

## STARLAND HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 20 October 2011)

(Company Registration No. 201131382E)

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### CLOSE OF OFFER AND SUSPENSION OF TRADING

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#### 1. Introduction

The Board of Directors (the "**Board**") of Starland Holdings Limited ("**Starland**" or the "**Company**") refers to the following documents:

- (a) the offer document dated 2 February 2016 (the "**Offer Document**") issued by UOB Kay Hian Private Limited, for and on behalf of GRP Chongqing Land Pte. Ltd. (the "**Offeror**"), in respect of a mandatory unconditional general cash offer (the "**Offer**") to acquire all the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**"), other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with the Offeror;
- (b) the announcement issued by the Company dated 5 February 2016 in relation to the loss of public float of the Shares (the "**Public Float Announcement**");
- (c) the circular dated 16 February 2016 (the "**Circular**") issued by the Company to the shareholders of the Company (the "**Shareholders**") in relation to the Offer; and
- (d) the announcement issued by the Offeror dated 1 March 2016 in relation to the close of Offer and the level of acceptances of Offer (the "**Close of Offer Announcement**").

*All capitalised terms used and not defined herein shall have the same meanings attributed to them in the Offer Document, the Public Float Announcement, the Circular or the Close of Offer Announcement (as the case may be).*

#### 2. Close of the Offer, Final Level of Acceptance and Shareholdings of the Offeror and Parties Acting in Concert with the Offeror (if any)

The Board wishes to inform the Shareholders that on 1 March 2016, the Offeror announced that the Offer has closed at 5.30 p.m. on 1 March 2016 (the "**Closing Date**"). Accordingly, the Offer is no longer open for acceptances and any acceptances received after 5.30 p.m. on the Closing Date will be rejected.

The Board further refers to paragraphs 3 and 4 of the Close of Offer Announcement which provide the final level of acceptances and aggregate shareholding which the Offeror has acquired as at 5.30 p.m. on the Closing Date.

Arising from the valid acceptances to the Offer as referred to in the Close of Offer Announcement, the total shareholding interest of the Offeror and his concert parties (if any) in the Company amount to an aggregate of 143,426,100 Shares, representing approximately 99.10% of the total issued Shares as at 1 March 2016.

Shareholders are encouraged to refer to the full text of the Close of Offer Announcement, a copy of which is available at [www.sgx.com](http://www.sgx.com).

### **3. Suspension of Trading and Listing Status**

As announced by the Company in the Public Float Announcement, pursuant to Rule 723 of the Catalist Rules, the Company must ensure that at least 10% of the total number of Shares in issue is held by the public (the “**Free Float Requirement**”). As the Free Float Requirement has been breached, trading of the Shares on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) will be suspended in accordance with Rule 1303(1) of the Catalist Rules with effect from 8.30 am on Wednesday, 2 March 2016.

Shareholders should note that as stated in the Close of Offer Announcement, as the Offeror intends to preserve the listing status of the Company on the Catalist and does not intend to exercise its rights of compulsory acquisition under Section 215(1) of the Companies Act, the Offeror reserves the right to take appropriate actions (and where necessary, together with the Company) to comply with Rules 723 and 1104 of the Catalist Rules such that at least 10% of the total number of Shares (excluding treasury shares) are held by at least 200 Shareholders who are members of the public.

Pursuant to Rule 724(2) of the Catalist Rules, the Company has a period of three (3) months from 2 March 2016, or such longer period as the SGX-ST may agree, to restore the public float.

### **4. Responsibility Statement**

The Directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and, where appropriate, no material facts have been omitted and they jointly and severally accept responsibility accordingly; and jointly and severally accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Document and the Close of Offer Announcement), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement in its proper form and context.

### **BY ORDER OF THE BOARD**

Peng Peck Yen  
Executive Director  
1 March 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr. Lance Tan, Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.