



TEXCHEM-PACK HOLDINGS (S) LTD.

(Company Registration No. 200308296H)
(Incorporated in the Republic of Singapore)

**DIRECTED DELISTING OF AND EXIT OFFER FOR
TEXCHEM-PACK HOLDINGS (S) LTD.**

ANNOUNCEMENT RELEASED BY THE OFFEROR

1. INTRODUCTION

1.1 The Board of Directors of Texchem-Pack Holdings (S) Ltd. (the “**Company**”) refers to:

- (a) the exit offer letter dated 28 January 2016 (the “**Exit Offer Letter**”) in relation to:
 - (i) the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) directing the delisting of the Company pursuant to Rule 1315 of the Listing Manual of the SGX-ST (the “**Listing Manual**”) and directing the Company or its controlling shareholder to comply with Rules 1306 and 1309 of the Listing Manual to provide a reasonable exit offer to the shareholders of the Company (the “**Shareholders**”); and
 - (ii) the exit cash offer (the “**Exit Offer**”) by Texchem Resources Bhd. (the “**Offeror**”) to acquire all the issued ordinary shares in the capital of the Company (the “**Shares**”), other than those already owned, controlled or agreed to be acquired by the Offeror as at the date of the Exit Offer, and
- (b) the letter to Shareholders dated 8 March 2016 relating to the right and intention of the Offeror to exercise its right of compulsory acquisition under and subject to Section 215(1) of the Companies Act to compulsorily acquire, at a price equal to the Offer Price of S\$0.105 in cash for each Share, all the Shares of the Shareholders (“**Dissenting Shareholders**”) in respect of which acceptances have not been received by it pursuant to the Exit Offer (the “**Compulsory Acquisition**”).

1.2 Unless otherwise defined or the context otherwise requires, capitalised terms used in this Announcement shall have the same meaning as defined in the Exit Offer Letter.

2. ANNOUNCEMENT RELEASED BY THE OFFEROR

2.1 The Company wishes to announce that the Offeror had today released an announcement via the Bursa Listing Information Network (Bursa Link) relating to the exercise of its right of Compulsory Acquisition to acquire the Shares of the Dissenting Shareholders (the “**Offeror’s Announcement**”).

2.2 A copy of the Offeror’s Announcement is attached to this Announcement for Shareholders’ reference.

3. RESPONSIBILITY STATEMENT

The Directors (including any director who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed herein which relate to the Company and its subsidiaries are fair and accurate and that no material facts which relate to the Company and its subsidiaries have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading in any material respect. The Directors jointly and severally accept responsibility accordingly. The Directors do not accept any responsibility for the Offeror's Announcement.

By Order of the Board of Directors
TEXCHEM-PACK HOLDINGS (S) LTD.

Kim Seah Teck Kim
Independent Director
11 April 2016