

**PROPOSED CORPORATE ACTIONS**

- (I) TRANSFER OF LISTING FROM MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”) TO THE CATALIST BOARD OF THE SGX-ST; AND**
  - (II) RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE (“RIGHTS ISSUE”)**
  - RECEIPT OF SIC WAIVER**
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1. The board of directors (“**Board**”) of China Haida Ltd. (“**Company**”) refers to the announcement made by the Company on 28 June 2019 (“**Announcement**”), relating to the Catalyst Transfer and the Rights Issue (collectively, “**Corporate Actions**”). Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in the Announcement.
2. As set out in the Announcement, the subscription by the Investor of the Renounced Entitlements in accordance with the Deed of Subscription, whether under the Maximum Scenario or Minimum Scenario, will result in the Investor acquiring 30% or more of the voting rights of the Company. Accordingly, the Investor would incur an obligation to make a mandatory general offer for the Company under Rule 14 of the Code, unless such obligation to make a mandatory general offer is waived by the Securities Industry Council (“**SIC**”).
3. Accordingly, on 4 July 2019, an application was made to the SIC (“**SIC Application**”) to seek a waiver of the obligations of the Investor to make a mandatory general offer as a result of the subscription of the Renounced Entitlements in accordance with the Deed of Subscription.
4. The Board is pleased to announce that the SIC has on 6 August 2019 waived the requirement for the Investor to make a mandatory general offer for the Company under Rule 14 of the Code in the event he acquires more than 30% of the Company’s enlarged total number of voting rights arising from the fulfilment of his obligations under the Deed of Subscription, subject to the following conditions (“**SIC Waiver**”):
  - (a) a majority of holders of voting rights of the Company approve at a general meeting, before the Rights Issue, a resolution (“**Whitewash Resolution**”) by way of a poll to waive their rights to receive a general offer from the Investor;
  - (b) the Whitewash Resolution is separate from other resolutions;
  - (c) the Investor and his concert parties, as well as parties not independent of them abstain from voting on the Whitewash Resolution. For the avoidance of doubt, China Delta, LSW and Forbury as well as their concert parties should abstain from voting on the Whitewash Resolution;
  - (d) the Investor and his concert parties did not acquire or are not to acquire any shares or instruments convertible into and options in respect of shares of the Company (other than subscriptions for, rights to subscribe for, instruments convertible into or options in respect of new shares in the Company which have been disclosed in the circular):-
    - (i) during the period between the first announcement of the Rights Issue and the date shareholders’ approval is obtained for the Whitewash Resolution; and

- (ii) in the six (6) months prior to the first announcement of the Rights Issue but subsequent to negotiations, discussions or the reaching of understandings or agreements with the directors of the Company in relation to the Rights Issue;
  - (e) the Company appoints an independent financial adviser to advise its independent shareholders on the Whitewash Resolution;
  - (f) the Company sets out clearly in its circular to shareholders:-
    - (i) details of the Rights Issue, including the Deed of Subscription;
    - (ii) the dilution effect to existing holders of voting rights upon the subscription of the Rights Shares by the Investor;
    - (iii) the number and percentage of voting rights in the Company as well as the number of instruments convertible into, rights to subscribe for and options in respect of shares in the Company held by the Investor and his concert parties as at the latest practicable date;
    - (iv) the number and percentage of voting rights to be acquired by the Investor and his concert parties as a result of the Investor's subscription of the Rights Shares under the Deed of Subscription;
    - (v) specific and prominent reference to the fact that the subscription of the Rights Shares could result in the Investor and his concert parties holding shares carrying over 49% of the voting rights of the Company and to the fact that the Investor and his concert parties will be free to acquire further shares without incurring any obligation under Rule 14 of the Code to make a general offer; and
    - (vi) specific and prominent reference to the fact that shareholders, by voting for the Whitewash Resolution, are waiving their rights to a general offer from the Investor at the highest price paid by the Investor and his concert parties for the Company's shares in the past 6 months preceding the commencement of the offer;
  - (g) the circular by the Company to its shareholders states that the waiver granted by the SIC to the Investor from the requirement to make a general offer under Rule 14 is subject to the conditions stated at paragraphs 4(a) to 4(f) above;
  - (h) the Company obtains the SIC's approval in advance for those parts of the circular that refer to the Whitewash Resolution; and
  - (i) to rely on the Whitewash Resolution, the approval of the Whitewash Resolution must be obtained within three (3) months of the date of the SIC Waiver and the subscription of the Rights Shares by the Investor must be completed within three (3) months of the date of the approval of the Whitewash Resolution.
5. The Board would like to advise the Shareholders that although the SIC Waiver has been obtained, completion of the Corporate Actions is subject to certain conditions being fulfilled and there is no assurance that the Corporate Actions would be completed. Accordingly, Shareholders are advised to exercise caution before making any decision in respect of their dealings in the Company's shares. Shareholders who are in any doubt about this announcement should consult their stockbroker, bank manager, solicitor or other professional adviser.

**BY ORDER OF THE BOARD**  
CHINA HAIDA LTD.

Guo Yun  
Executive Director  
6 August 2019