is less than S$10.00, the Company shall be entitled to retain or deal with such net proceeds as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, the Directors, the Underwriter, the Share Registrar, the CPF Board or the CDP and their respective officers in connection therewith.

Where such provisional allotments are sold "nil-paid" on the SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder shall have any claim whatsoever against the Company, the Directors, the Underwriter, the Share Registrar, the CPF Board or the CDP and their respective officers in respect of such sales or the proceeds thereof, the provisional allotments of Rights Shares or the Rights Shares represented by such provisional allotments.

If such provisional allotments of Rights Shares cannot be or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be issued to satisfy Excess Applications, disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, the Directors, the Underwriter, the Share Registrar, the CPF Board, or the CDP and their respective officers in connection therewith.

Shareholders should note that the special arrangements described above will apply only to Foreign Shareholders.

Notwithstanding the above, Entitled Shareholders and any other person having possession of this Offer Information Statement and its accompanying documents are advised to inform themselves of and to observe all legal requirements applicable thereto at their own expense and without liability to the Company, the Underwriter, or any other person involved in the Rights Issue. No person in any jurisdiction outside Singapore receiving this Offer Information Statement and/or its accompanying documents may treat the same as an offer, invitation or solicitation to subscribe for any Rights Shares unless such offer, invitation or solicitation could lawfully be made without violating any regulation or legal requirements in such jurisdiction.

This Offer Information Statement and/or its accompanying documents are not intended for distribution outside of Singapore.

TRADING

1. LISTING AND QUOTATION OF THE RIGHTS SHARES

On 27 December 2016, the Company obtained the approval in-principle of the SGX-ST for the listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST, subject to the following conditions:

(i) compliance with the SGX-ST's listing requirements;

(ii) a written undertaking from the Company that it will comply with Rules 704(30), 815, and 1207(20) of the Listing Manual in relation to the use of proceeds from the Rights Issue and where proceeds are to be used for working capital purposes, the Company will disclose a breakdown with specific details on the use of proceeds for working capital in the Company's announcements on use of proceeds and in the annual report;

(iii) a written undertaking from the Company that it will comply with the confirmation given in Rule 877(10) of the Listing Manual with regards to the allotment of any Excess Rights Shares; and

(iv) a written confirmation from financial institution(s) as required under Rule 877(9) of the Listing Manual that the Substantial Shareholders who have given irrevocable undertakings have sufficient financial resources to fulfil their obligations under its undertakings.

The approval in-principle granted by the SGX-ST is in no way reflective of and is not to be taken as an indication of the merits of the Rights Issue, the Right Shares, the Company, its Subsidiaries, and/or their securities.

Upon listing and quotation on the Official List of the Main Board of the SGX-ST, the Rights Shares will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through the SGX-ST and/or the CDP shall be made in accordance with the "**Terms and Conditions for Operation of Securities Accounts with The Central Depository (Pte) Limited**", as the same may be amended from time to time. Copies of the above are available from the CDP.

2. ARRANGEMENTS FOR SCRIPLESS TRADING

To facilitate scripless trading, Entitled Scripholders and their Renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for Excess Rights Shares, and who wish to trade the Rights Shares issued to them on the SGX-ST under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with the CDP in their own names (if they do not already maintain such Securities Accounts) before accepting any Rights Shares or applying for any Excess Rights Shares, in order that the number of Rights Shares and, if applicable, the Excess Rights Shares that may be allotted to them may be credited by the CDP into their Securities Accounts. Entitled Scripholders and their Renouncees who wish to accept and/or apply for the Excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("**NRIC**")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL, in order for the number of Rights Shares or Excess Rights Shares (as the case may be) that are allotted to them to be credited into their Securities Accounts. Entitled Scripholders and their Renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who

provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with the CDP, will be issued physical share certificates in their own names for the Rights Shares and if applicable, the Excess Rights Shares allotted to them. Such physical share certificates, if issued, will be forwarded to them by ordinary post at their own risk, but will not be valid for delivery pursuant to trades done on the SGX-ST under the book-entry (scripless) settlement system, although they will continue to be *prima facie* evidence of legal title.

If an Entitled Scripholder's address stated in the PAL is different from his address registered with the CDP, he must inform the CDP of his updated address promptly, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with the CDP.

A holder of physical share certificate(s) or an Entitled Scripholder who has not deposited his share certificate(s) with the CDP but wishes to trade on the SGX-ST, must deposit his share certificate(s) with the CDP, together with the duly executed instrument(s) of transfer in favour of the CDP (including any applicable fees) and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

3. TRADING OF ODD LOTS

Entitled Shareholders should note that the Rights Issue may result in them holding odd lots of Shares (that is, lots other than board lots of 100 Shares).

Following the Rights Issue, Entitled Shareholders who hold odd lots of Shares and who wish to trade in odd lots of Shares on the SGX-ST should note that they will be able to do so on the Unit Share Market of the SGX-ST which allows trading of odd lots with a minimum of one (1) Share. The market for trading of such odd lots of Shares may be illiquid.

Shareholders who hold odd lots of the Rights Shares (i.e. less than 100 Shares) and who wish to trade in odd lots on the SGX-ST should note that there is no assurance that they can acquire such number of Shares to make up one (1) board lot of 100 Shares respectively, or to dispose of their odd lots (whether in part or in whole) on the SGX-ST.

CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

All statements contained in this Offer Information Statement, statements made in public announcements, press releases and oral statements that may be made by the Company or its officers, Directors or employees acting on its behalf, that are not statements of historical fact, constitute "forward-looking statements". Some of these statements can be identified by words that have a bias towards the future or are forward-looking, such as, without limitation, "anticipate", "believe", "could", "estimate", "expect", "forecast", "if", "intend", "may", "plan", "possible", "probable", "project", "should", "will" and "would" or other similar words. However, these words are not the exclusive means of identifying forward-looking statements. All statements regarding the Group's expected financial position and performance, operating results, business strategies, future plans and prospects are forward-looking statements. These forward-looking statements, including but not limited to statements as to the Group's revenue and profitability, prospects, future plans and other matters discussed in this Offer Information Statement regarding matters that are not historical facts, are only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group's actual results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

Given the risks, uncertainties and other factors that may cause the Group's actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Information Statement, undue reliance must not be placed on these statements. The Group's actual results, performance or achievements may differ materially from those anticipated in these forward-looking statements. None of the Company, the Underwriter or any other person represents or warrants that the Group's actual future results, performance or achievements will be as expected, expressed or implied in those statements.

Further, each of the Company and the Underwriter disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances for any reason, even if new information becomes available or other events occur in the future. However, in the event that the Company becomes aware of new developments, events or circumstances that have arisen after the lodgement of this Offer Information Statement with the Authority, but before the Closing Date of the Rights Issue, which is materially adverse from the point of view of an investor of the Shares and/or the Rights Shares or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement of the same to the SGX-ST and, if required, lodge a supplementary or replacement document with the Authority.

The Company is also subject to the provisions of the Listing Manual regarding corporate disclosure.

TAKE-OVER LIMITS

The Take-over Code regulates the acquisition of ordinary shares of, *inter alia*, corporations with a primary listing on the SGX-ST, including the Company. Except with the consent of the Council, where:

(i) any person acquires whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by persons acting in concert with him) carry 30% or more of the voting rights of the Company; or

(ii) any person who, together with persons acting in concert with him, holds not less than 30% but not more than 50% of the voting rights in the Company and such person, or any person acting in concert with him, acquires in any period of six (6) months additional shares carrying more than 1% of the voting rights,

such person must extend a mandatory offer immediately for the remaining Shares in the Company in accordance with the provisions of the Take-over Code. In addition to such person, each of the principal members of the group of persons acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

In general, the acquisition of instruments convertible into securities which carry voting rights does not give rise to an obligation to make a mandatory takeover offer under the Take-over Code but the exercise of any conversion rights will be considered an acquisition of voting rights for the purposes of the Take-over Code.

Shareholders who are in doubt as to their obligations, if any, to make a mandatory general offer under the Take-over Code as a result of any acquisition of Rights Shares pursuant to the Rights Issue or the acceptance of the provisional allotment of Rights Shares or the application for Excess Rights Shares, should consult the Council and/or their professional advisers immediately.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART II – IDENTITY OF DIRECTORS, ADVISERS AND AGENTS

DIRECTORS

1. Provide the names and addresses of each of the directors or equivalent persons of the relevant entity.

The names and addresses of each of the Directors are as follows:

Name	Address	Designation
Dr Leong Horn Kee	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Independent Chairman
Mr Ng San Tiong	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Managing Director
Mr Low Seow Juan	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Independent Director
Mr Mak Lye Mun	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Independent Director
Mr Ng Sang Kuey	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Executive Director
Mr Ong Tiew Siam	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Independent Director
Mr Tse Po Shing Andy	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Non-Independent Director
Mr Ng Chen Wei	c/o 82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832	Executive Director

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

ADVISERS

2. Provide the names and addresses of:

(a) the issue manager to the offer, if any;

(b) the underwriter to the offer, if any; and

(c) the legal adviser for or in relation to the offer, if any.

(a) the issue manager to the Rights Issue, if any;

Not applicable. There is no issue manager.

(b) the underwriter to the Rights Issue, if any; and

Phillip Securities Pte Ltd
250 North Bridge Road
#06-00 Raffles City Tower
Singapore 179101

(c) the legal adviser for or in relation to the Rights Issue, if any.

Aquinas Law Alliance LLP
24 Raffles Place
#19-05 Clifford Centre
Singapore 048621

REGISTRARS AND AGENTS

3. Provide the names and addresses of the relevant entity's registrars, transfer agents and receiving bankers for the securities being offered, where applicable.

Share Registrar/Transfer Agent	:	M & C Services Private Limited 112 Robinson Road #05-01 Singapore 068902
Receiving Bank	:	Oversea-Chinese Banking Corporation Limited 65 Chulia Street OCBC Centre Singapore 049513

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART III – OFFER STATISTICS AND TIMETABLE

OFFER STATISTICS

1. For each method of offer, state the number of the securities being offered.

Method of Offer	:	Renounceable and Underwritten Rights Issue
Basis of Allotment	:	One (1) Rights Share for every five (5) existing Shares held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
Number of Rights Shares	:	Up to 125,776,884* Rights Shares

Note:

* *Please refer to the note under the Section entitled "**Definitions**" on page 12 of this Offer Information Statement.*

METHOD AND TIMETABLE

2. Provide the information referred to in paragraphs 3 to 7 of this Part to the extent applicable to –

(a) the offer procedure; and

(b) where there is more than one group of targeted potential investors and the offer procedure is different for each group, the offer procedure for each group of targeted potential investors.

Noted. Please refer to paragraphs 3 to 7 below of this Part III.

3. State the time at, date on, and period during which the offer will be kept open, and the name and address of the person to whom the purchase or subscription applications are to be submitted. If the exact time, date or period is not known on the date of lodgement of the offer information statement, describe the arrangements for announcing the definitive time, date or period. State the circumstances under which the offer period may be extended or shortened, and the duration by which the period may be extended or shortened. Describe the manner in which any extension or early closure of the offer period shall be made public.

Please refer to the Section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement for details of the offer period of the Rights Issue.

As at the Latest Practicable Date, the Company does not expect the timetable under the Section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement to be modified. However, the Company may, upon consultation with its advisers, including the Underwriter, and with the approval of the SGX-ST, modify the timetable, subject to any limitation under any applicable laws or regulations. In that event, the Company will publicly announce any modification to the timetable or the Closing Date, through a SGXNET announcement to be posted on the internet at the SGX-ST's website http://www.sgx.com.

The detailed procedures for, and the terms and conditions applicable to, acceptances and/or trading of the provisional allotments Rights Shares and for the application for Excess Rights Shares, including the different modes of acceptances or application and payment are contained in Appendices A to C of this Offer Information Statement and in the PAL and the ARE.

4. State the method and time limit for paying up for the securities and, where payment is to be partial, the manner in which, and dates on which, amounts due are to be paid.

The Rights Shares and/or the Excess Rights Shares (as the case may be) are payable in full upon acceptance and/or application.

The detailed procedures for, the terms and conditions applicable to, acceptances, renunciations, and/or sales of the provisional allotments of Rights Shares and for application for the Excess Rights Shares, including the different modes of acceptances or application and payment are contained in Appendices A to C of this Offer Information Statement and in the PAL, the ARE, and the ARS.

Please refer to the Section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement for the last date and time for payment for the Rights Shares and, if applicable, the Excess Rights Shares.

5. State, where applicable, the methods of and time limits for –

(a) the delivery of the documents evidencing title to the securities being offered (including temporary documents of title, if applicable) to subscribers or purchasers; and

(b) the book-entry transfers of securities being offered in favour of subscribers or purchasers.

The Rights Shares will be provisionally allotted to the Entitled Shareholders on or about 18 January 2017 by crediting the provisional allotments into the Securities Accounts of the respective Entitled Depositors or through the despatch of the relevant PALs to the Entitled Scripholders, based on their respective shareholdings in the Company as at the Books Closure Date.

After the receipt of valid acceptances, Excess Applications and payment for the Rights Shares by the Closing Date, the Rights Shares will be issued and registered in the name of the CDP and held by the CDP for and on behalf of the Shareholders who maintain, either directly or through Depository Agents, Securities Accounts with the CDP. The CDP will send to the relevant subscriber a notification letter stating the number of Rights Shares credited to the relevant subscriber's Securities Account.

In the case of Entitled Scripholders and their Renouncees with valid acceptances and successful applications of Excess Rights Shares and who have, *inter alia*, failed to furnish or furnished incorrect or invalid Securities Account numbers in the relevant form comprised in the PAL, share certificate(s) representing such number of Rights Shares will be sent by registered post, at their own risk, to their mailing addresses in Singapore as maintained with the Share Registrar within ten (10) Market Days after the Closing Date.

In the case of Entitled Depositors, and Entitled Scripholders and their Renouncees with valid acceptances and successful application of Excess Rights Shares and who have furnished valid Securities Account numbers in the relevant form comprised in the PAL, share certificate(s) representing such number of Rights Shares will be sent to the CDP within ten (10) Market Days after the Closing Date and the CDP will thereafter credit such number of Rights Shares to their relevant Securities Accounts. The CDP will then send a notification letter to the relevant subscribers stating the number of Rights Shares that have been credited to their Securities Accounts.

Please refer to Appendices A to C of this Offer Information Statement for further details.

6. In the case of any pre-emptive rights to subscribe for or purchase the securities being offered, state the procedure for the exercise of any right of pre-emption, the negotiability of such rights and the treatment of such rights which are not exercised.

Not applicable. No pre-emptive rights have been offered.

7. Provide a full description of the manner in which results of the allotment or allocation of the securities are to be made public and, where appropriate, the manner for refunding excess amounts paid by applicants (including whether interest will be paid).

Results of the Rights Issue

The Company will publicly announce the results of the allotment or the allocation of the Rights Shares as soon as it is practicable after the Closing Date through a SGXNET announcement to be posted on the SGX-ST's website at http://www.sgx.com.

Manner of Refund

Where any acceptances for Rights Shares and/or Excess Application is invalid or unsuccessful, the amount paid on acceptance and/or application, or the surplus application monies, as the case may be, will be returned or refunded to such applicants without interest

or any share of revenue or other benefit arising therefrom within three (3) business days after the commencement of trading of the Rights Shares by any one or a combination of the following:

(a) where the acceptance and/or application had been made through Electronic Applications through an ATM, by crediting the relevant applicant's bank account with the relevant Participating Banks at the relevant applicant's own risk, the receipt by such bank being a good discharge of the Company's and the CDP's obligations, if any, thereunder; and/or

(b) where the acceptance and/or application had been made through the Share Registrar, by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent by ordinary post at the relevant applicant's own risk to the applicant's mailing address as recorded with the Share Registrar; and/or

(c) where the acceptance and/or application had been made through the CDP, by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent by ordinary post at the relevant applicant's own risk to the applicant's mailing address in Singapore as maintained with the CDP or the Company or in such other manner as he may have agreed with the CDP for the payment of any cash distributions, as the case may be.

Please also refer to Appendices A to C of this Offer Information Statement for more details.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART IV – KEY INFORMATION

USE OF PROCEEDS FROM OFFER AND EXPENSES INCURRED

1. In the same section, provide the information set out in paragraphs 2 to 7 of this Part.

Noted. Please refer to paragraphs 2 to 7 below of this Part IV.

2. Disclose the estimated amount of the proceeds from the offer (net of the estimated amount of expenses incurred in connection with the offer) (referred to in this paragraph and paragraph 3 of this Part as the net proceeds). Where only a part of the net proceeds will go to the relevant entity, indicate the amount of the net proceeds that will be raised by the relevant entity. If none of the proceeds will go to the relevant entity, provide a statement of that fact.

Based on the Minimum Subscription Scenario, the gross proceeds from the Rights Issue will amount to approximately S$41.4 million. After taking into account the professional and related expenses incurred in connection with the Rights Issue of approximately S$0.4 million, the estimated net proceeds from the Rights Issue (the "**Net Proceeds**") are expected to be approximately S$41.0 million.

The Net Proceeds will go to the Company.

3. Disclose how the net proceeds raised by the relevant entity from the offer will be allocated to each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the order of priority of such uses, as well as the amount and sources of other funds needed. Disclose also how the proceeds will be used pending their eventual utilisation for the proposed uses. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. Where the offer is not fully underwritten on a firm commitment basis, state the minimum amount which, in the reasonable opinion of the directors or equivalent persons of the relevant entity, must be raised by the offer of securities.

The Rights Issue has been undertaken by the Company as part of its ongoing and prudent balance sheet management to strengthen its financial position, enlarge its capital base and further enhance the financial flexibility of the Group. In particular, the Net Proceeds of the Rights Issue will be used for (a) debt repayment; and (b) working capital and general corporate purposes, including but not limited to (i) compliance and operating costs; and (ii) payment of trade and other payables, if necessary (the "**Working Capital**") so as to provide the Group with more flexibility and enhance its ability to formulate, strategise and execute its business plans.

For illustrative purposes only, the following table is an estimate of the proportions of how the Company intends to use the Net Proceeds:

Use of Proceeds	Minimum Subscription Scenario (S$'million)	Maximum Subscription Scenario (S$'million)
Debt repayment	16.4 – 20.5	16.4 – 20.6
Working Capital	20.5 – 24.6	20.5 – 24.7
Net proceeds arising from the Rights Issue	41.0	41.1

Pending the deployment of the Net Proceeds from the Rights Issue for the uses identified above, such Net Proceeds may be placed as deposits with banks and/or financial institutions, invested in short-term money market instruments and/or marketable securities, or used for any other purposes on a short-term basis, as the Directors may deem appropriate in the interests of the Group. The Company will make periodic announcements on the utilisation of Net Proceeds as and when such proceeds are materially disbursed and provide a status report on the use of proceeds from the Rights Issue in the Company's annual report(s). Where the proceeds have been used for Working Capital, the Company will also provide a breakdown with specific details on the use of proceeds for working capital in the announcements and status reports.

In the event that any part of the Company's proposed uses of the Net Proceeds does not materialise or proceed as planned, the Directors will carefully evaluate the situation and may reallocate the proceeds to other purposes and/or hold such funds on short-term deposits for as long as the Directors deem it to be in the interest of the Company and the Shareholders. Any change in the use of the Net Proceeds will be subject to the provisions of the Listing Manual and appropriate announcements will be made by the Company on SGXNET.

The Directors are of the reasonable opinion that after taking into consideration the Group's present bank facilities (including any refinancing for which the Group is currently in negotiations in line with general business practice as at the date of this Offer Information Statement), the working capital available to the Group is sufficient to meet its present requirements. Nevertheless, the Company is undertaking the Rights Issue to strengthen the financial position of the Group.

4. For each dollar of the proceeds from the offer that will be raised by the relevant entity, state the estimated amount that will be allocated to each principal intended use and the estimated amount that will be used to pay for expenses incurred in connection with the offer.

Based on the intended uses of Net Proceeds as set out in paragraph 3 of this Part IV and assuming that the Rights Shares are being fully subscribed for, for each dollar of the gross proceeds from the Rights Issue, the estimated amount that will be allocated for the intended uses and the estimated amount that will be used to pay for expenses incurred in connection with the Rights Issue are as follows:

For each dollar of gross proceeds raised	Minimum Subscription Scenario	Maximum Subscription Scenario
Debt repayment	$0.396 – $0.495	$0.395 – $0.496
Working Capital	$0.495 – $0.594	$0.494 – $0.595
Estimated costs and expenses	$0.010	$0.010

5. If any of the proceeds to be raised by the relevant entity will be used, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business, briefly describe the asset and state its purchase price. If the asset has been or will be acquired from an interested person of the relevant entity, identify the interested person and state how the cost to the relevant entity is or will be determined.

Not applicable. As at the Latest Practicable Date, there is no intention to use the Net Proceeds, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business.

6. If any of the proceeds to be raised by the relevant entity will be used to finance or refinance the acquisition of another business, briefly describe the business and give information on the status of the acquisition.

Not applicable. As at the Latest Practicable Date, there is no intention to use the Net Proceeds to finance or refinance the acquisition of another business.

7. If any material part of the proceeds to be raised by the relevant entity will be used to discharge, reduce or retire the indebtedness of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, of the group, describe the maturity of such indebtedness and, for indebtedness incurred within the past year, the uses to which the proceeds giving rise to such indebtedness were put.

It is intended that 40% – 50% of the Net Proceeds will be applied towards the repayment of the Group's borrowings, which are anticipated to include, without limitation, finance lease obligations and revolving credit facilities as well as term loans, including, *inter alia*, an existing syndicated term loan facility entered into by the Group with financial institutions.

8. In the section containing the information referred to in paragraphs 2 to 7 of this Part or in an adjoining section, disclose the amount of discount or commission agreed upon between the underwriters or other placement or selling agents in relation to the offer and the person making the offer. If it is not possible to state the amount of discount or commission, the method by which it is to be determined must be explained.

The Underwritten Shares (being the Rights Shares other than the Undertaken Shares) are underwritten by the Underwriter at the Issue Price on the terms and subject to the conditions of the Underwriting Agreement.

In consideration of the Underwriter's agreement to underwrite the Underwritten Shares, the Company will pay to the Underwriter an underwriting fee of 1.75% of the Issue Price multiplied by the number of Underwritten Shares (plus any applicable goods and services tax).

INFORMATION ON THE RELEVANT ENTITY

9. Provide the following information:

(a) the address and telephone and facsimile numbers of the relevant entity's registered office and principal place of business (if different from those of its registered office);

Registered Office and Principal Place of Business

Address	:	82 Ubi Avenue 4 #05-01 Edward Boustead Centre Singapore 408832
Tel	:	(65) 6709 0300
Fax	:	(65) 6269 6888

(b) the nature of the operations and principal activities of the relevant entity or, if it is the holding company or holding entity of a group, of the group; and

The Company was incorporated in the Republic of Singapore ("**Singapore**") on 25 October 1991 as Tat Hong Holdings Pte Ltd, a private investment holding company for various businesses. On 10 April 1997, the Company was converted to a public limited company and changed its name to Tat Hong Holdings Ltd. The Company was admitted to the official list of the Australian Stock Exchange on 18 September 1997 and was subsequently listed on the SGX-ST as a secondary listing on 1 June 2000. On 18 April 2005, the Company converted its secondary listing on the SGX-ST to a primary listing, and delisted its shares from the Australian Stock Exchange on 24 November 2005.

The Company is an investment holding company. The Group has four key businesses:

(a) the rental of crawler and mobile cranes in Southeast Asia, the Hong Kong Special Administrative Region of the People's Republic of China ("**Hong Kong**") and the Commonwealth of Australia ("**Australia**");

(b) the rental of tower cranes in the People's Republic of China ("**PRC**");

(c) the rental of general construction equipment in Australia; and

(d) the distribution of cranes, heavy equipment and related spare parts in Southeast Asia and Hong Kong, and the distribution of cranes, heavy equipment, construction equipment and sales of spare parts in Australia.

The Group has operations and offices in Singapore, Australia, the PRC, Hong Kong, Malaysia, the Kingdom of Thailand ("**Thailand**"), the Socialist Republic of Vietnam ("**Vietnam**"), and the Republic of Indonesia ("**Indonesia**"), with nation-wide coverage in all these markets. The Group's network of offices enables it to identify and source for new business opportunities and to acquire an understanding of the key markets in which the Group operates.

As at the Latest Practicable Date, the Subsidiaries and their principal activities are as follows:

S/N	Name of Subsidiaries	Principal activities	Country of incorporation	Effective interest held by the Group (%)
Held by the Company:				
(1)	Tat Hong HeavyEquipment (Pte.) Ltd. ("**THHE**")	Trading, reconditioning, repairing and supply of heavy machinery and equipment	Singapore	100%
(2)	Tat Hong Plant Leasing Pte Ltd	Rental of heavy machinery and equipment and holding of investments	Singapore	100%
(3)	Tat Hong International Pte Ltd ("**THI**")	Investment holding	Singapore	100%
(4)	Leadpoint Pte Ltd ("**LPL**")	Investment holding	Singapore	70%
Held by Subsidiaries:				
(5)	Tat Hong Machinery Pte Ltd ("**THM**")	Supply of spare parts	Singapore	100%
(6)	Load Controls Systems Pte Ltd	Supply of scientific and precision equipment	Singapore	70%
(7)	Peng Koon Heavy Machinery Pte Ltd	Dormant	Singapore	70%
(8)	Tat Hong Offshore and Marine Services Pte Ltd	Provision of offshore and marine services	Singapore	50%
(9)	Tat Hong (V.N.) Pte Ltd	Investment holding	Singapore	70%
(10)	Tat Hong United Logistics Pte Ltd	In the process of being struck off	Singapore	100%
(11)	Tat Hong Heavylift Pte Ltd	Crane rental, heavy lifting, haulage and erection service	Singapore	100%
(12)	Tat Hong Equipment (China) Pte Ltd ("**THEC**")	Investment holding	Singapore	88%
(13)	TH Straits 2015 Pte. Ltd. ("**THS2015**")	Investment holding	Singapore	88%
(14)	Tat Hong Plant Hire Sdn Bhd ("**THPH**")	Rental of heavy machinery, industrial equipment and cranes	Malaysia	100%

S/N	Name of Subsidiaries	Principal activities	Country of incorporation	Effective interest held by the Group (%)
(15)	Tat Hong Crane Logistics Sdn Bhd	Reprocessing, reconditioning, repair and trading of heavy machinery and equipment	Malaysia	100%
(16)	Tat Hong Crane Rental (Sarawak) Sdn Bhd	Rental of cranes and heavy equipment	Malaysia	100%
(17)	Tat Hong (Thailand) Co., Ltd	Rental of construction equipment and provision of parts and related services	Thailand	100%
(18)	PT World Wide Equipment South East Asia	Repair and maintenance services of machinery and heavy equipment	Indonesia	100%
(19)	PT Tatindo HeavyEquipment	Distribution of heavy equipment and spare parts	Indonesia	95%
(20)	PT Tat Hong HeavyEquipment Indonesia	Distribution and wholesale of machinery, equipment and supplies	Indonesia	100%
(21)	PT Tat Hong Batam	Rental of property	Indonesia	100%
(22)	Tat Hong Equipment Co. Ltd	Import, export, trade and lease industrial and construction machinery and equipment; repair and maintain industrial machine and construction equipment and leasing of warehouses	Vietnam	100%
(23)	Tat Hong Vietnam Co., Ltd	Rental of heavy equipment and machinery and provision of related services	Vietnam	70%
(24)	Tat Hong HeavyEquipment (Hong Kong) Limited	Rental of heavy equipment and related services	Hong Kong	100%

S/N	Name of Subsidiaries	Principal activities	Country of incorporation	Effective interest held by the Group (%)
(25)	Tat Hong HeavyEquipment (Macau) Limited	Rental of heavy equipment and related services	The Macao Special Administrative Region of the People's Republic of China	100%
(26)	Tutt Bryant Group Limited ("**TBG**")	Provision of crane rental, specialised heavy lift and shift, transport and related services	Australia	100%
(27)	BT Equipment Pty Ltd	Distribution of construction equipment and related parts and services	Australia	100%
(28)	EQR Investments Pty Ltd	Investment holding	Australia	100%
(29)	Office Cleaning Services Pty Ltd	Rental of equipment	Australia	100%
(30)	North Sheridan Pty Ltd	Rental of equipment	Australia	100%
(31)	Kingston Industries Pty Ltd	Rental of equipment	Australia	100%
(32)	Muswellbrook Crane Services Pty Ltd	Provision of crane rental, transport and related services	Australia	100%
(33)	Tat Hong Equipment Finance Pty Ltd	Dormant	Australia	100%
(34)	Kingston Industries (WA) Pty Ltd	Dormant	Australia	100%
(35)	Relsok Pty Ltd	Dormant	Australia	100%
(36)	Falconer Administration Trust	Dormant	Australia	100%
(37)	Tat Hong Equipment Service Co., Ltd ("**THES**")	Investment holding	Cayman Islands	82%
(38)	Shanghai Tat Hong Equipment Rental Co., Ltd. ("**SHTH**")	Rental of tower cranes and other construction machinery	PRC	82%

S/N	Name of Subsidiaries	Principal activities	Country of incorporation	Effective interest held by the Group (%)
(39)	Tat Hong Zhaomao Investment Co., Ltd ("**THZI**")	Investment holding	PRC	82%
(40)	China Nuclear Huaxing Tat Hong Machinery Construction Co., Ltd ("**CNHTH**")	Rental of construction machinery and heavy lifting equipment, installation and related engineering services and supplies	PRC	82%
(41)	Jiangsu Zhongjian Tat Hong Machinery Construction Co., Ltd ("**JZTH**")	Rental, maintenance and repair of construction machines and equipment, sale of construction equipment, technology consultancy and related technical services	PRC	82%
(42)	Jiangsu Hengxingmao Financial Leasing Co., Ltd ("**JHFL**")	Rental of tower cranes and other construction machinery	PRC	82%
(43)	Changzhou Tat Hong Zhaomao Machinery Construction Co., Ltd ("**CZTH**")	Rental, maintenance and repair of construction machines and equipment, sale of construction equipment, technology consultancy and related technical services	PRC	82%
(44)	Beijing Tat Hong Zhaomao Equipment Rental Co. Ltd ("**BJTH**")	Rental of construction machinery and heavy lifting equipment, installation and related engineering services and supplies	PRC	88%
(45)	Si Chuan Tat Hong Yuanzheng Machinery Construction Co., Ltd	Rental of construction machinery and heavy lifting equipment, installation and related engineering services and supplies	PRC	62%

S/N	Name of Subsidiaries	Principal activities	Country of incorporation	Effective interest held by the Group (%)
(46)	Tat Hong Zhiyuan (Jiangsu) Equipment Rental Co. Ltd	Rental of construction machinery and heavy lifting equipment, installation and related engineering services and supplies	PRC	88%
(47)	KP Equipment Services Inc	In the process of voluntary liquidation	The Republic of the Philippines	100%

(c) the general development of the business from the beginning of the period comprising the 3 most recent completed financial years to the latest practicable date, indicating any material change in the affairs of the relevant entity or the group, as the case may be, since –

(i) the end of the most recent completed financial year for which financial statements of the relevant entity have been published; or

(ii) the end of any subsequent period covered by interim financial statements, if interim financial statements have been published;

The significant developments of the Group since FY2014 are set out in chronological order below and include matters extracted from related announcements released by the Company via the SGXNET. Shareholders are advised to refer to the related announcements for further details.

FY2014

(a) On 16 May 2013, the Company entered into a non-binding heads of agreement with INTRACO Limited ("**Intraco**") and Mr Aung Moe Kyaw ("**AMK**") for the purpose of establishing a joint-venture company in Singapore to carry out the business of rental of cranes and distribution of cranes and excavators in the Republic of the Union of Myanmar ("**Myanmar**").

On 28 August 2013, the Company entered into a joint venture agreement with Intraco and AMK to establish a joint-venture company in Singapore to carry out the business of the rental of cranes and the distribution of cranes and excavators in Myanmar. The joint venture company, Tat Hong Intraco Pte Ltd, ("**Tat Hong Intraco**") in which the Company has a 40% interest was incorporated pursuant to the joint venture agreement.

On 27 February 2014, Tat Hong Intraco incorporated Tat Hong Intraco Heavy Equipment Co Ltd ("**Tat Hong Intraco Myanmar**") in Myanmar.

(b) On 21 May 2013, the voluntary liquidation of the Company's 50%-owned dormant joint venture company, Global Oilfield Services Pte Ltd was completed.

(c) On 19 June 2013, the Company established the MTN Programme and appointed Oversea-Chinese Banking Corporation Limited to act as the arranger and dealer in connection therewith.

On 24 July 2013, the Company announced that pursuant to the MTN Programme, it intended to issue the Notes. DBS Bank Ltd and Oversea-Chinese Banking Corporation Limited were appointed as the joint lead managers and bookrunners in connection therewith.

On 31 July 2013, the Company issued the Notes under the MTN Programme. The Notes were admitted to the Official List of the SGX-ST on 1 August 2013. The net proceeds from the issue of the Notes were used for general corporate purposes, including refinancing of existing borrowings, and financing of capital expenditure and general working capital of the Group.

(d) On 26 June 2013, the Company issued a notice in relation to the expiry of warrants of the Company on 2 August 2013.

(e) On 1 July 2013, Mr Ng Chen Wei was appointed as the Managing Director of TBG, the Company's wholly-owned subsidiary in Australia. Mr Ng Chen Wei was the Business Development Director of TBG from July 2009 to December 2012 and Deputy Managing Director of TBG from January 2013 to June 2013.

(f) On 1 July 2013, the Company announced that Mr David Jeffery Frank Pickering Haynes ceased to be the Managing Director of TBG. Mr Haynes had been the Managing Director of TBG from 1 December 1999.

(g) On 24 July 2013, the Company's directly-owned 100% subsidiary, THI, together with its indirectly-owned 100% subsidiary, THEC, and THEC's subsidiaries in the PRC – THZI and Beijing Tat Hong Zhaomao Investment Co., Ltd entered into an agreement with its 23.9% associate company, Yongmao Holdings Limited ("**YMH**") and YMH's wholly-owned subsidiary, Fushun Yongmao Construction Machinery Co., Ltd to restructure their respective holdings in THEC and its subsidiaries (the "**Proposed Restructuring Agreement**"). THI and THEC have also entered into a shareholders' agreement with YMH in respect of, and conditional on, the proposed restructuring exercise completing.

(h) On 2 August 2013, the Company announced that pursuant to the terms and conditions of the Company's warrants which were issued on 6 August 2008, the right to subscribe for new Shares expired at 5.00 pm on 2 August 2013, and that the said warrants would be de-listed from the Official List of the SGX-ST on 5 August 2013.

(i) On 13 August 2013, the Company announced that Mr Wong Meng Choong was appointed as the Group Chief Operating Officer, Asia.

(j) On 15 August 2013, the Company's indirectly-held subsidiaries, JZTH and BJTH formed a joint venture company, CZTH in the PRC. The principal activities of CZTH are (i) the rental of plant and machinery for construction, engineering, manufacturing, and general use, (ii) the erecting, operating, and repairing of plant and machinery for construction and engineering, and (iii) the purchase and wholesale of plant and machinery.

(k) On 4 September 2013, the Company issued a press release advising Shareholders that it would embark on a programme to consolidate and optimise its Singapore operations, and had secured a 22-year lease from Jurong Town Corporation for a 16,100 square metres plot of industrial land at Tuas South Street 10. The consolidation of its operations would free up one of the Group's leasehold properties at 11 Gul Crescent, Singapore 629524 (the "**Gul Crescent Property**"), which the Group intended to divest.

On 13 November 2013, the Company announced that it has for the time being, decided to keep the sale of the Gul Crescent Property in abeyance.

(l) On 25 October 2013, the Company's wholly-owned subsidiary, THI, entered into a shareholders' agreement with AME Land Sdn Bhd, BP Lands Sdn Bhd, and L&M Ground Engineering Sdn Bhd to jointly undertake mixed property development in Iskandar Malaysia. The property development will be undertaken by Tat Hong Industrial Properties Sdn Bhd ("**THIP**"), in which THI's shareholding interest was diluted from 100% to 25% following the subscription of new shares in the THIP by the joint venture partners pursuant to the aforementioned shareholders' agreement.

(m) On 28 October 2013, the Company's wholly-owned subsidiary, THHE entered into an assignation and nomination of purchase rights agreement ("**ANPR**") with THIP. Pursuant to the ANPR, THHE irrevocably assigned and nominated THIP to take over all the rights, titles, interests and benefits in the sale and purchase agreement between THHE and UEM Land Berhad in respect of the purchase of five parcels of freehold vacant industrial land in Nusajaya area of Iskandar Malaysia. The total consideration paid by THIP to THHE for the assignation of the aforementioned sale and purchase agreement and all the attendant rights and interests amounted to RM40.83 million. The assignation and nomination of purchase rights to THIP pursuant to the ANPR was completed on 31 December 2013.

(n) On 2 December 2013, the Company announced that the share capital of its joint venture company, Girdnal Oilfield Services Inc. ("**Girdnal**"), was increased from US$5,850,000 to US$13,195,983 with effect from 2 December 2013 through the conversion into equity at US$1.00 per share, of all outstanding debts owed by Girdnal, totalling US$7,345,983, to KT Lion Oilfield Services Limited ("**KT Lion**"), KS Energy Limited, and the Company respectively.

(o) On 18 December 2013, the Company announced that the members' voluntary liquidation of Girdnal was completed.

(p) On 21 March 2014, the Company's 70%-owned subsidiary, LPL divested its entire stake in Dyno Engineering Pte Ltd, which was involved in the distribution and sale of Twinwood brand of hydraulic hammers and mechanical drills, for a total consideration of S$1.496 million. This divestment was part of the Company's exercise to streamline its investments and focus resources on its core business of crane rental.

FY2015

(a) On 30 April 2014, the Proposed Restructuring Agreement was completed.

(b) On 8 May 2014, the Company announced that the Company's effective shareholding in CZTH was changed from 77.53% to 88.13%.

(c) On 8 May 2014, the Company announced that its associated company, KT Lion was put in member's voluntary liquidation.

On 10 June 2014, the Company announced that KT Lion was dissolved.

(d) On 15 May 2014, the Company made a further investment of US$4.5 million in Tat Hong Intraco.

(e) On 4 June 2014, the Company divested its entire 31.27% interest in Kian Ho Bearings Ltd, which is a stockist, distributor and retailer of all kinds of bearings, seals and power transmission belts and listed on the Main Board of the SGX-ST, to Raffles United Pte Ltd in a married deal for a total consideration of S$17.2 million.

(f) On 7 July 2014, TBG entered into a conditional sale and leaseback agreement with TransLinQ Income Pty Ltd ("**TransLinQ**") in relation to the sale and leaseback of TBG's five properties in Australia.

On 27 August 2014, the Company announced that TBG and TransLinQ were unable to reach final agreement during the due diligence stage of the aforementioned conditional sale and leaseback agreement, and the parties accordingly did not proceed with the transaction.

On 2 March 2015, the Company announced that TBG had entered into contracts for the sale and leaseback of land/property in relation to its properties located at 6 and 8 Ferngrove Place, South Granville, NSW 2142, 5-9 Motorway Circuit, Ormeau QLD 4208 and 44 – 50 Great Eastern Highway, South Guildford WA 6055 to Primewest Funds Ltd ("**PFL**"), a wholesale property investor and developer in Australia, for an aggregate consideration of A$23.3 million. The disposal was completed on 6 March 2015.

(g) On 7 July 2014, THHE entered into a conditional sale and purchase agreement to divest its entire 70% interest in Hup Hin Transport Co Pte Ltd, which is involved in the provision of lorry transport and mobile crane rental services, for a total consideration of S$20.6 million. The divestment was completed on 31 July 2014.

(h) On 11 September 2014, THEC incorporated a wholly-owned subsidiary, THES, in the Cayman Islands.

(i) On 7 October 2014, the Company announced that it was exploring a possible spin-off of part or all of its tower crane rental business in the PRC via a listing on a reputable stock exchange.

(j) On 18 November 2014, the Company announced that the effective shareholding interests in SHTH and JZTH was changed to 87.2% and 88.0% respectively, upon the completion of a mandatory share capital injection up to the respective subsidiaries' authorised share capital.

(k) On 6 January 2015, the Company's wholly-owned subsidiary, THM divested its entire 60% stake in Tat Hong Flo-Line Pte Ltd which is engaged in the business of remanufacturing, repairing and testing of hydraulic components of all types of construction related equipment for a total consideration of S$259,000.

(l) On 20 January 2015, the Company announced that Mr Wong Meng Choong ceased to be the Group's Chief Operating Officer, Asia.

(m) On 5 March 2015, the Company completed the redemption of the remaining 11,700,000 convertible redeemable preference shares in the capital of the Company for a consideration of S$13,455,000. The redemption was in accordance with the terms of the investment agreement entered into between the Company and AIF on 3 August 2009.

(n) On 17 March 2015, THHE disposed of its property at 18 Sungei Kadut Avenue, Singapore 729489 for a consideration of S$7.0 million. The sale was part of the Company's overall plan to optimise its operations in Singapore by consolidating its Singapore operations in the Tuas area and by moving some of its less time-sensitive operations to Johor, Malaysia.

(o) On 19 March 2015, the Company announced that Tat Hong Intraco has increased its investment in Tat Hong Intraco Myanmar from US$149,999 to US$3,149,999.

FY2016

(a) On 13 April 2015, the Company's indirect 100%-owned, subsidiary, THPH entered into a sale and purchase agreement for the sale of its property at Lot 38187, Jalan SU 8, Taman Perindustrian Subang Utama, Sekysen 22, 40300 Shah Alam, Selangor Darul Ehsan, Malaysia (the "**Shah Alam Property**") to Hiro Food Packages Manufacturing Sdn Bhd ("**HFPM**") for a total consideration of RM17.5 million.The transaction was completed on 26 June 2015.

(b) On 8 May 2015, the Company announced that Mini Environment Service Pte Ltd ("**MES**") exercised the option to purchase granted by THHE for the disposal of the Gul Crescent Property for a total consideration of S$25 million with one year rent-free use by THHE.

On 27 November 2015, the Company announced that as certain conditions for the sale and purchase of the Gul Crescent Property were not met, the Company would not be proceeding with the disposal of the Gul Crescent Property to MES.

On 15 February 2016, THHE accepted the offer from JTC Corporation for the surrender of lease of the Gul Crescent Property for a total consideration of S$21 million. The surrender of lease was completed on 29 March 2016.

(c) On 17 June 2015, TBG entered into a contract for a sale and leaseback of its property at 14 Ashover Road, Rocklea, QLD 4106, Australia to Ashover Investment Pty Ltd ("**AIPL**") for a consideration of A$6.25 million. The disposal was completed on 29 June 2015.

(d) On 23 June 2015, the Company announced that Mr Ng San Wee resigned as a non-independent Executive Director of the Company. After stepping down, Mr Ng San Wee continued as an Executive Director of various subsidiaries of the Group.

(e) On 13 July 2015, the Company announced that the restructuring of the Company's subsidiaries in the PRC was completed. Following the restructuring, the Company has an effective interest of 81.9% in THES and in each of THES's subsidiaries – SHTH, THZI, CNHTH, JZTH, JHFL, and CZTH. The restructuring and rationalisation of the Company's effective interest in THES and its subsidiaries was undertaken to facilitate the spin-off of the Group's tower crane rental business in the PRC via a listing of THES on a reputable stock exchange (the "**Proposed Listing**").

(f) On 27 July 2015, the Company's subsidiary, THEC incorporated a wholly-owned subsidiary, THS2015 in Singapore.

(g) On 29 July 2015, Mr Tan Chok Kian, who did not seek re-election at the Company's Annual General Meeting, retired as Non-Executive Chairman and Independent Director of the Company.

(h) On 12 August 2015, the Company announced that an application has been submitted to the Taiwan Stock Exchange ("**TWSE**") for the Proposed Listing of THES.

On 21 September 2015, the Company announced that the SGX-ST has advised that the Proposed Listing was compliant with Rule 210(6) of the Listing Manual, and the Proposed Listing was accordingly not considered by the SGX-ST to be a chain listing.

On 9 November 2015, the Company released its notice for the EGM of the Company to seek Shareholders' approval for the Proposed Listing.

On 25 November 2015, the Shareholders approved the Proposed Listing at the EGM.

(i) On 14 August 2015, the Company announced that Dr Leong Horn Kee was appointed as the Non-Executive Chairman of the Board with effect from 14 August 2015. Dr Leong Horn Kee continued as the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committee.

(j) On 30 November 2015, the Company announced that it has commenced a consent solicitation exercise to seek the approval of the holders of the Notes to amend certain terms and conditions of the Notes including, *inter alia*, the interest coverage ratio, the test period of the interest coverage ratio and to provide a cure mechanism in the event that the interest coverage ratio falls below certain thresholds.

On 23 December 2015, the Company announced that the holders of the Notes approved the extraordinary resolution to amend the abovementioned terms of the Notes.

On 30 December 2015, the Company announced that it has entered into a supplemental trust deed with Citicorp International Limited, acting as trustee for the holders of the Notes, to provide for the abovementioned amendments.

(k) On 1 December 2015, Ms Jennie Hong Chok Hane was appointed as Joint Company Secretary.

(l) On 22 December 2015, the Company announced that Tat Hong Properties Sdn Bhd, an investment holding company which had been inactive since 2011, has been dissolved.

(m) On 25 February 2016, the Company announced that Tat Hong Crane Hire Pte Ltd, a dormant company, has been dissolved.

(n) On 24 March 2016, the Company announced that Mr Ng Sun Ho would be stepping down as Deputy Managing Director of the Company with effect from 31 March 2016. After stepping down, Mr Ng Sun Ho assumed the role of Executive Vice President (Special Projects) and continued as a Director of various subsidiaries of the Group.

(o) On 24 March 2016, the Company announced that Mr Lional Tseng would be stepping down as the Company's Group Chief Financial Officer and Company Secretary with effect from 31 March 2016.

(p) On 24 March 2016, the Company announced that Ms Jennie Hong Chok Hane would be appointed as the Group Chief Financial Officer with effect from 1 April 2016.

Between 1 April 2016 and the Latest Practicable Date

(a) On 24 May 2016, the Company entered into a sale and purchase agreement with Mr Ng Sun Ho to divest of its entire interest in its wholly-owned subsidiary, Tat Hong Training Services Pte Ltd ("**THTS**") for a consideration of S$410,000. The divestment was completed on 3 June 2016.

(b) On 4 July 2016, THES informed the TWSE that it will not proceed with the Proposed Listing as the global economic environment and the weak and volatile global equity markets were not conducive for the listing of THES and that any valuation of THES would not be commensurate with its intrinsic value.

(c) On 31 August 2016, the Company announced that Mr Ng Chen Wei, the Managing Director of TBG, would be appointed Executive Director of the Company with effect from 1 September 2016.

(d) On 11 October 2016, the Company announced that PT Tat Hong Energy Indonesia, a joint venture company incorporated in Indonesia in which the Company has 50% effective interest, would be voluntarily liquidated.

(e) On 14 November 2016, the Company announced that it would be undertaking the Rights Issue, and that it has entered into the Underwriting Agreement (after trading hours) with Phillip Securities Pte Ltd in connection therewith.

On 20 November 2016, the Company announced that it had entered into the Letter Agreement pursuant to which Mr Ng Chwee Cheng had also provided the Company and the Underwriter with the Revised Undertaking. Please refer to paragraph 1(f) of Part X of this Offer Information Statement for further details.

On 27 December 2016, the Company announced that (i) it had obtained the in-principle from the SGX-ST for the listing and quotation on the Main Board of the SGX-ST of up to 125,776,884 Rights Shares; and (ii) based on the recommendation of the SOC, the Board had determined that no adjustments would be made to the Outstanding Share Options and Outstanding Share Awards.

On 3 January 2017, the Company gave notice of the Books Closure Date in the form of an announcement made on SGXNET.

(d) the equity capital and the loan capital of the relevant entity as at the latest practicable date, showing –

(i) in the case of the equity capital, the issued capital; or

(ii) in the case of the loan capital, the total amount of the debentures issued and outstanding, together with the rate of interest payable thereon;

As at the Latest Practicable Date, the Company's equity capital is as follows:

Issued and paid-up share capital	:	S$325,849,000 divided into 627,606,423 Shares (excluding 3,986,400 Treasury Shares)
Loan capital	:	S$100,000,000 4.5% Fixed Rate Medium Term Notes due July 2018 with a current outstanding balance of S$98,500,000

(e) where –

(i) the relevant entity is a corporation, the number of shares of the relevant entity owned by each substantial shareholder as at the latest practicable date; or

(ii) the relevant entity is not a corporation, the amount of equity interests in the relevant entity owned by each substantial interest-holder as at the latest practicable date;

As at the Latest Practicable Date, based on the information in the Register of Substantial Shareholders maintained by the Company pursuant to the Companies Act, the Substantial Shareholders of the Company and the number of Shares in which they have an interest are as follows:

	Direct Interest		Deemed Interest		Total Interest	
	Number of Shares	Shareholding (%)[1]	Number of Shares	Shareholding (%)[1]	Number of Shares	Shareholding (%)[1]
CCSPL	222,176,160	35.40	34,563,000[2]	5.51	256,739,160	40.91
Ng San Tiong[3]	–	–	267,279,505	42.59	267,279,505	42.59
Ng Sun Ho[3]	1,006,130	0.16	261,871,660	41.73	262,877,790	41.89
Ng San Wee[3]	–	–	259,900,410	41.41	259,900,410	41.41
Ng Sun Giam[3]	792,500	0.13	256,739,160	40.91	257,531,660	41.04
Ng Chwee Cheng	110,000	0.02	81,595,146	13.00	81,705,146	13.02
AIF[4]	–	–	53,300,000	8.49	53,300,000	8.49

Notes:

(1) Calculated based on the Existing Issued Share Capital.

(2) Includes CCSPL's deemed interest in 3,228,000 Shares held by THIPL, a wholly-owned subsidiary of CCSPL.

(3) Pursuant to the terms of a trust deed dated 29 July 1997 (as supplemented by a deed dated 12 October 1998), Mr Ng San Tiong and his brothers, Mr Ng Sun Ho, Mr Ng San Wee, and Mr Ng Sun Giam, are joint trustees of the Chwee Cheng Trust constituted under the aforementioned trust deed and which owns approximately 43.56% of the issued share capital of CCSPL. Being joint trustees of the Chwee Cheng Trust, each of the trustees, Mr Ng San Tiong, Mr Ng Sun Ho, Mr Ng San Wee, and Ng Sun Giam, is deemed to be interested in the 256,739,160 Shares held by CCSPL.

(4) Held through nominee banks.

(f) any legal or arbitration proceedings, including those which are pending or known to be contemplated, which may have, or which have had in the 12 months immediately preceding the date of lodgment of the offer information statement, a material effect on the financial position or profitability of the relevant entity or, where the relevant entity is a holding company or holding entity of a group, of the group;

As at the date of this Offer Information Statement, the Directors are not aware of any legal or arbitration proceedings to which any member of the Group is a party of or which is pending or known to be contemplated which may have or which have had in the twelve (12) months immediately preceding the date of lodgement of this Offer Information Statement, a material effect on the financial position or profitability of the Group.

(g) where any securities or equity interests of the relevant entity have been issued within the 12 months immediately preceding the latest practicable date –

(i) if the securities or equity interests have been issued for cash, state the prices at which the securities have been issued and the number of securities or equity interests issued at each price; or

(ii) if the securities or equity interests have been issued for services, state the nature and value of the services and give the name and address of the person who received the securities or equity interests; and

The Company has not issued any securities or equity interests for cash or for services within twelve (12) months immediately preceding the Latest Practicable Date.

(h) a summary of each material contract, other than a contract entered into in the ordinary course of business, to which the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any member of the group is a party, for the period of 2 years immediately preceding the date of lodgement of the offer information statement, including the parties to the contract, the date and general nature of the contract, and the amount of any consideration passing to or from the relevant entity or any other member of the group, as the case may be.

Save as disclosed below and in paragraph 9(c) in the Section entitled "**Sixteenth Schedule of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 – Part IV – Key Information**", neither the Company nor any of its Subsidiaries has entered into any other material contract (not being a contract entered into in the ordinary course of business) during the period of two (2) years immediately preceding the date of lodgement of this Offer Information Statement:

(a) a contract between TBG and PFL dated 27 February 2015 for the sale of the property at 6 Ferngrove Place, South Granville, NSW 2142, Australia for a consideration of A$6.4 million in relation to the sale and lease back of the property;

(b) a contract between TBG and PFL dated 27 February 2015 for the sale of the property at 8 Ferngrove Place, South Granville, NSW 2142, Australia for a consideration of A$5.8 million in relation to the sale and lease back of the property;

(c) a contract between TBG and PFL dated 27 February 2015 for the sale of a property at 5-9 Motorway Circuit Ormeau, QLD 4208, Australia for a consideration of A$4.6 million in relation to the sale and lease back of the property;

(d) a contract between TBG and PFL dated 27 February 2015 for the sale of a property at 44-50 Great Eastern Highway, South Guildford, WA 6055, Australia for a consideration of A$6.5 million in relation to the sale and lease back of the property;

(e) a sale and purchase agreement between THPH and HFPM dated 13 April 2015 for the sale of the Shah Alam Property for a consideration of RM17.5 million;

(f) a contract between TBG and AIPL dated 15 May 2015 for the sale of a property at 14 Ashover Road, Rocklea, QLD 4106, Australia for a consideration of A$6.25 million in relation to the sale and leaseback of the property;

(g) the acceptance by THHE on 15 February 2016 of the offer for the surrender of lease by JTC Corporation in relation to the Gul Crescent Property for a consideration of S$21.0 million;

(h) the supplemental trust deed entered into with Citicorp International Limited on 30 December 2015 in relation to the amendments to the Notes;

(i) the sale and purchase agreement entered into between the Company and Mr Ng Sun Ho on 24 May 2016 in relation to the divestment of the Company's entire interest in THTS to Mr Ng Sun Ho for a cash consideration of S$410,000;

(j) the Underwriting Agreement dated 14 November 2016 entered into between the Company and the Underwriter, the details of which are set out under paragraph 7 of Part VI of this Offer Information Statement; and

(k) the Letter Agreement dated 18 November 2016 entered into amongst the Company, the Underwriter, and Mr Ng Chwee Cheng,the details of which are set out under paragraph 1(f) of Part X of this Offer Information Statement.

PART V – OPERATING AND FINANCIAL REVIEW AND PROSPECTS

OPERATING RESULTS

1. Provide selected data from –

(a) the audited income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, the audited consolidated income statement of the relevant entity or the audited combined income statement of the group, for each financial year (being one of the three (3) most recent completed financial years) for which that statement has been published; and

(b) any interim income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any interim consolidated income statement of the relevant entity or interim combined income statement of the group, for any subsequent period for which that statement has been published.

The audited consolidated income statements of the Group for FY2014, FY2015, FY2016, and the unaudited income statements of the Group for 1HFY2016 and 1HFY2017 are as set out below:

	Unaudited			Audited	
	1HFY2017 S$'000	**1HFY2016 S$'000**	**FY2016 S$'000**	**FY2015 S$'000**	**FY2014 S$'000**
Revenue	226,581	276,682	528,228	608,597	684,087
Cost of sales	(157,391)	(188,690)	(368,743)	(396,504)	(438,347)
Gross profit	69,190	87,992	159,485	212,093	245,740
Other operating income	8,592	20,985	42,463	34,534	28,180
Distribution expenses	(13,861)	(16,331)	(38,772)	(42,810)	(42,880)
Administrative expenses	(56,005)	(62,158)	(126,958)	(143,556)	(149,852)
Other operating expenses	(4,123)	(4,926)	(49,343)	(20,354)	(12,027)
Results from operating activities	3,793	25,562	(13,125)	39,907	69,161
Finance expense	(10,791)	(12,707)	(24,626)	(25,960)	(25,643)
Share of results of associates (net of tax)	(40)	123	389	4,624	4,785
Share of results of joint ventures (net of tax)	(282)	(223)	(537)	(214)	645
(Loss)/profit before income tax	(7,320)	12,755	(37,899)	18,357	48,948
Income tax (expense)/credit	290	(5,414)	(2,018)	(11,560)	(15,169)
(Loss)/profit for the year/period	(7,030)	7,341	(39,917)	6,797	33,779

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	Unaudited			Audited	
	1HFY2017 S$'000	1HFY2016 S$'000	FY2016 S$'000	FY2015 S$'000	FY2014 S$'000
Attributable to:					
Owners of the Company	(8,991)	7,178	(39,312)	4,865	32,809
Non-controlling interests	1,961	163	(605)	1,932	970
(Loss)/profit for the year/period	(7,030)	7,341	(39,917)	6,797	33,779
Dividends per share (cents)	–	–	–	1.5	2.0
EPS before Rights Issue					
Basic EPS (cents)[1]	(1.43)	1.14	(6.26)	0.77	5.21[2]
Diluted EPS (cents)[1],[3]	(1.43)	1.14	(6.26)	0.77	5.21[2]
EPS after Rights Issue[4]					
Basic and diluted[3] EPS (cents)	(1.19)	0.95	(5.21)	0.64	4.34

Notes:

(1) Based on weighted average number of Shares.

(2) The EPS in FY2014 have been adjusted to account for the full redemption of outstanding convertible redeemable preference shares during FY2014.

(3) All the outstanding share options under the ESOS 2006 which are available for conversion to ordinary shares for the respective year/period are deemed to be anti-dilutive and are not included in the weighted average number of ordinary shares for the purposes of computing diluted EPS.

(4) Adjusted for 125,521,284 Rights Shares based on the Minimum Subscription Scenario that have been assumed to have been issued on the first day of the financial year or, as the case may be, financial period. Does not take into account the effects of the use of proceeds from the Rights Issue on the earnings of the Group.

2. The data referred to in paragraph 1 of this Part shall include the line items in the audited income statement, audited consolidated income statement, audited combined income statement, interim income statement, interim consolidated income statement or interim combined income statement, as the case may be, and shall in addition include the following items:

(a) dividends declared per share in both the currency of the financial statements and the Singapore currency, including the formula used for any adjustment to dividends declared;

(b) earnings or loss per share; and

(c) earnings or loss per share, after any adjustment to reflect the sale of new securities.

Noted. Please see paragraph 1 of this Part V.

3. In respect of –

(a) each financial year (being one of the 3 most recent completed financial years) for which financial statements have been published; and

(b) any subsequent period for which interim financial statements have been published,

provide information regarding any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the relevant entity or, if it is the holding company or holding entity of a group, of the group, and indicate the extent to which such profit or loss before tax of the relevant entity or the group, as the case may be, was so affected. Describe any other significant component of revenue or expenditure necessary to understand the profit or loss before tax for each of these financial periods.

Save as disclosed below and in this Offer Information Statement, the Directors are not aware of any significant factor, including any unusual or infrequent event or new development which materially affected profit or loss before tax of the Group.

A summary of the operations, business and financial performance of the Group for FY2014, FY2015, FY2016, as well as 1HFY2016 and 1HFY2017 is as set out below:

1HFY2017 versus 1HFY2016

Reflecting the weak demand and competitive business landscape, the Group's revenue in 1HFY2017 declined 18% to S$226.6 million compared with 1HFY2016. With the exception of tower crane rental, all business segments posted lower revenues.

The decline in revenue led to a 21% reduction in the Group's gross profit to S$69.2 million in 1HFY2017. Gross profit margin fell slightly to 31% from 32% in 1HFY2016 as lower utilisation rates recorded by the crane rental business in Australia and Singapore were partially mitigated by higher gross profit margin for all the other business segments.

The Group's other operating income decreased 59% to S$8.6 million in 1HFY2017, attributable primarily to lower gains on disposal of property, plant and equipment compared with 1HFY2016 which had included gains on the disposal of properties in Malaysia and Australia that amounted to S$7.8 million.

The Group's total operating costs decreased 11% to S$74.0 million in 1HFY2017 compared with 1HFY2016 due to lower staff costs and maintenance expenses as a result of cost containment measures implemented as well as lower net foreign exchange losses. The cost savings in 1HFY2017 were partially eroded by the recognition of a non-cash asset impairment charge of S$1.0 million.

Finance costs fell 15% to S$10.8 million in 1HFY2017 primarily due to the repayment of loans, which was partially offset by higher interest rates.

Weak performance by the Group's associates and joint ventures resulted in a share of loss of S$0.3 million.

The Group recorded a pre-tax loss of S$7.3 million and a net loss attributable to shareholders of S$9.0 million in 1HFY2017.

FY2016 versus FY2015

The Group's revenue in FY2016 fell 13% to S$528.2 million as all business segments posted weaker revenues due to weaker global trade, volatile currency movements as well as the softening of emerging economies in Asia.

Gross profit fell by 25% to S$159.5 million in FY2016 yielding a gross profit margin of 30% compared with 35% in FY2015. The margin compression was attributable to lower utilisation rates across most markets except Singapore, Hong Kong, and the PRC, the sale of aged inventory at reduced margins, write-down of excavator stock and higher outsourcing costs in Australia.

The Group's other operating income in FY2016 increased 23% to S$42.5 million primarily from gains arising from the disposal of properties in Singapore, Malaysia, and Australia as well as the disposal of under-utilised equipment under the Group's de-fleeting programme.

Total operating expenses, which included non-cash goodwill and asset impairment charges of S$32.7 million as well as a net foreign exchange loss of S$14.9 million, increased 4% to S$215.1 million in FY2016. Excluding the impairment charges and the net foreign exchange loss, total operating expenses decreased 11% to S$167.5 million mainly as a result of cost containment measures implemented relating to staff costs and operational expenses such as repair and maintenance costs, as well as the translation effect of a weaker AUD. Finance costs fell 5% to S$24.6 million in FY2016 due to the repayment of loans, which was partially offset by higher interest rates.

Weak performance by the Group's associates and joint ventures resulted in a share of loss of S$0.1 million in FY2016 compared with a share of profit of S$4.4 million a year ago.

The Group recorded a pre-tax loss of S$37.9 million and a net loss attributable to shareholders of S$39.3 million. Excluding non-cash impairment charges, the Group's net loss attributable to shareholders would have been S$6.6 million.

FY2015 versus FY2014

Reflecting the weak market conditions in Australia and Singapore, the Group's revenue in FY2015 fell 11% to S$608.6 million as all business segments with the exception of tower crane rental turned in weaker performances compared with FY2014.

The decline in revenue led to a 14% decline in gross profit to S$212.1 million in FY2015, yielding a gross profit margin of 35% compared with 36% in FY2014. The slight reduction in gross profit margin was attributable to lower utilisation rates, higher provision for stock obsolescence for the distribution business and higher re-positioning costs incurred in Australia for the crane rental business.

The Group's other operating income increased 23% to S$34.5 million in FY2015 primarily from gains realised from the disposal of properties in Australia and Singapore, the disposal of equipment and the divestment of the Group's non-core subsidiaries and an associate.

Total operating expenses, which included non-cash goodwill and asset impairment charges of S$30.8 million, increased marginally by 1% to S$206.7 million in FY2015 compared with S$204.7 million incurred in FY2014. Excluding the non-cash impairment charges, total operating expenses decreased by 13% to S$175.9 million as a result of cost savings from the disposal of non-core subsidiaries and lower staff costs and maintenance expenses from cost containment measures implemented. Finance costs were comparable to the previous year at S$26.0 million.

The divestment of an associate and weaker performance from joint ventures led to a decline in the share of profits from associates and joint ventures to S$4.4 million in FY2015 from S$5.4 million a year earlier.

The Group's pre-tax profit fell 62% to S$18.4 million and net profit attributable to shareholders by 85% to S$4.9 million. Excluding non-cash impairment charges and on a comparable basis, net underlying profit in FY2015 was comparable to FY2014 at S$35.7 million.

FINANCIAL POSITION

4. Provide selected data from the balance sheet of the relevant entity or, if it is the holding company or holding entity of a group, the group as at the end of –

(a) the most recent completed financial year for which audited financial statements have been published; or

(b) if interim financial statements have been published for any subsequent period, that period.

The audited consolidated statement of financial position of the Group as 31 March 2016 as well as the unaudited consolidated statement of financial position of the Group as at 30 September 2016 is set out below:

	Unaudited 30 September 2016 S$'000	Audited 31 March 2016 S$'000
Non-current assets		
Property, plant and equipment	762,338	802,445
Associates	43,318	44,075
Joint ventures	3,607	3,882
Other financial assets	1,524	1,128
Deferred tax assets	8,833	8,830
Intangible assets	6,570	4,491
Trade and other receivables	427	797
	826,617	865,648

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	Unaudited 30 September 2016 S$'000	Audited 31 March 2016 S$'000
Current assets		
Assets held for sale	12,122	5,660
Inventories	144,456	146,981
Trade and other receivables	228,106	222,099
Cash and cash equivalents	97,788	130,702
	482,472	505,442
Total assets	1,309,089	1,371,090
Equity attributable to owners of the Company		
Share capital	325,849	325,849
Reserve for own shares	(2,622)	(2,673)
Share-based payment reserve	444	517
Capital reserves	30,389	29,564
Fair value reserve	(6)	174
Currency translation reserve	(45,323)	(43,410)
Accumulated profits	265,827	275,680
	574,558	585,701
Non-controlling interests	43,945	43,982
Total equity	618,503	629,683
Non-current liabilities		
Trade and other payables	2,393	2,340
Financial liabilities	185,291	202,048
Notes payable	98,137	98,041
Deferred tax liabilities	22,707	22,994
	308,528	325,423
Current liabilities		
Trade and other payables	160,844	168,298
Financial liabilities	216,416	245,061
Current tax payable	4,798	2,625
	382,058	415,984
Total liabilities	690,586	741,407
Total equity and liabilities	1,309,089	1,371,090

	Unaudited 30 September 2016 S$'000	Audited 31 March 2016 S$'000
NAV before Rights Issue		
Number of Shares ('000)	627,606	627,529
NAV per Share (S$)	0.92	0.93
NAV after Rights Issue(1)		
Number of Shares ('000)	753,128	753,050
NAV	615,580	626,723
NAV per Share (S$)	0.82	0.83

Note:

(1) Adjusted for 125,521,284 Rights Shares based on the Minimum Subscription Scenario and estimated net proceeds raised from the Rights Issue of approximately S$41.0 million.

5. The data referred to in paragraph 4 of this Part shall include the line items in the audited or interim balance sheet of the relevant entity or the group, as the case may be, and shall in addition include the following items:

(a) number of shares after any adjustment to reflect the sale of new securities;

(b) net assets or liabilities per share; and

(c) net assets or liabilities per share after any adjustment to reflect the sale of new securities.

Noted. Please see paragraph 4 of this Part V.

LIQUIDITY AND CAPITAL RESOURCES

6. Provide an evaluation of the material sources and amounts of cash flows from operating, investing and financing activities in respect of –

(a) the most recent completed financial year for which financial statements have been published; and

(b) if interim financial statements have been published for any subsequent period, that period.

The audited consolidated statement of cash flows of the Group for FY2016 and the unaudited consolidated statement of cash flows of the Group for 1HFY2017 are set out as follows:

	Unaudited 1HFY2017 S$'000	Audited FY2016 S$'000
Operating activities:		
(Loss)/profit for the year/period	(7,030)	(39,917)
Adjustments for:		
Depreciation of property, plant and equipment	36,281	80,865
Gain on disposal of property, plant and equipment	(3,752)	(33,054)
Loss/(gain) on fair value adjustment on derivatives, net	(1,031)	680
Bad debts written off	171	–
Property, plant and equipment written off	–	40
Amortisation of intangible assets	506	661
Cost of long service and annual leave	1,372	5,274
Loss on disposal of a subsidiary	148	–
Gain on liquidation of a subsidiary	(164)	–
Gain on liquidation of an associate	–	(222)
Dividend income from investment in other financial assets	(136)	(306)
Share of results of associates	40	(389)
Share of results of joint ventures	282	537
Provisions made	87	1,160
Share-based payment expenses	29	93
Finance income	(449)	(759)
Finance expense	10,791	24,626
Impairment loss on investment in an associate	–	10,000
Impairment loss on property, plant and equipment	403	5,502
Impairment loss on remeasurement of assets held for sale	600	885
Impairment loss on intangible assets	–	16,337
Income tax expense/(credit)	(290)	2,018
Operating profit before working capital changes	37,858	74,031
Changes in working capital:		
Inventories	8,838	26,872
Trade and other receivables	(4,573)	2,439
Trade and other payables	(13,581)	(8,070)
Cash generated from operations	28,542	95,272
Income taxes paid	(3,284)	(7,144)
Payment for long service and annual leave and others	(2,879)	(5,954)
Net cash from operating activities	22,379	82,174

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	Unaudited 1HFY2017 S$'000	Audited FY2016 S$'000
Investing activities:		
Purchase of property, plant and equipment	(20,077)	(29,052)
Purchase of intangible assets	(1,415)	(1,114)
Proceeds from disposal of property, plant and equipment	19,455	73,536
Proceeds from disposal of a subsidiary	10	–
Distribution from liquidation of a subsidiary	164	–
Distribution from liquidation of an associate	–	321
Dividends received from associates	–	2,590
Dividends received from other financial assets	136	306
Loan to associates	–	(3,800)
Investment in other financial assets	(167)	(87)
Interest received	449	759
Net cash from/(used in) investing activities	(1,445)	43,459
Financing activities:		
Purchase of treasury shares	–	(1,058)
Purchase of notes payable	–	(1,500)
Net proceeds from/(repayment of) trust receipts	6,949	(32,373)
Proceeds from bank loans	78,348	153,651
Repayment of bank loans	(101,642)	(110,230)
Proceeds from finance lease obligations	488	11,523
Repayment of finance lease obligations	(27,778)	(75,899)
Dividends paid	–	(6,298)
Dividends paid to non-controlling interests	–	(1,039)
Change in bank balances earmarked for certain banking facilities	(22)	399
Interest paid	(10,592)	(23,795)
Net cash used in financing activities	(54,249)	(86,619)
Net increase/(decrease) in cash and cash equivalents	(33,315)	39,014
Cash and cash equivalents at beginning of the year/period	130,072	92,237
Effect of exchange rate fluctuations on cash held	379	(1,179)
Cash and cash equivalents at end of the year/period	97,136	130,072
Bank balances earmarked for certain banking facilities	652	630
Cash and cash equivalents at end of the year/period including fixed deposits	97,788	130,702

7. Provide a statement by the directors or equivalent persons of the relevant entity as to whether, in their reasonable opinion, the working capital available to the relevant entity or, if it is the holding company or holding entity of a group, to the group, as at the date of lodgement of the offer information statement, is sufficient for present requirements and, if insufficient, how the additional working capital considered by the directors or equivalent persons to be necessary is proposed to be provided.

As at the date of this Offer Information Statement, the Directors are of the reasonable opinion that, barring unforeseen circumstances and save for the repayment of debt as mentioned in paragraph 3 of Part IV above, after taking into consideration the Group's internal resources, operating cash flow, Net Proceeds from the Rights Issue and existing bank facilities, the working capital available to the Group is sufficient to meet its present requirements.

8. If the relevant entity or any other entity in the group is in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect the relevant entity's financial position and results or business operations, or the investments by holders of securities in the relevant entity, provide –

(a) a statement of that fact;

(b) details of the credit arrangement or bank loan; and

(c) any action taken or to be taken by the relevant entity or other entity in the group, as the case may be, to rectify the situation (including the status of any restructuring negotiations or agreement, if applicable).

To the best knowledge of the Directors, as at the date of this Offer Information Statement, the Directors are not aware of any breach by any entity in the Group of any terms and conditions or covenants associated with any credit arrangement or bank loan, which could materially affect the Company's financial position and results or business operations, or the investments by holders of securities in the Company.

TREND INFORMATION AND PROFIT FORECAST OR PROFIT ESTIMATE

9. Discuss, for at least the current financial year, the business and financial prospects of the relevant entity or, if it is the holding company or holding entity of a group, the group, as well as any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in the offer information statement to be not necessarily indicative of the future operating results or financial condition. If there are no such trends, uncertainties, demands, commitments or events, provide an appropriate statement to that effect.

The discussion on the business and financial prospects of the Group as set out herein may contain forward-looking statements, and are subject to certain risks. Please refer to the Section entitled "**Cautionary Note on Forward-Looking Statements**" of this Offer Information Statement for further details.

Save as disclosed in the Company's latest financial statements for FY2016 and 1HFY2017, the public announcements made by the Company via SGXNET, this Offer Information Statement, and to the best of the Directors' knowledge and belief, and barring unforeseen circumstances, the Directors are not aware of any known trends, uncertainties, demands, commitments or events, that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in this Offer Information Statement to be not necessarily indicative of the future operating results or financial condition of the Group.

Business and Financial Prospects of the Group

The challenging conditions faced by the Group in FY2016 of weaker global trade, volatile currency movements as well as the softening of emerging economies in Asia continued into FY2017. The Group expects the performance of its key markets to be subdued as weak demand, competitive business landscape, impending completion of projects in the ASEAN countries and Australia, and lack of public projects in Australia will continue to impact the Group's crane rental, general equipment rental and distribution businesses.

The weakness in the above businesses will be partially mitigated by improved performance of the Group's tower crane rental business in the PRC which is expected to perform well on the back of a strong pipeline of committed projects in the building, infrastructure, transport and power generation sectors.

To further alleviate the downward pressure on earnings in FY2017, the Group will continue its efforts to reduce operating costs through fleet rationalisation and operational restructuring and remain watchful of market changes and developments and will be ready to take appropriate actions or seize business opportunities.

In the medium to long term, the Group expects its crane rental, tower crane rental, and equipment distribution businesses to improve in tandem with recovering economic conditions in the region. There remains a vast infrastructure deficit in Asia and as emerging economies grow, it is expected that investments into infrastructure projects such as power generation plants, airports, ports, railways and mass transit systems will increase as well. In addition, the Chinese-led initiative, One Belt One Road, is expected to also drive infrastructure development across Southeast Asia and China. The Group, with its track record and expansive footprint in the region, is in good position to benefit from investments in infrastructure in the Asia-Pacific region.

Risk factors

To the best of the Directors' knowledge and belief as at the Latest Practicable Date, the risk factors that are material to Shareholders and prospective investors in making an informed judgment on the Rights Issue (save for those which have already been disclosed to the general public) are set out below. The risks described below are not intended to be

exhaustive. In addition to the risks described below, the Group could be affected by risks relating to the industry and countries in which the Group operates as well as those that may generally arise from, *inter alia*, economic, business, market and political risks.

In addition, there may be additional risks not presently known to the Group, or that the Group currently deems immaterial, but which could affect its operations. If any of the following considerations and uncertainties develops into actual events, the business, results of operations, financial condition and prospects of the Group could be materially and adversely affected. In that event, the trading price of the Shares and/or the Rights Shares could decline, and investors may lose all or part of their investment in the securities of the Company.

Shareholders and prospective investors should carefully consider and evaluate these terms and conditions and all other information contained in this Offer Information Statement before deciding whether to invest in the Shares and/or the Rights Shares.

Risks relating to the Group's business and operations

The Group operates in a highly competitive business environment

The rental and sales market for cranes and heavy equipment in the countries in which the Group has operations is highly competitive and fragmented. Owing to the large number of competitors, the Group faces strong competition and is susceptible to price-cutting pressures from its competitors. The Group's financial results could be adversely affected if the Group is unable to maintain its market share or if it has to reduce its profit margins to match the lower prices offered by its competitors.

There is no assurance that the Group will be able to compete successfully in the future against its existing or potential competitors or that the Group's business, financial performance and results of operations will not be adversely affected by increased competition.

The Group's success in the future may depend, in part, on the successful implementation of its business plans

The Group anticipates that its future growth will be derived partly from the expansion and development of its operations outside Singapore in countries such as Australia, China, Hong Kong, Malaysia, Thailand, Indonesia, and Vietnam. Overseas expansion will also include ventures into new markets.

To pursue new growth opportunities successfully, the Group will depend on its continued ability to implement its business plans which are subject to various factors beyond its control, such as economic growth and political stability.

The Group is exposed to the cyclical nature of construction, infrastructure, and natural resource sectors

The Group is exposed to the cyclical fluctuations of the construction, infrastructure and natural resource sectors in the countries in which the Group operates. A downturn in such sectors, including any significant delay or cancellation of construction projects or a reduction in foreign and/or public investment in infrastructure in the countries in which the Group operates will have an adverse impact on the Group's financial performance.

The Group is dependent on distributorships

The Group represents a number of manufacturers for the distribution of cranes and other heavy equipment in the region. The retention of these distributorships is subject to review by these manufacturers. The Group believes that these manufacturers, in conducting such reviews, would take into account, *inter alia*, the Group's after-sales service, marketing efforts in promoting their products and, in certain cases, the number of units sold. Whilst the loss of one or two of the smaller distributorships is not expected to affect the Group adversely, the loss of a major distributorship or the loss of several small distributorships at any one point in time could have a material adverse impact on the Group's financial performance.

The Group relies heavily on the continued services of senior management

The Group's performance is dependent on the continued services of its senior management, which includes its Executive Directors, Mr Ng San Tiong, Mr Ng Sang Kuey, and Mr Ng Chen Wei as well as a team of senior officers.

The Group has, under the stewardship of its senior management team, established a good track record in the crane rental and equipment distribution businesses. The Group's senior management team has extensive experience in the business and have been instrumental in charting the growth and development of the Group. The Group's continued success is dependent, to a certain extent, on its ability to retain senior management. The loss of the services of senior management without suitable replacements may have an adverse impact on the Group.

The Group's performance may be affected by its ability to attract and retain personnel

The Group's future performance depends largely on its ability to attract, train, retain and motivate high quality personnel, especially for its management, technical and operations teams. Whilst the Group recognises the importance of human capital and the desirability of developing and retaining key employees, the loss of key employees could hinder its ability to effectively manage its business and implement its growth strategies. Additionally, the process of hiring employees with the required combination of skills and attributes may be time-consuming and competitive. If the Group is not able to retain, hire and train qualified managerial, technical, operational and other employees, its business, financial condition, prospects and results of operations may be adversely affected.

The Group may face risks relating to skilled labour shortages

The Group relies significantly on its crane operators and support teams comprising technicians and mechanics to provide lifting services and solutions as well as maintenance and repair services. The Group's continued ability to compete in the business depends on the Group's ability to retain and train existing staff and to attract new staff with the necessary technical expertise.

Intense competition for skilled labour or the introduction of labour laws that limit the Group's ability to employ such skilled personnel may cause disruptions to the Group's business. In the event of a severe shortage of workers possessing the necessary skills or a drastic increase in the cost of hiring such workers, the Group may be unable to fulfil its customers' demands in a timely manner or the Group's costs of labour may increase, resulting in an adverse impact on the Group's financial performance. In addition, any mid-to-long term labour shortage on the part of the Group's customers may also adversely affect the Group's operations and financial performance as projects may be delayed, postponed or cancelled.

The Group may be exposed to potential liability for damage caused by accident or other causes

The provision of heavy lift services may result in injury to persons or damage to property in the event of any accident. The Group seeks to protect itself by insuring against third party and public liabilities. It is not feasible, however, to fully insure against every risk the Group is exposed to. The extent of insurance coverage, in terms of nature of risk and quantum of coverage, is a matter of commercial judgment and there is no assurance that the Group's insurance coverage is sufficient for any or all claims that may arise from any accident. Any substantial claims and related legal costs made against the Group as a result of such accident could adversely affect the Group's financial position if the claims exceed the Group's existing insurance coverage or the events are excluded from the Group's insurance policy.

The Group may be exposed to potential loss arising from damage to equipment

The Group has procured insurance coverage for its equipment against common risks such as fire, theft and damages caused by weather and civil unrest. However, it is not possible to insure against every possible risk that the Group is exposed to. Therefore, there can be no assurance that the Group's insurance coverage is sufficient or that it will fully compensate for all potential losses. Such losses could include loss of rental income, cost of equipment replacement and damage to reputation and goodwill as a result of the Group's inability to fulfil contracts due to damage to its crane fleet and other equipment.

Whilst the Group also has burglary, theft, fidelity insurance, workmen's compensation and other general insurance coverage, many of the Group's insurance policies contain deductibles, limitations and exclusions, which although are standard in the industry, may nevertheless limit the Group's potential claims and impact its financial performance.

The Group is exposed to foreign exchange risks

The Group's turnover is primarily denominated in SGD, AUD and RMB. It also receives revenues in the local currencies of the various markets in which it has operations, *inter alia*, RM, Indonesian rupiah, Thai baht, Hong Kong dollar, and Vietnam dong. The Group's purchases of inventory and capital expenditure are mainly incurred in Japanese yen, euro and United States dollar. As the Group transacts in several currencies, the Group is exposed to foreign currency fluctuations.

The Group enters into forward foreign exchange contracts to manage its foreign currency exposure for purchases of equipment for its crane fleet and inventory. It also aims to reduce the exposures of the net position in each currency by using foreign currency borrowings in the respective subsidiaries and entering into external forward contracts with financial institutions. However, there is no assurance that the Group will be able to successfully hedge against all foreign currency fluctuations.

Given that the reporting currency of the Group's financial statements is in SGD and the foreign currency composition of the Group's revenue and costs, the Group is exposed to fluctuations in the exchange rate of various foreign currencies against SGD. Currency volatility may impact the Group's results from operations as the Group does not hedge earnings from its overseas subsidiaries.

The Group does not engage in foreign exchange and/or derivative speculation or trading.

The Group is subject to interest rate fluctuations

The interest cost to be borne by the Group for its floating interest rate borrowings will be subject to fluctuations in interest rates. In addition, the Group is subject to market disruption clauses contained in its loan agreements with banks. Such clauses state that to the extent that banks face difficulties in raising funds in the interbank market or pay materially more for interbank deposits than the displayed screen rates, they may pass on the higher costs of funds to the borrower despite the margins agreed.

Furthermore, although the Group may enter into some hedging transactions to partially mitigate the risk of interest rate fluctuations, there can be no assurance that its exposure to interest rate fluctuations will be adequately covered. As a result, the Group's business, financial condition, prospects, and results of operations may be adversely affected by interest rate fluctuations.

The Group is exposed to credit risk

The Group is exposed to third party credit risk as it grants credit terms to its customers. Hence, it may experience delays in payment from its customers or in some severe cases, it may not receive any payment at all. Any significant delays or defaults in payment by its customers will adversely affect the Group's cash flow. There can be no assurance that risks of payment delay or default by the Group's customers would not occur in the future, or that it will not experience cash flow problem as a result of such delay or default.

The Group's businesses are capital intensive and the Group may be unable to obtain financing on terms which are acceptable

The Group's businesses are capital intensive. It requires access to financial markets to fund capital expenditure, working capital requirements, investments for growth of its business and/or refinance existing debt obligations. The Group's ability to arrange adequate financing on terms which are acceptable to the Group depends on a number of factors that are beyond its control, including general economic and political conditions in Singapore and the countries in which the Group operates, the terms on which financial institutions are willing to extend credit to the Group and the availability of other sources of debt or equity financing.

The capital and credit markets have been experiencing volatility during the past year, generally resulting in less attractive financing terms for borrowers and reduced availability of certain types of financing. Uncertainty in the capital and credit markets may adversely affect the Group's ability to obtain financing on terms which are acceptable to the Group. If the Group is unable to obtain financing on terms which are acceptable to the Group, it may have to curtail its capital business plans.

The inability of the Group to access sufficient capital for its operations may have a material effect on the Group's business, financial condition, prospects and results of operations.

The level of financial obligations may have a material adverse effect on the Group's financial condition

The Group's businesses are capital intensive and such acquisition of assets or inventories are normally funded by bank borrowings. The Group's operating cash flows are expected to be sufficient to service these financial obligations. However, risks arise if there is a general economic slowdown that may impact the Group's performance. This might affect the Group's ability to service its interest and financial obligations. The Group's level of gearing may open the Group to interest rate risks and potential restrictions from bank covenants that might limit the Group's ability to pursue favourable business and investment opportunities.

A high level of indebtedness could have consequences, such as:

(i) requiring a substantial portion of the Group's cash flows to be dedicated to service debt repayments instead of funding growth, working capital, capital expenditures, investments or acquisitions or other cash requirements;

(ii) reducing the Group's flexibility to adjust to changing business conditions or obtain additional financing; or

(iii) exposing the Group to the risk of increased interest rates as certain of its borrowings, including borrowings under its credit facilities, are at variable rates of interest.

The Group's debt facilities may contain restrictive covenants

The Group has various debt facilities which contain restrictive covenants. The Group's failure to comply with restrictive covenants could result in an event of default which, if not satisfied or waived, could preclude the Group from borrowing money under one or more of these facilities or may result in the Group being required to repay any borrowings it may have under the Group's facilities. If the Group were unable to borrow under these facilities to finance its operations or if it were unable to refinance borrowings under the Group's facilities that may fall due, the Group's business, financial condition and results of operations may be adversely affected.

The Group may require additional financing in the future

The Group may from time to time need to obtain additional capital through debt or equity financing to fund its business operations and to repay its existing indebtedness (including but not limited to, indebtedness due to the MTN Programme). If additional funds are raised through the issuance by the Group of new Shares other than on a *pro rata* basis to existing Shareholders, the percentage ownership of existing Shareholders may be reduced and existing Shareholders may experience dilution in the value of their Shares, and such new equity securities may have rights, preference, or privileges senior to those of existing Shareholders. Additional debt financing, if obtained, may expose the Group to the covenants imposed by the financial institutions or lenders.

Failure to raise the required capital in the future on acceptable terms, or at all, will affect the Group's ability to repay its existing indebtedness when they fall due or to react to changes in its business and its industry.

Risks relating to the countries in which the Group operates

The Group may be exposed to government regulations and changes in government regulations

The Group is subject to government regulations of the countries in which it has operations. Changes in government regulations in respect of foreign investments, taxation, employment, wage controls, importation of cranes and heavy equipment, and repatriation of profits could adversely affect the Group's business, earnings, investment returns, asset values, and cash flows.

In a number of countries in which the Group operates, there are numerous regulations governing the use and importation of heavy equipment. Such regulations prescribe, *inter alia*, safety specifications, the maximum age of the equipment, and level of exhaust emissions. A change towards a more stringent regulatory regime may cause the Group to incur additional costs in meeting the prescribed regulations and may impact its operation, for example, changes in regulations may render some of the Group's equipment unsuitable for use in their present condition and the Group would have to incur additional cost to upgrade or replace such equipment.

The Group needs to comply with all the regulations in the various countries that it operates and the failure to do so may result in the imposition of a fine, a stop work order and other penalties which may include the suspension of its business or revocation of licences. All these would have an adverse impact on the Group's operations and financial performance.

The Group's operations require various licences and permits

The Group is required to obtain various licenses and permits to carry out its businesses. These licenses and permits are generally subject to various conditions and relevant laws and regulations under which such licences and permits are issued. Failure to comply with such conditions, laws or regulations could result in the Group being penalised. Penalties could include the imposition of fines, stop work orders, business suspension or the revocation or non-renewal of the relevant licences or permits.

Whilst the Group constantly monitors and ensures its compliance with such conditions imposed, any serious breaches of compliance could result in the revocation or non-renewal of any of the licenses and permits that could render the Group unable to carry out its business and operations. In such instances, the Group's business, results of operations and financial performance may be materially and adversely affected.

The Group operates in jurisdictions where it may have limited experience with the regulatory regime or legal framework

The Group operates in countries or may enter into countries where it may not be familiar with the legal framework and regulatory regime or where the interpretation and application of laws and regulations are vague. Notwithstanding that the Group engages local legal counsels to advise it on legal and regulatory requirements in all the countries in which it has operations, there can be no assurance that legal interpretations and advice that the Group receives are correct or that the legal services engaged by the Group is sufficient.

The Group may face foreign exchange control restrictions

The Group operates in various countries which have exchange control regulations that apply to foreign funds and the profits made therefrom. Such regulations limit the Group's ability to repatriate funds from its operations in these countries. Further, the Group cannot provide any assurance that the regulatory authorities in such countries will not impose further exchange control restrictions. Any additional restriction may further limit the Group's ability to recover financing extended to the Group's subsidiaries or associated companies in such countries as well as to repatriate funds to the Group for funding the Group's other business activities outside the relevant countries.

Transfer pricing risks may affect the earnings of the Group

The Group has operating subsidiaries domiciled in various countries. Some of the Group's subsidiaries in these countries enter into intra-group transactions involving cross-selling of equipment or services or renting of equipment at prices that are deemed to be arms-length market prices. As the Group operates in multi-tax jurisdictions and has cross-border intra-group transactions, these transactions may be subject to examination by the relevant tax authorities to determine whether adjustments to pricing and therefore the profitability and taxable income of a relevant subsidiary are appropriate.

While the Group has determined that its past and ongoing intra-group transactions are priced at arm's length and notwithstanding that it has engaged professional tax consultants to undertake core transfer pricing analysis, there can be no assurance that the Group will be found to comply with the transfer pricing laws, or that its transfer prices will be determined to be at arm's length by the tax authorities of the countries involved. If any relevant tax authority were to challenge these transactions or any past transactions successfully, or require any changes to the Group's transfer pricing policies, the Group may be required to re-determine transfer prices and/or pay additional taxes with respect to past transactions which may result in a higher tax liability to it and, as a result, its earnings would be adversely affected. Any modification of transfer pricing laws may also result in a higher overall tax liability to the Group and adversely affect its earnings and results of operations.

Other risk factors

Economic and social conditions globally and in the countries where the Group operates may adversely impact the Group

With a presence in various countries, the Group is exposed to the development of the global economy as well as the industries and geographical markets in which it operates. Deterioration in the global or regional economic conditions or the political conditions of any of such countries may adversely affect the Group's business, financial condition, prospects and results of operations.

The major credit markets of the United States of America and Europe may experience volatility and liquidity disruptions from time to time, which may give rise to increased difficulty in borrowing from financial institutions and an increased risk of counterparty default. The occurrence of such events could adversely affect the Group's business, financial condition, prospects and results of operations, as a result of, *inter alia*, the failure of financial and other institutions negatively impacting treasury operations including but not limited to counterparty risks relating to deposits, money market investments and treasury contracts, including those relating to foreign exchange or interest rate transactions.

The Group may also be adversely affected by exchange controls, changes in taxation laws, changes in foreign investment policies and other restrictions and controls which may be imposed by the relevant authorities of the countries in which the Group operates.

The outbreak of infectious diseases or any other serious public health concerns in Asia and elsewhere could adversely impact the Group

The outbreak of infectious diseases in Asia and elsewhere could have a negative impact on the regional economies and business activities and these in turn, could adversely impact the revenues and the financial performance of the Group. There can be no assurance that any precautionary measures taken against future outbreaks of communicable or infectious diseases would be sufficient or effective. An outbreak of a communicable and infectious disease, if not averted, may have an adverse impact on the business, results of operations and financial condition of the Group.

The Group is exposed to terrorist attacks, other acts of violence or war, adverse political developments and catastrophic events

The Group's operations are exposed to terrorist attacks, political and civil strife and catastrophic events such as typhoons, floods, earthquakes, inclement weather and wild fires. The direct and indirect consequences of any of these events are unpredictable and could have an adverse effect on the Group's business operations and results. Any occurrence of a catastrophic event could also materially and adversely affect international financial markets and the economies in which the Group operates and may thereby adversely affect its business, financial condition, prospects and results of operations.

The Group may be involved in legal and other proceedings

From time to time, the Group may be involved in disputes with various parties such as consultants, suppliers, customers and other parties involved in its business. These disputes may lead to legal and other proceedings, and may cause the Group to suffer additional costs and delays in the completion of projects. In addition, the Group may have disagreements with regulatory bodies in the course of its operations, which may subject it to administrative proceedings and unfavourable orders, directives or decrees that may result in financial losses or delays in the completion of its projects. There can be no assurance that these disputes will be settled, or settled on terms which are favourable to the Group. In the event such disputes are not settled on terms which are favourable to the Group, or at all, the Group's business, financial condition, prospects and results of operations may be adversely affected.

The Group may incur additional costs or liquidated damages in the event of disputes, claims, defects or delays which could affect its financial performance

The Group may also encounter disputes with its customers in respect of projects undertaken by the Group. There can be no assurance that any such disputes and claims will not result in protracted litigation, which will have a negative impact on the profits, cash flow and financial position of the Group. In the event that customers suffer loss and damage due to defects which may be attributable to the Group or its subsidiaries, the customers may claim for such loss and damage, thereby adversely affecting the financial performance of the Group as a whole.

The Group is subject to risks inherent in joint venture structures

The Group has, and expects in the future to have, interests in joint venture entities in connection with its businesses. Disagreements may occur between the Group and its joint venture partners regarding the business and operations of the joint ventures which may not be resolved amicably. In addition, the Group's joint venture partners and/or third party fund investors may (i) have economic or business interests or goals that are not aligned with the Group's, (ii) take actions contrary to the Group's instructions, requests, policies or objectives, (iii) be unable or unwilling to fulfil their obligations, (iv) have financial difficulties, or (v) have disputes with the Group as to the scope of their responsibilities and obligations.

Additionally, the Group's joint venture partners or business partners may not be able to fulfil their respective contractual obligations or experience a decline in creditworthiness. Although joint venture agreements and business partnership agreements generally contain terms that

govern the treatment of such events to the detriment of the defaulting party and the Group would generally seek to enforce its rights as enumerated in these legal agreements, the occurrence of any of these events may materially and adversely affect the performance of the Group's joint ventures, which in turn may materially and adversely affect the Group's business, financial condition, prospects and results of operations.

The Group may be affected by any adverse impact on its reputation and goodwill

The Group has built its reputation as a reliable provider of crane rental services and heavy lift solutions as well as a distributor of cranes and other construction equipment. Any negative publicity about the Group or its products and services, whether founded or unfounded, may tarnish the Group's reputation and goodwill with its customers.

Under these circumstances, the Group's customers may lose confidence in its products and services, and the Group may risk losing business from such customers and their referral of new business opportunities. This may have a material and adverse impact on the Group's business and financial performance.

Risk associated with investment in the Shares and Rights Issue

Entitled Shareholders who do not or are not able to accept their provisional allotments of Rights Shares will experience a dilution in their ownership of the Company

In the event that Entitled Shareholders do not or are unable to accept their provisional allotments of Rights Shares, their proportionate ownership of the Company will be reduced. They may also experience a dilution in the value of their Shares. Even if an Entitled Shareholder sells his Rights Shares, or such Rights Shares are sold on his behalf, the consideration received may not be sufficient to compensate fully for the dilution of his ownership of the Company as a result of the Rights Issue.

The Right Issue may cause the price of the Shares to immediately decrease, and this decrease may continue in future

The Issue Price is not an indication of the underlying value of the Company's Shares. The Issue Price represents a discount of approximately (a) 27.5% to the closing price of S$0.455 per Share on 14 November 2016, being the date of the announcement of the Rights Issue; (b) 24.0% to the theoretical ex-rights trading price of S$0.434 per Share calculated based on the closing price per Share on 14 November 2016; and (c) 2.94% to the closing price of S$0.340 per Share on the Latest Practicable Date. The Issue Price does not bear a direct relationship to the book value of the Group's assets, past operations, earnings, cash flow, financial condition or other established criteria used in the valuation of securities.

The discount on the Right Shares together with the number of Rights Shares issued may result in an immediate decrease in the market value of the Shares and the decrease in market value of the Shares may continue after the completion of the Rights Issue.

Investors may experience potential dilution

In the event that the Company raises additional funds through the issuance of new Shares other than on a *pro rata* basis to existing Shareholders, the percentage ownership of existing Shareholders may be reduced and existing Shareholders may experience dilution of their interest in the Company. Further, an issue of Shares below the then prevailing market price may also affect the value of the Shares. A dilution in the value of the Shares may also occur even if the Shares are issued at a premium to market price.

No assurance that an active market for the Shares will develop after the Rights Issue

There is no assurance that there will be an active trading market for the Shares subsequent to the Rights Issue and even if there is, there is no assurance that an active trading market for the Shares will be sustained. There is also no assurance that the market price for the Rights Shares will not decline below the Issue Price after the Rights Issue. Volatility in the trading price of the Shares may be caused by factors outside the Company's control and may be unrelated to its operating results.

Shareholders should note that the Shares trade in board lots of 100 Shares. Following the Rights Issue, Shareholders who hold odd lots of Shares and who wish to trade in odd lots on the SGX-ST should note that there is no assurance that they will be able to acquire such number of Shares to make up one (1) board lot of 100 Shares. Further, Shareholders who hold odd lots of less than 100 Shares may experience difficulty and/or bear disproportionate transaction costs in disposing odd lots of their Shares.

The Controlling Shareholders and their associates have majority control over the Group, which will allow them to influence the outcome of matters requiring Shareholders' approval

As at the Latest Practicable Date, the Controlling Shareholders and their associates, through their respective direct and deemed interests, have effective control of more than 50.0% of the Company's share capital. Except where the Controlling Shareholders and their associates are required by the rules of the Listing Manual to abstain from voting, they will be able to exercise significant influence over all matters requiring the approval of Shareholders, including the election of directors and the approval of significant corporate transactions. Further, the Controlling Shareholders and their associates will also have power to veto any action or approval of Shareholders which require a majority vote.

Negative publicity may adversely affect the price of the Shares

Any negative publicity or announcement, whether justifiable or not, relating to the Group may adversely affect the price of the Shares.

The Group may not be able to pay dividends in the future

The Group's ability to declare dividends in relation to the Shares will depend on, *inter alia*, its operating results, financial condition, other cash requirements including capital expenditure, the terms of borrowing arrangements and other contractual restrictions. These are in turn dependent on the successful implementation of the Group's strategy and financial,

regulatory and general economic conditions as well as other factors that may be specific to the Group or specific to the industry, many of which are beyond the Group's control. There is no assurance that the Group will pay dividends on the Shares in the future.

The Group is unable to assure that its share price will not be subject to significant fluctuation

The global equity markets have experienced significant price and volume fluctuations and market prices of Shares may continue to be volatile. Volatility in the price of the Shares may be caused by factors outside the Group's control and may be unrelated or disproportionate to the Group's operating results. Examples of such factors include but are not limited to:

(i) changes in securities analysts' estimates of the Group's financial performance;

(ii) developments affecting the Group, its customers or competitors;

(iii) fluctuations in stock market prices and volume;

(iv) changes in general economic, financial, equity and credit market conditions;

(v) negative publicity involving the Group or any directors or executive officers of the Group; and

(vi) other events or factors described in this Offer Information Statement.

Any of these events may adversely affect the price of the Shares, including the Rights Shares, during and after the Rights Issue.

A fall in the price of the Shares could have a material adverse impact on the value of the Rights Shares. The Group cannot assure investors that they will be able to sell the Rights Shares at a price equal to or greater than the Issue Price. Accordingly, holders of the Shares who are existing Shareholders or have acquired Rights in the secondary market and/or subscribed for Rights Shares, whether existing Shareholders or not, may suffer a loss.

Liquidity of the Shares

Generally, the liquidity of the Shares is dependent on, *inter alia*, the size of the free float, the price of each board lot, institutional interest, the business prospects of the Group as well as the prevailing market sentiment. There is no assurance that the liquidity of the Shares or the volume of the Shares traded on the SGX-ST may not change or decline after the Rights Issue.

10. Where a profit forecast is disclosed, state the extent to which projected sales or revenues are based on secured contracts or orders, and the reasons for expecting to achieve the projected sales or revenues and profit, and discuss the impact of any likely change in business and operating conditions on the forecast.

Not applicable. There is no profit forecast disclosed.

11. Where a profit forecast or profit estimate is disclosed, state all principal assumptions, if any, upon which the directors or equivalent persons of the relevant entity have based their profit forecast or profit estimate, as the case may be.

Not applicable. There is no profit forecast or profit estimate disclosed.

12. Where a profit forecast is disclosed, include a statement by an auditor of the relevant entity as to whether the profit forecast is properly prepared on the basis of the assumptions referred to in paragraph 11 of this Part, is consistent with the accounting policies adopted by the relevant entity, and is presented in accordance with the accounting standards adopted by the relevant entity in the preparation of its financial statements.

Not applicable. There is no profit forecast disclosed.

13. Where the profit forecast disclosed is in respect of a period ending on a date not later than the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part –

(a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, that the profit forecast has been stated by the directors or equivalent persons of the relevant entity after due and careful enquiry and consideration; or

(b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. There is no profit forecast disclosed.

14. Where the profit forecast disclosed is in respect of a period ending on a date after the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part –

(a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast; or

(b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. There is no profit forecast disclosed.

SIGNIFICANT CHANGES

15. Disclose any event that has occurred from the end of –

(a) the most recent completed financial year for which financial statements have been published; or

(b) if interim financial statements have been published for any subsequent period, that period,

to the latest practicable date which may have a material effect on the financial position and results of the relevant entity or, if it is the holding company or holding entity of a group, the group, or, if there is no such event, provide an appropriate negative statement.

Save as disclosed in this Offer Information Statement, the Directors are not aware of any event which has occurred since 30 September 2016 up to the Latest Practicable Date which may have a material effect on the financial position and results of the Group.

MEANING OF "PUBLISHED"

16. In this Part, "published" includes publication in a prospectus, in an annual report or on the SGXNET.

Noted.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART VI – THE OFFER AND LISTING

1. Indicate the price at which the securities are being offered and the amount of any expense specifically charged to the subscriber or purchaser. If it is not possible to state the offer price at the date of lodgement of the offer information statement, the method by which the offer price is to be determined must be explained.

The Issue Price for each Rights Share is S$0.33, payable in full upon acceptance and application. The Issue Price represents a discount of approximately:

(i) 27.5% to the closing market price of S$0.455 for trades done on the Main Board of the SGX-ST on 14 November 2016 (being the last Market Day on which the Shares were transacted on the SGX-ST prior to the release of the Company's announcement on 14 November 2016 in relation to the Rights Issue);

(ii) 24.0% to the theoretical ex-rights price of S$0.434 per Share (calculated based on the closing market price of S$0.455 for trades on the Main Board of the SGX-ST on 14 November 2016); and

(iii) 2.94% to the closing price of S$0.340 per Share for trades on the Main Board of the SGX-ST on the Latest Practicable Date.

The expenses incurred in the Rights Issue will not be specifically charged to subscribers or Purchasers of the Rights Shares.

An administrative fee will be incurred for each successful Electronic Application made through the ATMs of the respective Participating Banks, and such administrative fee will be borne by the subscribers or Purchasers of the Rights Shares.

2. If there is no established market for the securities being offered, provide information regarding the manner of determining the offer price, the exercise price or conversion price, if any, including the person who establishes the price or is responsible for the determination of the price, the various factors considered in such determination and the parameters or elements used as a basis for determining the price.

The Shares are, and the Rights Shares will be, traded on the Official List of the Main Board of the SGX-ST.

3. If –

(a) any of the relevant entity's shareholders or equity interest-holders have pre-emptive rights to subscribe for or purchase the securities being offered; and

(b) the exercise of the rights by the shareholder or equity interest-holder is restricted, withdrawn or waived,

indicate the reasons for such restriction, withdrawal or waiver, the beneficiary of such restriction, withdrawal or waiver, if any, and the basis for the offer price.

None of the Shareholders have pre-emptive rights to subscribe for the Rights Shares.

As there may be prohibitions or restrictions against the offering of the Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the "**Eligibility of Shareholders to Participate in the Rights Issue**" section of this Offer Information Statement for further details.

4. If securities of the same class as those securities being offered are listed for quotation on any securities exchange –

(a) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for at least 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities –

(i) for each of the 12 calendar months immediately preceding the calendar month in which the latest practicable date falls; and

(ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date; or

(b) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for less than 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities –

(i) for each calendar month immediately preceding the calendar month in which the latest practicable date falls; and

(ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date;

(c) disclose any significant trading suspension that has occurred on the securities exchange during the 3 years immediately preceding the latest practicable date or, if the securities have been listed for quotation for less than 3 years, during the period from the date on which the securities were first listed to the latest practicable date; and

(d) disclose information on any lack of liquidity, if the securities are not regularly traded on the securities exchange.

(a) The Rights Shares to be issued upon subscription are of the same class as the Shares and the Shares are listed for quotation on the Official List of the Main Board of the SGX-ST.

The price range and volume of the Shares traded on the SGX-ST during the twelve (12) months immediately preceding the Latest Practicable Date and for the period from 3 January 2017 to the Latest Practicable Date are as follows:

	Price Range		
Month/Year	**Low (S$)**	**High (S$)**	**Volume**
January 2016	0.460	0.500	2,997,700
February 2016	0.405	0.480	2,009,000
March 2016	0.415	0.675	49,191,300
April 2016	0.565	0.645	45,398,900
May 2016	0.460	0.615	22,176,300
June 2016	0.530	0.600	15,152,200
July 2016	0.550	0.590	10,614,500
August 2016	0.505	0.550	5,438,300
September 2016	0.450	0.540	8,748,400
October 2016	0.440	0.485	8,218,700
November 2016	0.330	0.470	19,256,400
December 2016	0.330	0.355	4,147,600
3 January 2017 to the Latest Practicable Date	0.335	0.350	1,567,500

Source: ShareInvestor [(1)]

Note:

(1) ShareInvestor has not consented to the inclusion of the price range of Shares quoted under this paragraph for the purposes of Section 249 and Section 277 of the SFA and is therefore not liable for such information under Sections 253 and 254 of the SFA. The Company has included the above price range in its proper form and context in this Offer Information Statement and has not verified the accuracy of such information. The Company is not aware of any disclaimers made by ShareInvestor in relation to the above information.

(b) Not applicable. The Shares have been listed and quoted on the SGX-ST for more than twelve (12) months immediately preceding the Latest Practicable Date.

(c) There has been no trading suspension of the Shares on the SGX-ST during the three (3) years immediately preceding the Latest Practicable Date.

(d) The Shares are regularly traded on the SGX-ST.

5. Where the securities being offered are not identical to the securities already issued by the relevant entity, provide –

(a) a statement of the rights, preferences and restrictions attached to the securities being offered; and

(b) an indication of the resolutions, authorisations and approvals by virtue of which the entity may create or issue further securities, to rank in priority to or *pari passu* with the securities being offered.

The Rights Shares will, upon allotment and issue, rank *pari passu* in all respect with the then existing Shares save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares.

The issue of the Rights Shares under the Rights Issue is pursuant to the general share issue mandate approved by the Shareholders at the annual general meeting of the Company held on 28 July 2016.

PLAN OF DISTRIBUTION

6. Indicate the amount, and outline briefly the plan of distribution, of the securities that are to be offered otherwise than through underwriters. If the securities are to be offered through the selling efforts of any broker or dealer, describe the plan of distribution and the terms of any agreement or understanding with such entities. If known, identify each broker or dealer that will participate in the offer and state the amount to be offered through each broker or dealer.

The Rights Issue will be offered on a renounceable underwritten basis by the Company of up to 125,776,884* Rights Shares at the Issue Price of S$0.33, on the basis of one (1) Rights Share for every five (5) existing Shares held by the Shareholders as at the Books Closure Date, fractional entitlements to be disregarded.

The Rights Shares are payable in full upon acceptance and/or application, and upon allotment and issue, will rank *pari passu* in all respects with the then existing Shares for any dividends, rights, allotments or other distributions, the Record Date for which falls on or after the date of issue of the Rights Shares.

Note:

* *Please refer to the note under the Section entitled "**Definitions**" on page 12 of this Offer Information Statement.*

CCSPL, THIPL, and Mr Ng San Tiong, have each provided the Company and the Underwriter with Irrevocable Undertakings to, *inter alia*, fully subscribe and/or procure the full subscription for its/his *pro rata* Rights Shares entitlements (based on their respective shareholdings) under the Rights Issue. Further, Mr Ng Chwee Cheng has also provided the Company and the Underwriter with a Revised Undertaking pursuant to which he had, *inter alia*, unconditionally and irrevocably represented, warranted, and undertaken to (i) fully subscribe and/or procure the full subscription for his *pro rata* Rights Shares entitlements (based on his interest in 56,571,568 Shares) under the Rights Issue; (ii) fully subscribe and/or procure the full subscription for his *pro rata* Rights Shares entitlements (based on his interest in an additional 19,048,578 Shares) under the Rights Issue; and (iii) apply and/or procure application for up to 29,200,000 Excess Rights Shares which are not subscribed or otherwise taken up and/or applied for by the other Shareholders on the basis that he will rank last in priority in the allotment of Excess Rights Shares which are not taken up by the other Shareholders, and subject to the terms and conditions provided therein. Please refer to paragraph 1(f) of Part X of this Offer Information Statement for further details.

Entitled Shareholders will be at liberty to accept (in full or part), decline, renounce or trade their provisional allotments of Rights Shares and will be eligible to apply for Excess Rights Shares.

Entitled Depositors will also be able to trade their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST.

Fractional entitlements to the Rights Shares will be disregarded in arriving at Entitled Shareholders' entitlements and will, together with the provisional allotments of Rights Shares which are not taken up or allotted for any reason, be aggregated and used to satisfy Excess Applications for Rights Shares (if any), or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit for the benefit of the Company. In the allotment of Excess Rights Shares, preference will be given to Entitled Shareholders in satisfaction of their application for Excess Rights Shares, if any, provided that where there are insufficient Excess Rights Shares to allot to each application, the Company shall allot the Excess Rights Shares to Entitled Shareholders such that preference will be given to the rounding of odd lots. Directors, Substantial Shareholders, Controlling Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, the Undertaking Shareholders, and the Underwriter will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares.

In order to avoid any violation of the securities legislation applicable in countries other than Singapore, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the Section entitled "**Eligibility of Shareholders to Participate in the Rights Issue**" of this Offer Information Statement for further details.

The Rights Shares are not offered through the selling efforts of any broker or dealer other than the Underwriter.

The allotment and issue of the Rights Shares pursuant to the Rights Issue are governed by the terms and conditions set out in this Offer Information Statement, including Appendices A to C of this Offer Information Statement, the PAL and the ARE.

7. Provide a summary of the features of the underwriting relationship together with the amount of securities being underwritten by each underwriter.

Undertaking Shareholders

Please refer to paragraph 1(f) of Part X of this Offer Information for details of the Undertaking Shareholders.

Underwriting Agreement

Subject to the terms and conditions of the Underwriting Agreement, the Underwriter will underwrite the Underwritten Shares. Please refer to paragraph 8 of Part IV of this Offer Information Statement for details of the underwriting commission payable by the Company to the Underwriter.

The obligations of the Underwriter to underwrite the Underwritten Shares are conditional upon the following:

(i) the approval in-principle being granted by the SGX-ST for the Rights Shares to be listed and quoted on the Official List of the SGX-ST and, if such approval is subject to condition(s), such condition(s) being satisfactory to the Company and the Underwriter;

(ii) any condition imposed by the SGX-ST in giving its approval under paragraph (i) above which is required to be fulfilled to the satisfaction of the SGX-ST or waived by it;

(iii) the lodgement of the Offer Information Statement with the Authority;

(iv) the representations, warranties and undertakings in the Underwriting Agreement remaining true and correct up to the date on which the Rights Shares will be listed on the SGX-ST or in the event the Rights Shares are not listed, the Market Day immediately following the Market Day on which the Rights Shares are issued; and

(v) there not having been at any time from the date of the Underwriting Agreement up to the date on which the Rights Shares will be listed on the SGX-ST or in the event the Rights Shares are not listed, the Market Day immediately following the Market Day on which the Rights Shares are issued:

    (a) any material adverse change or any development relating to the affairs of the Company or the Group likely to involve a prospective material adverse change in the financial condition of the Company or the Group from the date thereof; or

    (b) the occurrence of any event or discovery of any fact or circumstance rendering untrue or incorrect or inaccurate or giving rise to a breach in any material respect of any of the representations, warranties, agreements or undertakings contained in the Undertaking Agreement; or

    (c) any material breach by the Company of any of its obligations under the Underwriting Agreement.

In the event that any of the conditions set out above are not satisfied by their respective dates, the Underwriter shall thereupon be entitled but not bound to terminate the Underwriting Agreement and in that event, the parties thereto shall be released and discharged from their obligations thereunder provided that the Underwriter, may at its discretion and on such terms and conditions as it deems fit waive satisfaction in writing of any of the conditions as set out above.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART VII – ADDITIONAL INFORMATION

STATEMENTS BY EXPERTS

1. Where a statement or report attributed to a person as an expert is included in the offer information statement, provide such person's name, address and qualifications.

Not applicable. No statement or report attributed to a person as an expert is included in this Offer Information Statement.

2. Where the offer information statement contains any statement (including what purports to be a copy of, or extract from, a report, memorandum or valuation) made by an expert –

(a) state the date on which the statement was made;

(b) state whether or not it was prepared by the expert for the purpose of incorporation in the offer information statement; and

(c) include a statement that the expert has given, and has not withdrawn, his written consent to the issue of the offer information statement with the inclusion of the statement in the form and context in which it is included in the offer information statement.

Not applicable. No statement has been made by an expert in this Offer Information Statement.

3. The information referred to in paragraphs 1 and 2 of this Part need not be provided in the offer information statement if the statement attributed to the expert is a statement to which the exemption under regulation 26(2) or (3) applies.

Not applicable. No statement has been made by an expert in this Offer Information Statement.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

CONSENTS FROM ISSUE MANAGERS AND UNDERWRITERS

4. Where a person is named in the offer information statement as the issue manager or underwriter (but not a sub-underwriter) to the offer, include a statement that the person has given, and has not withdrawn, his written consent to being named in the offer information statement as the issue manager or underwriter, as the case may be, to the offer.

The Underwriter has given, and has not, before the lodgement of this Offer Information Statement with the Authority, withdrawn its written consent to being named in this Offer Information Statement as Underwriter of the Rights Issue.

OTHER MATTERS

5. Include particulars of any other matters not disclosed under any other paragraph of this Schedule which could materially affect, directly or indirectly –

(a) the relevant entity's business operations or financial position or results; or

(b) investments by holders of securities in the relevant entity.

Save as disclosed in this Offer Information Statement and in the public announcements made by the Company via SGXNET, the Directors are not aware of any other matters which could materially affect, directly or indirectly, the Company as above-captioned.

PART VIII – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF DEBENTURES OR UNITS OF DEBENTURES

Not applicable.

PART IX – ADDITIONAL INFORMATION REQUIRED FOR CONVERTIBLE DEBENTURES

Not applicable.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART X – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF SECURITIES BY WAY OF RIGHTS ISSUE

1. Provide –

(a) the particulars of the rights issue;

(b) the last day and time for splitting of the provisional allotment of the securities to be issued pursuant to the rights issue;

(c) the last day and time for acceptance of and payment for the securities to be issued pursuant to the rights issue;

(d) the last day and time for renunciation of and payment by the renouncee for the securities to be issued pursuant to the rights issue;

(e) the terms and conditions of the offer of securities to be issued pursuant to the rights issue;

(a) The particulars of the Rights Issue are as follows:

Number of Rights Shares	:	Up to 125,776,884* Rights Shares. *Note:* * *Please refer to the note under the Section entitled "**Definitions**" on page 12 of this Offer Information Statement.*
Basis of provisional allotment	:	The Rights Issue is made on a renounceable underwritten basis to Entitled Shareholders on the basis of one (1) Rights Share for every five (5) existing Shares held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded.
Issue Price	:	S$0.33 for each Rights Share, payable in full upon acceptance and/or application. The Issue Price represents a discount of approximately: (i) 27.5% to the closing market price of S$0.455 for trades done on the Main Board of the SGX-ST on 14 November 2016 (being the last Market Day on which the Shares were transacted on the SGX-ST prior to the release of the Company's announcement on 14 November 2016 in relation to the Rights Issue);

(ii) 24.0% to the theoretical ex-rights price of S$0.434 per Share (calculated based on the closing market price of S$0.455 for trades on the Main Board of the SGX-ST on 14 November 2016); and

(iii) 2.94% to the closing price of S$0.340 per Share for trades on the Main Board of the SGX-ST on the Latest Practicable Date.

Underwritten	:	The Rights Issue is underwritten by the Underwriter pursuant to the terms and conditions of the Underwriting Agreement. Please refer to paragraph 7 of Part VI of this Offer Information Statement for information on the Underwritten Shares and the Underwriting Agreement.
Eligibility to participate	:	Please refer to the Section entitled "**Eligibility of Shareholders to Participate in the Rights Issue**" of this Offer Information Statement.
Status of the Rights Shares	:	The Rights Shares will, upon allotment and issue, rank *pari passu* in all respects with the then existing Shares in issue, save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares.
Listing of the Rights Shares	:	On 27 December 2016, the Company obtained the approval in-principle of the SGX-ST for the listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST, subject to certain conditions. The approval in-principle granted by the SGX-ST is in no way reflective of and is not to be taken as an indication of the merits of the Rights Issue, the Right Shares, the Company, its Subsidiaries, and/or their securities.
Acceptance and Excess Application	:	Entitled Shareholders will be at liberty to accept (in full or in part), decline or otherwise renounce or in the case of Entitled Depositors, trade their provisional allotments of the Rights Shares on the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST and will be eligible to apply for Excess Rights Shares. Provisional allotments of Rights Shares which are not taken up for any reason shall be aggregated and used to satisfy Excess Applications for Rights Shares (if any) or otherwise disposed of or dealt with in such manner as the Board may in its absolute discretion deem fit in the interests of the Company.

		In the allotment of Excess Rights Shares, preference will be given to Entitled Shareholders in satisfaction of their application for Excess Rights Shares, if any, provided that where there are insufficient Excess Rights Shares to allot to each application, the Company shall allot the Excess Rights Shares to Entitled Shareholders such that preference will be given for the rounding of odd lots, and Directors, Substantial Shareholders, Controlling Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, the Undertaking Shareholders, and the Underwriter will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The procedures for acceptance, payment and Excess Application by Entitled Depositors and the procedures for acceptance, splitting, renunciation, Excess Application and payment by Entitled Scripholders are set out respectively in Appendices A and B of this Offer Information Statement.
Trading of the Rights Shares	:	Upon the listing of and quotation for the Rights Shares on the SGX-ST, the Rights Shares will be traded on the SGX-ST under the book-entry (scripless) settlement system. For the purposes of trading on the SGX-ST, each board lot of Shares will comprise 100 Shares, or such other number of Shares as may be notified by the Company. Shareholders who hold odd lots of Shares and who wish to trade in odd lots of Shares on the SGX-ST should note that they will be able to do so on the Unit Share Market of the SGX-ST which allows trading of odd lots with a minimum of one (1) Share.
Irrevocable Undertakings	:	The Undertaking Shareholders have provided Irrevocable Undertakings to, *inter alia*, fully subscribe and/or procure full subscription of its/his *pro rata* Rights Shares entitlement under the Rights Issue and to apply and/or procure application for up to 29,200,000 Excess Rights Shares which are not subscribed or otherwise taken up and/or applied for by the other Shareholders.

Use of CPF Funds	:	CPFIS Members must use their CPF Funds to pay for the acceptance of their provisional allotments of Rights Shares and/or apply for Excess Rights Shares, subject to the applicable CPF rules and regulations. Such Entitled Shareholders who wish to accept the provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares using the CPF Funds will need to instruct their respective CPF agent banks, where they hold their CPF investment accounts, to accept and (if applicable) apply for the Rights Shares on their behalf in accordance with the terms and conditions of this Offer Information Statement. CPF Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.
Governing Law	:	Laws of the Republic of Singapore.

(b) The last date and time for the splitting of the provisional allotment of the Rights Shares is on 27 January 2017 at 12.30 p.m.

(c) The last date and time for acceptance of and payment for the Rights Shares is on 3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications).

(d) The last date and time for the acceptance of and payment for the Rights Shares by the Renouncee is 3 February 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications)

(e) The terms and conditions of the Rights Issue are as set out in this Offer Information Statement, including Appendices A to C of this Offer Information Statement, and in the PAL, the ARE and the ARS.

Please refer to the Section of this Offer Information Statement entitled "**Expected Timetable of Key Events**" for more details.

(f) the particulars of any undertaking from the substantial shareholders or substantial equity interest-holders, as the case may be, of the relevant entity to subscribe for their entitlements; and

The interests of each of the Undertaking Shareholders in respect of their undertakings to subscribe for their respective *pro rata* Rights Shares entitlements are as follows:

Undertaking Shareholder	Total number of Shares in which the Undertaking Shareholder has undertaken to subscribe for its/his pro rata Rights Shares entitlements	Percentage (%) of the Existing Issued Share Capital
CCSPL	253,511,160	40.4
THIPL	3,228,000	0.5
Mr Ng Chwee Cheng	75,620,146	12.0
Mr Ng San Tiong	9,496,095	1.5
TOTAL	**341,855,401**	**54.5**

The original Irrevocable Undertakings

On 14 November 2016, CCSPL, THIPL, NCC Corp, Mr Ng San Tiong, and Mr Ng Chwee Cheng had each provided an Irrevocable Undertaking to the Company and the Underwriter. Pursuant to the Irrevocable Undertakings, CCSPL, THIPL, NCC Corp, Mr Ng San Tiong, and Mr Ng Chwee Cheng had thereby unconditionally and irrevocably represented, warranted and undertaken to the Company and the Underwriter that, *inter alia*,:

(i) it/he would fully subscribe and/or procure full subscription for its/his *pro rata* Rights Shares entitlement, based on its/his respective shareholdings under the Rights Issue and make full payment for such undertaken *pro rata* Rights Shares;

(ii) as at the Books Closure Date, it/he would have a registered address in Singapore (as set out in the records of the Company's share register or in the records of the CDP or will provide to the Company or to the CDP, as the case may be, an address in Singapore for the service of notices and documents in connection with the Rights Issue at least three (3) Market Days prior to the Books Closure Date, and will take such further action as is necessary to ensure that such undertaken *pro rata* Rights Shares can be validly and legally provisionally allotted;

(iii) it/he would pay for such undertaken *pro rata* Rights Shares in accordance with the terms and conditions of the Rights Issue as contained in the Offer Information Statement, the provisional allotment letter, the application forms for the Rights Shares, and all other accompanying documents in connection with the Rights Issue, to be lodged by the Company with the Authority; and

(iv) it/he would have sufficient available funds (whether by way of credit facilities available to it/him or otherwise) to subscribe for such undertaken *pro rata* Rights Shares and shall procure a confirmation, in a manner acceptable to the Company and the Underwriter, from the relevant financial institution on the same.

In addition to the undertakings mentioned above, Mr Ng Chwee Cheng had also unconditionally and irrevocably represented, warranted, and undertaken to apply and/or procure application for up to 28,000,000 Excess Rights Shares which are not subscribed or otherwise taken up and/or applied for by the other Shareholders on the basis that he will rank last in priority in the allotment of Excess Rights Shares which are not taken up by the other Shareholders.

The change in Irrevocable Undertakings

On 20 November 2016, the Company announced that Mr Ng Chwee Cheng and NCC Corp had, prior to the date of the Revised Undertaking approached the Company and the Underwriter in relation to the proposed transfer, in various tranches, of 49,048,578 Shares held by NCC Corp to Mr Ng Chwee Cheng (the "**Reallocation**"). Following the Reallocation, NCC Corp would own 6,000,000 Shares. As a result, Mr Ng Chwee Cheng had also requested for NCC Corp to cease to be an Undertaking Shareholder in connection with the Rights Issue due to the insubstantial shareholding of NCC Corp after the Reallocation (the "**Cessation**").

In consideration of the Reallocation and Cessation, Mr Ng Chwee Cheng had agreed to (i) fully subscribe and/or procure the full subscription for all of his enlarged *pro rata* Rights Shares entitlement (taking into account the additional 49,048,578 Shares from NCC Corp); and (ii) apply and/or procure application for an additional 1,200,000 Excess Rights Shares which are not subscribed or otherwise taken up and/or applied for by the other Shareholders on the basis that he will rank last in priority in the allotment of Excess Rights Shares which are not taken up by the other Shareholders. NCC Corp would have had to subscribe for 1,200,000 Rights Shares if it had remained as an Undertaking Shareholder based on its interest in 6,000,000 Shares after the Reallocation.

Mr Ng Chwee Cheng had accordingly provided the Company and the Underwriter with a Revised Undertaking dated 18 November 2016, pursuant to which Mr Ng Chwee Cheng had unconditionally and irrevocably represented, warranted, and undertaken to the Company and the Underwriter, *inter alia*, that Mr Ng Chwee Cheng would:

(i) fully subscribe and/or procure the full subscription for his *pro rata* Rights Shares entitlement, based on his interest in 56,571,568 Shares (including 30,000,000 Shares transferred by NCC Corp to Mr Ng Chwee Cheng pursuant to the Reallocation) under the Rights Issue;

(ii) fully subscribe and/or procure the full subscription for his *pro rata* Rights Shares entitlements, based on his interest in an additional 19,048,578 Shares transferred by NCC Corp to Mr Ng Chwee Cheng following the completion of the Reallocation, under the Rights Issue; and

(iii) apply and/or procure application for up to 29,200,000 Excess Rights Shares which are not subscribed or otherwise taken up and/or applied for by the other Shareholders on the basis that he will rank last in priority in the allotment of Excess Rights Shares which are not taken up by the other Shareholders.

The number of Rights Shares represented by the Irrevocable Undertakings amounts to an aggregate of 97,571,079 Rights Shares or 77.6% of the total number of Rights Shares (of up to 125,776,884 Rights Shares) under the Rights Issue.

Under Rule 14.1 of the Take-over Code, except with the Council's consent, where:

(a) any person acquires whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by persons acting in concert with him) carry 30% or more of the voting rights of a company; or

(b) any person who, together with persons acting in concert with him, holds not less than 30% but not more than 50% of the voting rights and such person, or any person acting in concert with him, acquires in any period of six (6) months additional shares carrying more than 1% of the voting rights,

such person must extend offers immediately, on the basis set out in Rule 14.1 of the Take-over Code, to the holders of any class of share capital of the company which carries votes and in which such person, or persons acting in concert with him, hold shares. In addition to such person, each of the principal members of the group of persons acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

In this regard, the Undertaking Shareholders, as persons acting in concert within the meaning of the Take-over Code, have an aggregate interest of approximately 55% of the voting rights in the Company and as such, are not required under Rule 14.1 to extend a mandatory offer to other Shareholders.

The obligations of the Undertaking Shareholders are subject to and conditional upon:

(i) approval in-principle having been granted by the SGX-ST (and such approval not having been withdrawn or revoked on or prior to the closing date of the Rights Issue) for the listing of and quotation for the Rights Shares on the SGX-ST and, if such approval is granted subject to conditions, such conditions being acceptable to the Company; and

(ii) the lodgement of this Offer Information Statement in connection with the Rights Issue together with all other accompanying documents by the Company with the Authority.

The Company has obtained the approval in-principle from the SGX-ST on 27 December 2016 for the listing of and quotation for the Rights Shares, on the SGX-ST, subject to certain conditions.

The approval in-principle from the SGX-ST for the listing of and quotation for the Rights Shares is not to be taken as an indication of the merits of the Rights Issue, Rights Shares, the Company, its Subsidiaries, and/or their securities.

In addition, the Company has obtained a written confirmation from various financial institutions that the Undertaking Shareholders each have sufficient financial resources to fulfil its/his obligations under the Irrevocable Undertakings.

(g) if the rights issue is or will not be underwritten, the reason for not underwriting the issue.

Not applicable. The Underwriter has agreed, on and subject to the terms and conditions of the Underwriting Agreement, to underwrite the Underwritten Shares.

Please refer to paragraph 7 of Part VI of this Offer Information Statement for further information on the Underwriting Agreement.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8.2 OF THE LISTING MANUAL

WORKING CAPITAL

1. Provide a review of the working capital for the last three financial years and the latest half year, if applicable.

The working capital of the Group as at 31 March 2014, 31 March 2015, 31 March 2016, and 30 September 2016 are set out below:

	Unaudited 30 September 2016 S$'000	Audited 31 March 2016 S$'000	Audited 31 March 2015 S$'000	Audited 31 March 2014 S$'000
Total current assets	482,472	505,442	485,146	473,673
Total current liabilities	382,058	415,984	402,020	462,048
Net current assets	**100,414**	**89,458**	**83,126**	**11,625**

A review of the working capital of the Group as at 31 March 2014, 31 March 2015, 31 March 2016, and 30 September 2016 is set out below:

As at 30 September 2016 compared to 31 March 2016

The Group's working capital increased by S$11.0 million from S$89.5 million as at 31 March 2016 to S$100.4 million as at 30 September 2016. This was mainly attributable to:

(a) a decrease in financial liabilities by approximately S$28.6 million arising from the net repayment of borrowings and the effect of a weaker RMB against SGD;

(b) a decrease in trade and other payables by approximately S$7.5 million due mainly to lower cost of sales; and

(c) an increase in assets held for sale by approximately S$6.5 million due to a commitment to dispose property, plant and equipment amounting to S$9.2 million, partially offset by the disposal of equipment amounting to S$2.2 million and impairment loss of S$0.6 million,

which was partially offset by a decrease in cash and cash equivalents by approximately S$32.9 million arising from net repayment of bank loans, finance lease obligations, interest payments, partially offset by operating cash flow surplus.

As at 31 March 2016 compared to 31 March 2015

The Group's working capital increased by S$6.3 million from S$83.1 million as at 31 March 2015 to S$89.5 million as at 31 March 2016. This was mainly attributable to:

(a) an increase in cash and cash equivalents by approximately S$37.4 million arising from proceeds from the disposal of property, plant and equipment, net drawdown of bank loans and operating cash flow surplus, partially offset by net repayment of trust receipts and finance lease obligations, interest payments as well as purchase of property, plant and equipment;

(b) an increase in trade and other receivables by approximately S$19.0 million due to the timing of sales;

(c) a decrease in trade and other payables by approximately S$40.2 million due mainly to lower cost of sales; and

(d) an increase in assets held for sale by approximately S$3.4 million due to a commitment to dispose equipment with a net book value of S$5.7 million, partially offset by the disposal of a property in Malaysia amounting to S$2.2 million,

which was partially offset by (i) a decrease in inventories by approximately S$39.5 million as a result of the reclassification from inventories to property, plant and equipment of S$18.9 million and prudent inventory management; and (ii) an increase in financial liabilities by approximately S$57.6 million arising mainly from a net drawdown of bank loans.

As at 31 March 2015 compared to 31 March 2014

The Group's working capital increased by S$71.5 million from S$11.6 million as at 31 March 2014 to S$83.1 million as at 31 March 2015. This was mainly attributable to:

(a) an increase in cash and cash equivalents by approximately S$34.7 million as a result of net cash inflow from operating activities, proceeds from disposal of property, plant and equipment, investments in associate and subsidiaries, as well as net drawdown of bank loans, partially offset by repayment of trust receipts and finance lease obligations, interest payments, purchases of property, plant and equipment and dividend payments;

(b) a decrease in financial liabilities by approximately S$36.0 million due mainly to the disposal of a subsidiary, a net decrease in finance lease obligations and a translation gain arising from a weaker AUD against SGD, partially offset by a net drawdown of bank loans; and

(c) a decrease in trade and other payables by approximately S$29.7 million arising from lower cost of sales,

which was partially offset by (i) a decrease in trade and other receivables by approximately S$25.6 million due mainly to the timing of sales as well as the repayment of a loan by a joint venture; and (ii) an increase in current tax payable by approximately S$5.6 million.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8.2 OF THE LISTING MANUAL

CONVERTIBLE SECURITIES

2. Where the rights issue or bought deal involves an issue of convertible securities, such as company warrants or convertible debt, the information in Rule 832 of the Listing Manual.

Not applicable. The Rights Issue does not involve an issue of convertible securities.

3. Where the rights issue or bought deal is underwritten and the exercise or conversion price is based on a price fixing formula, to state that the exercise or conversion price must be fixed and announced before trading of nil-paid rights commences.

Not applicable. The Rights Issue does not involve an issue of convertible securities.

RESPONSIBILITY STATEMENT BY THE FINANCIAL ADVISER

4. A responsibility statement by the financial adviser in the form set out in paragraph 3.1 of Practice Note 12.1 of the Listing Manual.

Not applicable. There is no financial adviser to the Rights Issue.

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

1. INTRODUCTION

1.1. Entitled Depositors are entitled to receive this Offer Information Statement and the ARE which forms part of this Offer Information Statement. For the purposes of this Offer Information Statement, any reference to an application by way of an Electronic Application without reference to such an Electronic Application being made through an ATM shall, where the Entitled Depositor is a Depository Agent, be taken to include an application made via the SGX-SSH Service.

1.2. The provisional allotments of Rights Shares are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Constitution of the Company and the instructions in the ARE.

The number of Rights Shares provisionally allotted to each Entitled Depositor is indicated in the ARE (fractional entitlements (if any) having been disregarded). The Securities Accounts of Entitled Depositors have been credited by the CDP with the provisional allotments of Rights Shares as indicated in the ARE. Entitled Depositors may accept their provisional allotments of Rights Shares in full or in part and are eligible to apply for Rights Shares in excess of their provisional allotments under the Rights Issue. Full instructions for the acceptance of and payment for the provisional allotments of Rights Shares and payment for Excess Rights Shares are set out in this Offer Information Statement as well as the ARE.

1.3. If an Entitled Depositor wishes to accept his provisional allotment of Rights Shares specified in the ARE, in full or in part, and (if applicable) apply for Excess Rights Shares, he may do so by way of an Electronic Application or by completing and signing the relevant sections of the ARE. An Entitled Depositor should ensure that the ARE is accurately completed and signed, failing which the acceptance of the provisional allotment of Rights Shares and (if applicable) application for Excess Rights Shares may be rejected.

For and on behalf of the Company, the CDP reserves the right to refuse to accept any acceptance(s) and (if applicable) Excess Application(s) if the ARE is not accurately completed and signed or if the "Free Balance" of the relevant Entitled Depositor's Securities Account is not credited with, or is credited with less than the relevant number of Rights Shares accepted as at the last time and date for acceptance, application and payment or for any other reason(s) whatsoever the acceptance and (if applicable) the Excess Application is in breach of the terms of the ARE or this Offer Information Statement, at the CDP's absolute discretion, and to return all monies received to the person(s) entitled thereto **BY CREDITING HIS/THEIR BANK ACCOUNT(S) WITH THE RELEVANT PARTICIPATING BANK** (if he/they accept and (if applicable) apply through an ATM of a Participating Bank) or **BY MEANS OF A CROSSED CHEQUE SENT BY ORDINARY POST**, as the case may be, (in each case) **AT HIS/THEIR OWN RISK** or in such other manner as he/they may have agreed with the CDP for the payment of any cash distributions without interest or any share of revenue or other benefit arising therefrom (if he/they accept and (if applicable) apply through the CDP).

AN ENTITLED DEPOSITOR MAY ACCEPT HIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES SPECIFIED IN HIS ARE AND (IF APPLICABLE) APPLY FOR EXCESS RIGHTS SHARES EITHER THROUGH THE CDP AND/OR BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK. WHERE AN ENTITLED DEPOSITOR IS A DEPOSITORY AGENT, IT MAY MAKE ITS ACCEPTANCE AND EXCESS APPLICATION (IF APPLICABLE) VIA THE SGX-SSH SERVICE.

Where an acceptance, application, and/or payment does not conform strictly to the terms set out under this Offer Information Statement, the ARE, the ARS, the PAL, and/or any other application form for the Right Shares and/or Excess Rights Shares in relation to the Rights Issue or which does not comply with the instructions for an Electronic Application, or in the case of an application by the ARE, the ARS, the PAL, and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or the CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittances at any time after receipt in such manner as they/it may deem fit.

The Company and the CDP shall be entitled to process each application submitted for the acceptance of the provisional allotment of Rights Shares, and where applicable, application for Excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid and evidence of payment (or overpayment) in other applications shall not constitute, or be construed as an affirmation of such invalid application and (if applicable) application for Excess Rights Shares.

1.4. Unless expressly provided to the contrary in this Offer Information Statement, the ARE and/or the ARS with respect to enforcement against Entitled Depositors or their Renouncees, a person who is not a party to any contracts made pursuant to this Offer Information Statement, the ARE or the ARS has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B, of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. MODE OF ACCEPTANCE AND APPLICATION

2.1. **Acceptance/Application by way of Electronic Application through an ATM of a Participating Bank**

Instructions for Electronic Applications through ATMs to accept the Rights Shares provisionally allotted or (if applicable) to apply for Excess Rights Shares will appear on the ATM screens of the respective Participating Banks. Please refer to Appendix C of this Offer Information Statement for the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank.

IF AN ENTITLED DEPOSITOR MAKES AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, HE WOULD HAVE IRREVOCABLY AUTHORISED THE PARTICIPATING BANK TO DEDUCT THE FULL AMOUNT PAYABLE FROM HIS BANK ACCOUNT WITH SUCH PARTICIPATING BANK IN RESPECT OF SUCH APPLICATION. IN THE CASE OF AN ENTITLED DEPOSITOR WHO HAS ACCEPTED THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM BY WAY OF THE ARE AND/OR THE ARS AND/OR HAS APPLIED FOR EXCESS RIGHTS SHARES BY WAY OF THE ARE AND ALSO BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, THE COMPANY AND/OR THE CDP SHALL BE AUTHORISED AND ENTITLED TO ACCEPT HIS INSTRUCTIONS IN WHICHEVER MODE OR COMBINATION AS THE COMPANY AND/OR THE CDP MAY, IN THEIR ABSOLUTE DISCRETION, DEEM FIT.

2.2. **Acceptance/Application through the CDP**

If the Entitled Depositor wishes to accept the provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares through the CDP, he must:

(a) complete and sign the ARE. In particular, he must state in Part C(i) of the ARE the total number of Rights Shares provisionally allotted to him which he wishes to accept and the number of Excess Rights Shares applied for and in Part C(ii) of the ARE the 6 digits of the Cashier's Order/Banker's Draft; and

(b) deliver the duly completed and original signed ARE accompanied by **A SINGLE REMITTANCE** for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for:

(i) by hand to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 9 NORTH BUONA VISTA DRIVE, #01-19/20 THE METROPOLIS, SINGAPORE 138588**; or

(ii) by post, **AT THE SENDER'S OWN RISK,** in the self-addressed envelope provided, to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147,**

in each case so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The payment for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for at the Issue Price must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – TAT HONG RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

2.3. **Acceptance through the SGX-SSH Service (for Depository Agents only)**

Depository Agents may accept the provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares through the SGX-SSH service provided by the CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. The CDP has been authorised by the Company to receive acceptances on its behalf. Such acceptances and (if applicable) applications will be deemed irrevocable and are subject to each of the terms and conditions contained in the ARE and this Offer Information Statement as if the ARE had been completed and submitted to the CDP.

2.4. **Insufficient Payment**

If no remittance is attached or the remittance attached is less than the full amount payable for the provisional allotment of Rights Shares accepted by the Entitled Depositor and (if applicable) the Excess Rights Shares applied for by the Entitled Depositor; the attention of the Entitled Depositor is drawn to paragraphs 1.3 and 5.2 of this Appendix A which sets out the circumstances and manner in which the Company and the CDP shall be authorised and entitled to determine and appropriate all amounts received by the CDP on the Company's behalf whether under the ARE, the ARS or any other application form for Rights Shares in relation to the Rights Issue.

2.5. **Acceptance of Part of Provisional Allotments of Rights Shares and Trading of Provisional Allotments of Rights Shares**

An Entitled Depositor may choose to accept his provisional allotment of Rights Shares specified in the ARE in full or in part. If an Entitled Depositor wishes to accept part of his provisional allotment of Rights Shares and trade the balance of his provisional allotment of Rights Shares on the SGX-ST, he should:

(a) complete and sign the ARE for the number of Rights Shares provisionally allotted which he wishes to accept and submit the duly completed and original signed ARE together with payment in the prescribed manner as described in paragraph 2.2 above to the CDP; or

(b) accept and subscribe for that part of his provisional allotment of Rights Shares by way of Electronic Application(s) in the prescribed manner as described in paragraph 2.1 or 2.3 above.

The balance of his provisional allotment of Rights Shares may be sold as soon as dealings therein commence on the SGX-ST.

Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period should note that the provisional allotments of Rights Shares will be tradable in board lots, each board lot comprising provisional allotments of 100 Rights Shares, or any other board lot size which the SGX-ST may require. Such Entitled Depositors may start trading their provisional allotments of Rights Shares as soon as dealings therein commence on the SGX-ST. Entitled Depositors who wish to trade in lot sizes other than mentioned above may do so in the Unit Share Market of the SGX-ST during the provisional allotment trading period.

2.6. **Sale of Provisional Allotments of Rights Shares**

The ARE need not be forwarded to the Purchasers as arrangements will be made by the CDP for separate ARS to be issued to the Purchasers. Purchasers should note that the CDP will, for and on behalf of the Company, send the ARS, accompanied by this Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS' OWN RISK**, to their respective Singapore addresses as maintained in the records of the CDP. Purchasers should ensure that their ARSs are accurately completed and signed, failing which their acceptances of the provisional allotments of Rights Shares may be rejected. Purchasers who do not receive the ARS, accompanied by this Offer Information

Statement and other accompanying documents, may obtain the same from the CDP or the Share Registrar, for the period up to **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Purchasers should also note that if they make any purchase on or around the last trading day of the "nil-paid" Rights, this Offer Information Statement and its accompanying documents might not be despatched in time for the subscription of the Rights Shares. Purchasers may obtain a copy from the CDP. Alternatively, Purchasers may accept and subscribe by way of Electronic Applications in the prescribed manner as described in paragraph 2.1 above.

This Offer Information Statement and its accompanying documents will not be despatched to Foreign Purchasers. Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

PURCHASERS SHOULD INFORM THEIR FINANCE COMPANIES OR DEPOSITORY AGENTS IF THEIR PURCHASES OF SUCH PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ARE SETTLED THROUGH THESE INTERMEDIARIES. IN SUCH INSTANCES, IF THE PURCHASERS WISH TO ACCEPT THE RIGHTS SHARES REPRESENTED BY THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES PURCHASED, THEY WILL NEED TO GO THROUGH THESE INTERMEDIARIES, WHO WILL THEN ACCEPT THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ON THEIR BEHALF.

2.7. **Renunciation of Provisional Allotments of Rights Shares**

Entitled Depositors who wish to renounce in full or in part their provisional allotments of Rights Shares in favour of a third party should complete the relevant transfer forms with the CDP (including any accompanying documents as may be required by the CDP) for the number of provisional allotments of Rights Shares which they wish to renounce. Such renunciation shall be made in accordance with the "**Terms and Conditions for Operations of Securities Accounts with CDP**", as the same may be amended from time to time, copies of which are available from the CDP. As the CDP requires at least three (3) Market Days to effect such renunciation, Entitled Depositors who wish to renounce are advised to do so early to allow sufficient time for the CDP to send the ARS and other accompanying documents, for and on behalf of the Company, to the Renouncee by ordinary post and **AT HIS OWN RISK**, to his Singapore address as maintained in the records of the CDP and for the Renouncee to accept his provisional allotments of Rights Shares. The last time and date for acceptance of the provisional allotments of Rights Shares and payment for the Rights Shares by the Renouncee is **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

3. COMBINATION APPLICATION

In the event that the Entitled Depositor or the Purchaser accepts his provisional allotments of Rights Shares by way of the ARE and/or the ARS and/or has applied for Excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or the CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or the CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor or the Purchaser shall be regarded as having irrevocably authorised the Company and/or the CDP to apply all amounts received whether under the ARE, the ARS and (if applicable) any other acceptance of Rights Shares provisionally allotted to him and/or application for Excess Rights Shares (including an Electronic Application(s)) in whichever mode or combination as the Company and/or the CDP may, in their/its absolute discretion, deem fit.

4. ILLUSTRATIVE EXAMPLES (ASSUMPTION: ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY FIVE (5) EXISTING ORDINARY SHARES AT AN ISSUE PRICE OF S$0.33

As an illustration, if an Entitled Depositor has 5,000 Shares standing to the credit of his Securities Account as at the Books Closure Date, the Entitled Depositor will be provisionally allotted 1,000 Rights Shares as set out in his ARE, on the basis of one (1) Rights Share for every five (5) existing ordinary shares of the Company at an Issue Price of S$0.33. The Entitled Depositor's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

Alternatives	Procedures to be taken
(a) Accept his entire provisional allotment of 1,000 Rights Shares and (if applicable) apply for Excess Rights Shares.	(1) Accept his entire provisional allotment of 1,000 Rights Shares and (if applicable) apply for Excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m**. **on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance in full of his provisional allotment of 1,000 Rights Shares and (if applicable) the number of Excess Rights Shares applied for and forward the original signed ARE together with a single remittance for S$330.00 (or, if applicable, such higher amount in respect of the total number of Rights Shares accepted and Excess Rights Shares applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to "**CDP – TAT HONG RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE**, **A/C PAYEE ONLY**" for the full amount due on acceptance and (if applicable) application, by hand to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 9 NORTH BUONA VISTA DRIVE, #01-19/20 THE METROPOLIS, SINGAPORE 138588** or by post, at his own risk, in the self-addressed envelope provided to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m**. **on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) and with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

Alternatives	Procedures to be taken
	NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.
(b) Accept a portion of his provisional allotment of Rights Shares, for example 100 provisionally allotted Rights Shares, not apply for Excess Rights Shares and trade the balance on the SGX-ST.	(1) Accept his provisional allotment of 100 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance of his provisional allotment of 100 Rights Shares and forward the original signed ARE, together with a single remittance for S$33.00, in the prescribed manner described in alternative (a)(2) above, to the CDP, so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). The balance of the provisional allotment of 900 Rights Shares which is not accepted by the Entitled Depositor may be traded on the SGX-ST during the provisional allotment trading period. Entitled Depositors should note that the provisional allotments of Rights Shares would be tradable in the ready market, each board lot comprising provisional allotments size of 100 Rights Shares or any other board lot size which the SGX-ST may require.
(c) Accept a portion of his provisional allotment of Rights Shares, for example 100 provisionally allotted Rights Shares, and reject the balance.	(1) Accept his provisional allotment of 100 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

Alternatives	Procedures to be taken
	(2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance of his provisional allotment of 100 Rights Shares and forward the original signed ARE together with a single remittance for S$33.00, in the prescribed manner described in alternative (a)(2) above, to the CDP, so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).
	The balance of the provisional allotment of 900 Rights Shares which is not accepted by the Entitled Depositor will automatically lapse and cease to be available for acceptance by that Entitled Depositor if an acceptance is not made through an ATM of a Participating Bank by **9.30 p.m. on 3 February 2017** or if an acceptance is not made through the CDP by **5.00 p.m. on 3 February 2017**.

5. TIMING AND OTHER IMPORTANT INFORMATION

5.1. **Timing**

THE LAST TIME AND DATE FOR ACCEPTANCES AND (IF APPLICABLE) EXCESS APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES IN RELATION TO THE RIGHTS ISSUE IS:

(a) 9.30 P.M. ON 3 FEBRUARY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH AN ATM OF A PARTICIPATING BANK; AND

(b) 5.00 P.M. ON 3 FEBRUARY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH THE CDP OR SGX-SSH SERVICE.

If acceptance and payment for the Rights Shares in the prescribed manner as set out in the ARE, the ARS or the PAL (as the case may be) and this Offer Information Statement is not received through an ATM of a Participating Bank by **9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) or through the CDP by **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) from any Entitled Depositor or Purchaser, the provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void, and such provisional allotments not so accepted will be used to satisfy Excess Applications, if any, or

otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit. All monies received in connection therewith will be returned by the CDP for and on behalf of the Company to the Entitled Depositors or the Purchasers, as the case may be, without interest or any share of revenue or other benefit arising therefrom, by ordinary post **AT THE ENTITLED DEPOSITOR'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing address as maintained in the records of the CDP.

IF AN ENTITLED DEPOSITOR OR PURCHASER (AS THE CASE MAY BE) IS IN ANY DOUBT AS TO THE ACTION HE SHOULD TAKE, HE SHOULD CONSULT HIS STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

5.2. **Appropriation**

Without prejudice to paragraph 1.3 of this Appendix A, an Entitled Depositor should note that:

(a) by accepting his provisional allotment of Rights Shares and/or applying for Excess Rights Shares, he acknowledges that, in the case where the amount of remittance payable to the Company in respect of his acceptance of the Rights Shares provisionally allotted to him and (if applicable) in respect of his application for Excess Rights Shares as per the instructions received by the CDP whether under the ARE, the ARS and/or in any other application form for Rights Shares in relation to the Rights Issue differs from the amount actually received by the CDP, the Company and the CDP shall be authorised and entitled to determine and appropriate all amounts received by the CDP on the Company's behalf for each application on its own whether under the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue as follows: firstly, towards payment of all amounts payable in respect of his acceptance of the Rights Shares provisionally allotted to him; and secondly, (if applicable) towards payment of all amounts payable in respect of his application for Excess Rights Shares. The determination and appropriation by the Company and the CDP shall be conclusive and binding;

(b) if the Entitled Depositor has attached a remittance to the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue made through the CDP, he would have irrevocably authorised the Company and the CDP, in applying the amounts payable for his acceptance of the Rights Shares and (if applicable) his application for Excess Rights Shares, to apply the amount of the remittance which is attached to the ARE, the ARS, and/or any other application form for Rights Shares in relation to the Rights Issue made through the CDP; and

(c) in the event that the Entitled Depositor accepts the Rights Shares provisionally allotted to him by way of the ARE and/or the ARS and/or has applied for Excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or the CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or the CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor shall be deemed as having irrevocably authorised the Company and/or the CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for Excess Rights Shares (including Electronic Application(s)) in whichever mode or combination as the Company and/or the CDP may, in their/its absolute discretion, deem fit.

5.3. **Availability of Excess Rights Shares**

The Excess Rights Shares available for application are subject to the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Constitution of the Company. Applications for Excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective Renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares together with the aggregated fractional entitlements to the Rights Shares, the unsold "nil-paid" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE and this Offer Information Statement. In the event that applications are received by the Company for more Excess Rights Shares than are available, the Excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. **THE CDP TAKES NO RESPONSIBILITY FOR ANY DECISION THAT THE DIRECTORS MAY MAKE**. In the allotment of Excess Rights Shares, preference will be given to the rounding of odd lots, and Directors, Substantial Shareholders, Controlling Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, the Undertaking Shareholders, and the Underwriter will rank last in priority. The Company reserves the right to refuse any application for Excess Rights Shares, in whole or in part, without assigning any reason whatsoever. In the event that the number of Excess Rights Shares allotted to an Entitled Depositor is less than the number of Excess Rights Shares applied for, the Entitled Depositor shall be deemed to have accepted the number of Excess Rights Shares actually allotted to him.

If no Excess Rights Shares are allotted or if the number of Excess Rights Shares allotted is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to such Entitled Depositors, without interest or any share of revenue or other benefit arising therefrom, within three (3) business days after the commencement of trading of the Rights Shares, by crediting their bank accounts with the relevant Participating Bank **AT THEIR OWN RISK** (if they had applied for Excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank), the receipt by such banks being a good discharge to the Company and the CDP of their obligations, if any, thereunder, or by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent **BY ORDINARY POST AT THEIR OWN RISK** to their mailing address as maintained in the records of the CDP or in such other manner as they may have agreed with the CDP for the payment of any cash distributions (if they had applied for Excess Rights Shares through the CDP).

5.4. **Deadlines**

It should be particularly noted that unless:

(a) acceptance of the provisional allotment of Rights Shares is made by the Entitled Depositors or the Purchasers (as the case may be) by way of an Electronic Application through an ATM of a Participating Bank and payment of the full amount payable for such Rights Shares is effected by **9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

(b) the duly completed and original signed ARE or ARS accompanied by a single remittance for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for at the Issue Price, made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – TAT HONG RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the names and Securities Account numbers of the Entitled Depositors or the Purchasers (as the case may be) clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft is submitted by hand to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 9 NORTH BUONA VISTA DRIVE, #01-19/20 THE METROPOLIS, SINGAPORE 138588** or by post in the self-addressed envelope provided, **AT THE SENDER'S OWN RISK**, to **TAT HONG HOLDINGS LTD C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** by **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

(c) acceptance is made by a Depository Agent via the SGX-SSH Service and payment in Singapore currency by way of telegraphic transfer by the Depository Agent(s) for the Rights Shares is effected by **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company),

the provisional allotment of Rights Shares will be deemed to have been declined and shall forthwith lapse and become void and cease to be capable of acceptance.

All monies received in connection therewith will be returned to the Entitled Depositors or the Purchasers (as the case may be) without interest or any share of revenue or other benefit arising therefrom **BY ORDINARY POST** and at the **ENTITLED DEPOSITOR'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing addresses as maintained in the records of the CDP.

ACCEPTANCES AND/OR APPLICATIONS ACCOMPANIED BY ANY OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL NOT BE ACCEPTED.

5.5. **Certificates**

The certificates for the Rights Shares and (if applicable) Excess Rights Shares will be registered in the name of the CDP or its nominee. Upon the crediting of the Rights Shares and (if applicable) Excess Rights Shares, the CDP will send to you, **BY ORDINARY POST AND AT YOUR OWN RISK**, a notification letter showing the number of Rights Shares and (if applicable) Excess Rights Shares credited to your Securities Account.

5.6. **General**

For reasons of confidentiality, the CDP will not entertain telephone enquiries relating to the number of Rights Shares provisionally allotted and credited to your Securities Account. You can verify the number of Rights Shares provisionally allotted and credited to your Securities Account online if you have registered for CDP Internet Access or through the CDP Automated Phone Services Hotline number (65) 6535-7511 using your telephone pin (T-Pin).

Alternatively, you may proceed personally to the CDP with your identity card or passport to verify the number of Rights Shares provisionally allotted and credited to your Securities Account.

It is your responsibility to ensure that the ARE and/or ARS is accurately completed in all respects and signed. The Company and/or the CDP will be authorised and entitled to reject any acceptance and/or application which does not comply with the terms and instructions contained herein and in the ARE and/or ARS, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality or invalid in any respect. Any decision to reject the ARE and/or ARS on the grounds that it has been signed but not in its originality, incompletely, incorrectly or invalidly signed, completed or submitted will be final and binding, and neither the CDP nor the Company accepts any responsibility or liability for the consequences of such a decision.

EXCEPT AS SPECIFICALLY PROVIDED FOR IN THIS OFFER INFORMATION STATEMENT, ACCEPTANCE OF THE PROVISIONAL ALLOTMENT OF RIGHTS SHARES AND (IF APPLICABLE) APPLICATION FOR EXCESS RIGHTS SHARES IS IRREVOCABLE.

No acknowledgement will be given for any submissions sent by post, deposited into boxes located at the CDP's premises or submitted by hand at the CDP's counters. You can check the status of your acceptance of the provisional allotment of Rights Shares and (if applicable) your application for Excess Rights Shares through the CDP Automated Phone Services Hotline number (65) 6535-7511 using your T-Pin.

CDP Phone User Guide

1. Dial (65) 6535-7511
2. Press '1' for English; Press '2' Mandarin
3. Press '3' for 'Corporate Actions Announcement and Transactions'
4. Press '2' for your rights application status
5. Enter your 12 digit CDP securities account number
6. Enter your 6 digit telephone pin

All communications, notices, documents and remittances to be delivered or sent to you will be sent by **ORDINARY POST** to your mailing address as maintained in the records of the CDP, and **AT YOUR OWN RISK**.

5.7. **Personal Data Privacy**

By completing and delivering an ARE or an ARS and in the case of an Electronic Application through an ATM of a Participating Bank, by pressing the "**Enter**" or "**OK**" or "**Confirm**" or "**Yes**" key on the ATM, an Entitled Depositor (i) consents to the collection, use and disclosure of his personal data by the Participating Banks, the Share Registrar, Securities Clearing and Computer Services (Pte) Ltd, the CDP, the SGX-ST, the Company, and the Underwriter (the "**Relevant Persons**") for the purposes of facilitating his application for the Rights Shares and (if applicable) his application for Excess Rights Shares, and in order for the Relevant Person to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

1. INTRODUCTION

1.1. Entitled Scripholders are entitled to receive this Offer Information Statement with the following documents which are enclosed with, and are deemed to constitute a part of, this Offer Information Statement:

PAL incorporating:

Form of Acceptance	**Form A**
Request for Splitting	**Form B**
Form of Renunciation	**Form C**
Form of Nomination	**Form D**
Excess Rights Shares Application Form	**Form E**

1.2. The provisional allotment of the Rights Shares and application for Excess Rights Shares are governed by the terms and conditions of this Offer Information Statement, the PAL, and (if applicable) the Constitution of the Company. The number of Rights Shares provisionally allotted to Entitled Scripholders is indicated in the PAL (fractional entitlements, if any, to be disregarded). Entitled Scripholders may accept their provisional allotments of Rights Shares, in full or in part, and are eligible to apply for Rights Shares in excess of their entitlements under the Rights Issue.

1.3. Full instructions for the acceptance of and payment for the Rights Shares provisionally allotted to Entitled Scripholders and the procedures to be adopted should they wish to renounce, transfer or split their provisional allotments are set out in the PAL.

1.4. With regard to any acceptance and/or application which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue or with the terms and conditions of this Offer Information Statement, or in the case of any application by the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Company may, at its absolute discretion, reject or treat as invalid any such application, payment and/or other process of remittances at any time after receipt in such manner as it may deem fit.

1.5. The Company and the Share Registrar shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application of Excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Scripholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Scripholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid and evidence of payment (or overpayment) in other applications shall not constitute, or be construed as an affirmation of such invalid application and (if applicable) application for Excess Rights Shares.

1.6. **THE FULL AMOUNT PAYABLE FOR THE RELEVANT NUMBER OF RIGHTS SHARES ACCEPTED/APPLIED FOR WILL BE ROUNDED UP TO THE NEAREST WHOLE CENT, IF APPLICABLE.**

1.7. **Entitled Scripholders who intend to trade any part of their provisional allotment of Rights Shares on the SGX-ST should note that all dealings in and transactions of the provisional allotments of Rights Shares through the SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs will not be valid for delivery pursuant to trades done on the SGX-ST.**

1.8. Unless expressly provided to the contrary in this Offer Information Statement and/or the PAL, a person who is not a party to any contracts made pursuant to this Offer Information Statement and/or the PAL has no right under the Contracts (Rights of Third Parties) Act, Chapter 53B, of Singapore to enforce any term of such contracts. Notwithstanding any term contained in the PAL, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. FORM OF ACCEPTANCE (FORM A)

2.1. **Acceptance**

An Entitled Scripholder, who wishes to accept his entire provisional allotment of Rights Shares or to accept any part of it and decline the balance, should:

(a) complete the Form of Acceptance (Form A) for the number of Rights Shares which he wishes to accept; and

(b) forward the PAL in its entirety, duly completed and signed, together with the remittance for the full amount due and payable on acceptance in the manner hereinafter prescribed to **TAT HONG HOLDINGS LTD C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 112 ROBINSON ROAD, #05-01, SINGAPORE 068902,** so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

2.2. **Insufficient Payment**

If no remittance is attached or the remittance attached is less than the full amount payable for the provisional allotment of Rights Shares accepted by the Entitled Scripholder and (if applicable) the Excess Rights Shares applied for by the Entitled Scripholder, the attention of the Entitled Scripholder is drawn to paragraph 2.3 of this Appendix B which sets out the circumstances and manner in which the Company and the Share Registrar shall be entitled to determine the number of Rights Shares which the Entitled Scripholder has given instructions to accept.

2.3. **Appropriation**

An Entitled Scripholder should note that by accepting his provisional allotment of Rights Shares, he acknowledges that the Company and the Share Registrar, in determining the number of Rights Shares which the Entitled Scripholder has given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore.

3. REQUEST FOR SPLITTING (FORM B) AND FORM OF RENUNCIATION (FORM C)

3.1. Entitled Scripholders who wish to accept a portion of their provisional allotments of Rights Shares and renounce the balance of their provisional allotments of Rights Shares, or who wish to renounce all or part of their provisional allotments of Rights Shares in favour of more than one person, should first, using the Request for Splitting (Form B), request to have their provisional allotments of Rights Shares under the PAL split into separate PALs (the "**Split Letters**") according to their requirements. The duly completed Form B together with the PAL in its entirety should then be returned to **TAT HONG HOLDINGS LTD C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 112 ROBINSON ROAD, #05-01, SINGAPORE 068902,** not later than **12.30 p.m. on 27 January 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Split Letters will then be issued to Entitled Scripholders in accordance with their request. No Split Letters will be issued to Entitled Scripholders if Form B is received after **12.30 p.m. on 27 January 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The Company reserves the right to reject any request for Split Letters if, in the opinion of the Directors, the number of Rights Shares requested for in the Split Letters are in unreasonable denominations. The surrender of the PAL purported to be signed by an Entitled Scripholder shall be conclusive evidence in favour of the Company, the Share Registrar and any other person involved in the Rights Issue of the title of the person(s) lodging it, or on whose behalf it is lodged, to deal with the same and to receive Split Letter(s) and to have credited to that person's Securities Account with the CDP the Rights Shares allotted to him or, if relevant, to receive physical share certificate(s) and/or to receive any statement from the CDP and/or refund of acceptance or application monies. Instructions relating to acceptance, payment, renunciation, nomination and consolidation set out in the PAL shall apply to Split Letters received consequent upon the original provisional allotment of Rights Shares being split.

3.2. The Split Letters representing the number of Rights Shares which Entitled Scripholders intend to renounce may be renounced by completing the Form for Renunciation (Form C) before delivery to the Renouncee(s). Entitled Scripholders should complete Form A of the Split Letter(s) representing that part of their provisional allotments of Rights Shares they intend to accept, if any. The said Split Letter(s) together with the remittance for the payment (if required) in the prescribed manner should be forwarded to the Share Registrar so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

3.3. Entitled Scripholders who wish to renounce their entire provisional allotments of Rights Shares in favour of one person, or renounce any part of it in favour of one person and decline the balance, should complete Form C for the number of provisional allotments of Rights Shares which they wish to renounce and deliver the PAL in its entirety to the Renouncee(s).

Entitled Scripholders should also complete Form A of the Split Letter(s) representing that part of their provisional allotments of Rights Shares they intend to accept, if any. The said Split Letter(s) together with the remittance for the payment (if required) in the prescribed manner should be forwarded to the Share Registrar so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The surrender of the PAL purported to be signed by an Entitled Scripholder shall be conclusive evidence in favour of the Company, the Share Registrar and any other person involved in the Rights Issue of the title of the Renouncee to deal with it and (if applicable) to receive Split Letters and to have credited to the Renouncee's Securities Account with the CDP the Rights Shares renounced to him or, if relevant, to receive physical share certificate(s) for the Rights Shares and/or to receive any statement from the CDP and/or return or refund of surplus acceptance monies.

4. FORM OF NOMINATION (WITH CONSOLIDATED LISTING FORM) (FORM D)

4.1 Each Entitled Scripholder may consolidate the Rights Shares provisionally allotted in the PAL together with those comprised in any PALs and/or Split Letters renounced in his favour by completing and signing Form A (Form of Acceptance) and the Consolidated Listing Form in Form D (Form of Nomination) of the PAL and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed and with the serial number of the Principal PAL (as hereinafter defined) stated on each of them.

4.2 A Renouncee who is not an Entitled Scripholder and who wishes to consolidate the provisional allotments of Rights Shares comprised in several renounced PALs and/or Split Letters in one name only or in the name of a joint Securities Account should complete the Consolidated Listing Form in Form D (Form of Nomination) of only one PAL or Split Letter (the "**Principal PAL**") by entering therein details of the renounced PALs and/or Split Letters and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed, and with the serial number of the Principal PAL stated on each of them.

4.3 **ALL THE RENOUNCED PALS AND SPLIT LETTERS, EACH DULY COMPLETED AND SIGNED, MUST BE ATTACHED TO FORM A OR FORM D (AS THE CASE MAY BE).**

4.4 Form D together with the PAL in its entirety, duly completed and signed, together with payment in the prescribed manner, are to reach **TAT HONG HOLDINGS LTD C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 112 ROBINSON ROAD, #05-01, SINGAPORE 068902,** so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

5. PAYMENT

5.1. Payment in relation to the PALs must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**TAT HONG HOLDINGS RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and address of the Entitled Scripholder or acceptor clearly written in block letters on the reverse side of the remittance. The completed PAL and remittance should be addressed and forwarded, at the sender's own risk, to **TAT HONG HOLDINGS LTD C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 112 ROBINSON ROAD, #05-01, SINGAPORE 068902** so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

5.2. If acceptance and payment in the prescribed manner as set out in the PAL is not received by **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), the provisional allotments of Rights Shares will be deemed to have been declined and such provisional allotments not so accepted will be used to satisfy Excess Applications, if any, or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. The Company will return all unsuccessful application monies received in connection therewith by **ORDINARY POST and at the risk of the Entitled Scripholders or their Renouncee(s)**, as the case may be, without interest or any share of revenue or other benefit arising therefrom, within three (3) business days after the commencement of trading of the Rights Shares.

6. APPLICATION FOR EXCESS RIGHTS SHARES (FORM E)

6.1. Entitled Scripholders who wish to apply for Excess Rights Shares in addition to those which have been provisionally allotted to them may do so by completing the Excess Rights Shares Application Form (Form E) and forwarding it with a **SEPARATE REMITTANCE** for the full amount payable in respect of the Excess Rights Shares applied for in the form and manner set out in paragraph 5 above, **AT THEIR OWN RISK**, to **TAT HONG HOLDINGS LTD C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 112 ROBINSON ROAD, #05-01, SINGAPORE 068902,** so as to arrive not later than **5.00 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

FORM E IS NOT TRANSFERABLE AND MAY ONLY BE USED BY THE ENTITLED SCRIPHOLDERS NAMED THEREIN.

6.2. The Excess Rights Shares available for application are subject to the terms and conditions contained in the PAL, Form E, this Offer Information Statement and (if applicable) the Constitution of the Company. Applications for Excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective Renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares, together with the aggregated fractional entitlements to the Rights Shares, the unsold "nil-paid" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the PAL, Form E, this Offer Information Statement and (if applicable) the Constitution of the Company. In the event that applications are received by the Company for more Excess Rights Shares than are available, the Excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of Excess Rights Shares, preference will be given to Shareholders for the rounding of odd lots, and Directors, Substantial Shareholders, Controlling Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, the Undertaking Shareholders, and the Underwriter will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The Company will not make any allotment and issue of Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting. The Company reserves the right to refuse, in whole or in part, any application for Excess Rights Shares without assigning any reason whatsoever.

6.3. If no Excess Rights Shares are allotted to Entitled Scripholders or if the number of Excess Rights Shares allotted to them is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to them by the Company without interest or any share of revenue or other benefit arising therefrom within three (3) business days after the commencement of trading of the Rights Shares, **BY ORDINARY POST** to their mailing addresses as maintained with the Share Registrar **at their own risk**.

7. GENERAL

7.1. No acknowledgements or receipts will be issued in respect of any acceptances, remittances or applications.

7.2. **Entitled Scripholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

7.3. Upon listing and quotation on the SGX-ST, the Rights Shares, when issued, will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through the SGX-ST and/or the CDP shall be made in accordance with the "**Terms and Conditions for Operation of Securities Accounts with The Central Depository (Pte) Limited**", as the same may be amended from time to time. Copies of the above are available from the CDP.

7.4. **To facilitate scripless trading, Entitled Scripholders and their Renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for Excess Rights Shares, and who wish to trade the Rights Shares issued to them on the SGX-ST under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with the CDP in their own names if they do not already maintain such Securities Accounts in order that the number of Rights Shares and, if applicable, the Excess Rights Shares that may be allotted to them can be credited by the CDP into their Securities Accounts. Entitled Scripholders and their Renouncees who wish to accept and/or apply for the Excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their Renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with the CDP will be issued physical share certificates in their own names for the Rights Shares allotted to them and if applicable, the Excess Rights Shares allotted to them. Such physical share certificates, if issued, will not be valid for delivery pursuant to trades done on the SGX-ST under the book-entry (scripless) settlement system, although they will continue to be *prima facie* evidence of legal title.**

7.5. If the Entitled Scripholders' addresses stated in the PAL are different from their addresses registered with the CDP, they must inform the CDP of their updated addresses promptly, failing which the notification letters, on successful allotment will be sent to their addresses last registered with the CDP.

7.6. A holder of physical share certificate(s), or an Entitled Scripholder who has not deposited his share certificate(s) with the CDP but who wishes to trade on the SGX-ST, must deposit with the CDP his existing share certificate(s), together with the duly executed instrument(s) of transfer in favour of the CDP (including any applicable fees), and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

7.7. **THE FINAL TIME AND DATE FOR ACCEPTANCES AND/OR APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES IS 5.00 P.M. ON 3 FEBRUARY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY).**

7.8. **Personal Data Privacy**

By completing and delivering the PAL, an Entitled Scripholder (i) consents to the collection, use and disclosure of his personal data by the Share Registrar, the CDP, the SGX-ST, the Company and the Underwriter (the "**Relevant Persons**") for the purposes of facilitating his application for the Rights Shares and (if applicable) his application for Excess Rights Shares, and in order for the Relevant Person to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS THROUGH AN ATM OF A PARTICIPATING BANK

The procedures for Electronic Applications through ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks (the "**Steps**"). Please read carefully the terms and conditions of this Offer Information Statement, the Steps and the terms and conditions for Electronic Applications set out below before making an Electronic Application. An ATM card issued by one Participating Bank cannot be used to accept Rights Shares and (if applicable) apply for Excess Rights Shares at an ATM belonging to other Participating Banks. Any Electronic Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Application is made will be rejected.

Any reference to the "**Applicant**" in the terms and conditions for Electronic Applications and the Steps shall mean the Entitled Depositor or his Renouncee or the Purchaser of the provisional allotment who accepts or (as the case may be) who applies for the Rights Shares through an ATM of a Participating Bank. An Applicant must have an existing bank account with, and be an ATM cardholder of, one of the Participating Banks before he can make an Electronic Application through an ATM of that Participating Bank. The actions that the Applicant must take at ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks. Upon the completion of his Electronic Application transaction, the Applicant will receive an ATM transaction slip (the "**Transaction Record**"), confirming the details of his Electronic Application. The Transaction Record is for retention by the Applicant and should not be submitted with any ARE or ARS.

For investors who hold Shares through finance companies or Depository Agents or CPFIS Members who had bought Shares under the CPFIS-OA, acceptances of the Rights Shares and/or (if applicable) applications for Excess Rights Shares must be done through the respective finance companies, Depository Agents or CPF agent banks. Such investors and CPFIS Members are advised to provide their respective finance companies, Depository Agents or CPF agent banks, as the case may be, with the appropriate instructions no later than the deadlines set by them in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. Any acceptance and/or application made directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.

For SRS Members, acceptance of the Rights Shares and/or (if applicable) applications for Excess Rights Shares must be done through the relevant SRS Approved Banks. SRS Members are advised to provide their respective SRS Approved Banks with the appropriate instructions no later than the deadlines set by them in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. Any acceptance and/or application made directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.

For Renouncees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares represented by the provisional allotment of Rights Shares must be done through the respective finance companies or Depository Agents. Such Renouncees or Purchasers are advised to provide their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances on their behalf by the Closing Date. Any acceptances of the Rights Shares made directly through the CDP, the Share Registrar, the Company and/or by way of Electronic Applications will be rejected.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS THROUGH AN ATM OF A PARTICIPATING BANK

An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he enters his own Securities Account number when using the ATM card issued to him in his own name. Using his own Securities Account number with an ATM card which is not issued to him in his own name will render his acceptance or (as the case may be) Excess Application liable to be rejected.

The Electronic Application shall be made on, and subject to, the terms and conditions of this Offer Information Statement including, but not limited to, the terms and conditions appearing below:

1. In connection with his Electronic Application for the Rights Shares, the Applicant is required to confirm statements to the following effect in the course of activating the ATM for his Electronic Application:

   (a) that he has received a copy of this Offer Information Statement and has read, understood and agreed to all the terms and conditions of acceptance and (as the case may be) application for the Rights Shares under the Rights Issue and this Offer Information Statement prior to effecting the Electronic Application and agrees to be bound by the same; and

   (b) that he consents to the disclosure of his name, NRIC/passport number, address, nationality, CDP Securities Account number, CPF investment account number, SRS account number and application details (the "Relevant Particulars") from his account with that Participating Bank to the Share Registrar, Securities Clearing & Computer Services (Pte) Ltd, the CDP, CPF Board, the SGX-ST and the Company (the "Relevant Parties").

   His application will not be successfully completed and cannot be recorded as a completed transaction in the ATM unless he presses the "**Enter**" or "**OK**" or "**Confirm**" or "**Yes**" key, as the case may be. By doing so, the Applicant shall be treated as signifying his confirmation of each of the two (2) statements above. In respect of statement 1(b) above, his confirmation, by pressing the "**Enter**" or "**OK**" or "**Confirm**" or "**Yes**" key, as the case may be, shall signify and shall be treated as his written permission, given in accordance with the relevant laws of Singapore including Section 47(2) and the Third Schedule of the Banking Act, Chapter 19, of Singapore to the disclosure by that Participating Bank of the Relevant Particulars of his account with that Participating Bank to the Relevant Parties.

2. An Applicant may make an Electronic Application through an ATM of any Participating Bank for the Rights Shares using cash only by authorising such Participating Bank to deduct the full amount payable from his bank account with such Participating Bank.

3. The Applicant irrevocably agrees and undertakes to subscribe for and to accept up to the aggregate of the number of Rights Shares provisionally allotted and Excess Rights Shares applied for as stated on the Transaction Record or the number of Rights Shares standing to the credit of his Securities Account as at the Closing Date. In the event that the Company decides to allot any lesser number of Excess Rights Shares or not to allot any number of Excess Rights Shares to the Applicant, the Applicant agrees to accept the decision as final.

4. If the Applicant's Electronic Application is successful, his confirmation (by his action of pressing the "**Enter**" or "**OK**" or "**Confirm**" or "**Yes**" key, as the case may be, on the ATM) of the number of Rights Shares accepted and/or Excess Rights Shares applied for shall signify and shall be treated as his acceptance of the number of Rights Shares accepted and/or Excess Rights Shares applied for that may be allotted to him.

5. In the event that the Applicant accepts the Rights Shares by way of the ARE and/or the ARS (as the case may be) and/or by way of acceptance through the Electronic Application through an ATM of a Participating Bank, the Company and/or the CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as the Company and/or the CDP may, in their/its absolute discretion, deem fit. In determining the number of Rights Shares which the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept the lesser of the number of provisionally allotted Rights Shares which are standing to the credit of his Securities Account as at the Closing Date and the aggregate number of Rights Shares which have been accepted by the Applicant by way of the ARE and/or the ARS (as the case may be) and by Electronic Application through an ATM of a Participating Bank. The Company and/or the CDP, in determining the number of Rights Shares which the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE and/or the ARS, or by way of the acceptance through Electronic Application through an ATM of a Participating Bank.

6. If applicable, in the event that the Applicant applies for Excess Rights Shares by way of ARE and by Electronic Application through an ATM of a Participating Bank, the Company and/or the CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as the Company and/or the CDP may, in their/its absolute discretion, deem fit. In determining the number of Excess Rights Shares which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of Excess Rights Shares not exceeding the aggregate number of Excess Rights Shares for which he has applied by way of ARE and by way of application through Electronic Application through an ATM of a Participating Bank. The Company and/or the CDP, in determining the number of Excess Rights Shares which the Applicant has given valid instructions for the application, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application of the Excess Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE, or by way of application through Electronic Application through an ATM of a Participating Bank.

7. The Applicant irrevocably requests and authorises the Company to:

   (a) register or to procure the registration of the Rights Shares and (if applicable) the Excess Rights Shares allotted to the Applicant in the name of the CDP for deposit into his Securities Account;

(b) return (without interest or any share of revenue or other benefit arising therefrom) the acceptance/application monies, should his Electronic Application in respect of the Rights Shares and/or Excess Rights Shares applied for not be accepted by the Company for any reason, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within three (3) business days after the commencement of trading of the Rights Shares; and

(c) return (without interest or any share of revenue or other benefit arising therefrom) the balance of the application monies, should his Electronic Application for Excess Rights Shares be accepted in part only, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within three (3) business days after the commencement of trading of the Rights Shares.

8. **BY MAKING AN ELECTRONIC APPLICATION, THE APPLICANT CONFIRMS THAT HE IS NOT ACCEPTING/APPLYING FOR THE RIGHTS SHARES AS A NOMINEE OF ANY OTHER PERSON.**

9. The Applicant irrevocably agrees and acknowledges that his Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of the CDP, the Participating Banks, the Company and/or the Share Registrar) and any events whatsoever beyond the control of the CDP, the Participating Banks, the Company and/or the Share Registrar, and if, in any such event, the CDP, the Participating Banks, the Company and/or the Share Registrar do not record or receive the Applicant's Electronic Application by **9.30 p.m. on 3 February 2017**, or such data or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application and the Applicant shall have no claim whatsoever against the CDP, the Participating Banks, the Company and/or the Share Registrar for any purported acceptance thereof and (if applicable) Excess Application therefor, or for any compensation, loss or damage in connection therewith or in relation thereto.

10. **Electronic Applications may only be made through ATMs of the Participating Banks between 9.00 a.m. and 9.30 p.m. on 19 January 2017, and from Mondays to Saturdays between 7.00 a.m. and 9.30 p.m., excluding public holidays, between 20 January 2017 and 3 February 2017.**

11. **Electronic Applications shall close at 9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

12. All particulars of the Applicant in the records of his Participating Bank at the time he makes his Electronic Application shall be deemed to be true and correct and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in the particulars of the Applicant after the time of the making of his Electronic Application, the Applicant shall promptly notify his Participating Bank.

13. The Applicant must have sufficient funds in his bank account(s) with his Participating Bank at the time he makes his Electronic Application, failing which his Electronic Application will

not be completed. Any Electronic Application made through ATMs of the Participating Banks which does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.

14. Where an Electronic Application is not accepted, it is expected that the full amount of the acceptance/application monies will be refunded in Singapore dollars (without interest or any share of revenue or other benefit arising therefrom) to the Applicant by being automatically credited to the Applicant's bank account with the relevant Participating Bank within three (3) business days after the commencement of trading of the Rights Shares. An Electronic Application may also be accepted in part, in which case the balance amount of acceptance/application monies will be refunded on the same terms.

15. In consideration of the Company arranging for the Electronic Application facility through the ATMs of the Participating Banks and agreeing to close the Rights Issue at **9.30 p.m. on 3 February 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), and by making and completing an Electronic Application, the Applicant agrees that:

    (a) his Electronic Application is irrevocable (whether or not, to the extent permitted by law, any supplementary document or replacement document referred to in Section 241 of the SFA is lodged with the Authority);

    (b) his Electronic Application, the acceptance by the Company and the contract resulting therefrom shall be governed by and construed in accordance with the laws of Singapore and he irrevocably submits to the non-exclusive jurisdiction of the Singapore courts;

    (c) none of the Company, the CDP, the Participating Banks nor the Share Registrar shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to his Electronic Application to the Company or the CDP due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 above or to any cause beyond their respective control;

    (d) he will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of the provisionally allotted Rights Shares and (if applicable) acceptance of his application for Excess Rights Shares;

    (e) in respect of the Rights Shares and/or Excess Rights Shares for which his Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Company and not otherwise, notwithstanding any payment received by or on behalf of the Company; and

    (f) unless expressly provided to the contrary in this Offer Information Statement or the Electronic Application with respect to enforcement against the Applicant, a person who is not a party to any contracts made pursuant to this Offer Information Statement or the Electronic Application has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B, of Singapore to enforce any term of such contracts. Notwithstanding any term contained in this Offer Information Statement or the Electronic Application, the consent of any third party is not required for any subsequent agreement by the parties

hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

16. The Applicant should ensure that his personal particulars as recorded by both the CDP and the relevant Participating Banks are correct and identical, otherwise, his Electronic Application may be liable to be rejected. The Applicant should promptly inform the CDP of any change in his address, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with the CDP.

17. The existence of a trust will not be recognised. Any Electronic Application by an Applicant must be made in his own name and without qualification. The Company will reject any application by any person acting as nominee.

18. In the event that the Applicant accepts or subscribes for the provisionally allotted Rights Shares or (if applicable) applies for Excess Rights Shares, as the case may be, by way of the ARE and/or the ARS and/or by way of Electronic Application through any ATM of the Participating Banks, the provisionally allotted Rights Shares and/or Excess Rights Shares will be allotted in such manner as the Company or the CDP may, in their absolute discretion, deem fit and the surplus acceptance and (if applicable) application monies, as the case may be, will be refunded, without interest or any share of revenue or other benefit arising therefrom, within three (3) business days after the commencement of trading of the Rights Shares by any one or a combination of the following:

    (a) by means of a crossed cheque sent **BY ORDINARY POST AT HIS OWN RISK** to his mailing address as maintained with the CDP if he accepts and (if applicable) applies through the CDP; and/or

    (b) crediting the Applicant's bank account with the Participating Bank at his own risk if he accepts and (if applicable) applies through an ATM of that Participating Bank.

19. The Applicant hereby acknowledges that, in determining the total number of Rights Shares represented by the provisional allotment of Rights Shares which he can validly accept, the Company and the CDP are entitled, and the Applicant hereby authorises the Company and the CDP, to take into consideration:

    (a) the total number of Rights Shares represented by the provisional allotment of Rights Shares which the Applicant has validly accepted, whether under the ARE and/or the ARS or any other form of acceptance (including Electronic Application through an ATM) for the Rights Shares;

    (b) the total number of Rights Shares represented by the provisional allotment of Rights Shares standing to the credit of the Applicant's Securities Account which is available for acceptance; and

    (c) the total number of Rights Shares represented by the provisional allotment of Rights Shares which has been disposed of by the Applicant.

    The Applicant hereby acknowledges that the Company's and the CDP's determination shall be conclusive and binding on him.

20. The Applicant irrevocably requests and authorises the Company and/or the CDP to accept instructions from the Participating Bank through whom the Electronic Application is made in respect of the provisional allotment of Rights Shares accepted by the Applicant and (if applicable) the Excess Rights Shares for which the Applicant has applied.

21. With regard to any acceptance and/or application which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL, and/or any other application form for the Right Shares in relation to the Rights Issue or which does not comply with the instructions for Electronic Application or with the terms and conditions of this Offer Information Statement, or in the case of an application by the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Company may, at its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittances at any time after receipt in such manner as it may deem fit.

22. The Company and the CDP shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application of Excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid and evidence of payment (or overpayment) in other applications shall not constitute, or be construed as an affirmation of such invalid application and (if applicable) application for Excess Rights Shares.

DIRECTORS' RESPONSIBILITY STATEMENT

Dated this 17th day of January 2017.

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Offer Information Statement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue, the Company, and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Offer Information Statement misleading. Where information in this Offer Information Statement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Offer Information Statement in its proper form and context.

THE DIRECTORS OF TAT HONG HOLDINGS LTD

DR LEONG HORN KEE
Independent Chairman

NG SAN TIONG
Managing Director

LOW SEOW JUAN
Independent Director

MAK LYE MUN
Independent Director

NG SANG KUEY
Executive Director

ONG TIEW SIAM
Independent Director

TSE PO SHING ANDY
Non-Independent Director

NG CHEN WEI
Executive Director

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