

SOOKEE GROUP

SOO KEE GROUP LTD.

(Company Registration No.: 201214694Z)

(Incorporated in the Republic of Singapore on 13 June 2012)

Sponsor, Issue Manager, Underwriter and Placement Agent



(Company Registration No.: 193500026Z)

(Incorporated in the Republic of Singapore)

Invitation in respect of 112,500,000 Invitation Shares comprising:

(a) 9,000,000 Offer Shares at S\$0.30 each by way of public offer; and

(b) 103,500,000 Placement Shares at S\$0.30 each by way of placement, payable in full on application.

Unless otherwise defined, all capitalised terms used in this announcement have the same meanings as defined in the offer document of Soo Kee Group Ltd. (the "**Company**") registered by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") acting as agent on behalf of the Monetary Authority of Singapore on 11 August 2015 (the "**Offer Document**").

Application Results

The Board of Directors of the Company is pleased to announce that, as at the close of the Application List at 12.00 noon on 18 August 2015, there were 1,090 valid applications for the 9,000,000 Offer Shares available to the public for subscription. These applicants applied for an aggregate of 29,993,000 Offer Shares, with application monies received amounting to approximately S\$9.0 million. Based on 9,000,000 Offer Shares available to the public for subscription and valid applications received for 29,993,000 Offer Shares, the Offer was approximately 3.3 times subscribed. All of the 103,500,000 Placement Shares available for subscription were validly subscribed for with application monies received for these Placement Shares amounting to approximately S\$31.1 million.

Based on the Invitation size of 112,500,000 Invitation Shares and the total valid applications received amounting to 123,793,000 Invitation Shares (comprising valid applications received for 29,993,000 Offer Shares and 93,800,000 Placement Shares, excluding the Invitation Shares validly subscribed for by connected persons and persons in Rule 424 and Rule 428 of the Listing Manual as shown below), the Invitation was approximately 1.1 times subscribed.

Allotment and/or Allocation of Invitation Shares

To ensure a reasonable spread of Shareholders, the Board of Directors of the Company, in consultation with the Sponsor and Issue Manager, has decided on the following basis of allotment and/or allocation for the Offer Shares:

| Range of Offer Shares applied for ('000) | Balloting ratio | Number of Offer Shares allotted and/or allocated per successful applicant | Percentage of total number of Offer Shares available under the Offer (%) | Number of successful applicants |
|--|-----------------|---|--|---------------------------------|
| 1 | 1:1 | 1,000 | 0.35 | 104 |
| 2 to 9 | 1:1 | 2,000 | 4.31 | 333 |
| 10 to 49 | 1:1 | 7,000 | 25.63 | 484 |
| 50 to 99 | 1:1 | 16,000 | 11.97 | 67 |
| 100 to 499 | 1:1 | 28,000 | 34.40 | 93 |
| 500 to 999 | 1:1 | 84,000 | 6.67 | 4 |
| 1,000 and above | 1:1 | 166,000 | 16.67 | 5 |
| | | | 100.00 | 1,090 |

There were no invalid applications for the Placement Shares. The spread of placees for the 103,500,000 Placement Shares that have been validly allotted and/or allocated is as follows:

| Range of Placement Shares applied for ('000) | Number of placees |
|--|-------------------|
| 1 to 9 | 54 |
| 10 to 49 | 377 |
| 50 to 99 | 74 |
| 100 to 499 | 138 |
| 500 to 999 | 19 |
| 1,000 and above | 31 |
| | 693 |

Rule 424 and Rule 428 of the Listing Manual

Pursuant to Rule 424 and Rule 428 of the Listing Manual, after having taken all reasonable steps to obtain the necessary confirmations, the persons specified under Rule 424 and Rule 428 of the Listing Manual who have applied for and have been allotted and/or allocated the Invitation Shares are as follows:

| Name of holder | Relationship ⁽¹⁾ | Number of Placement Shares | Circumstances giving rise to the allotment and/or allocation |
|-----------------------|---|----------------------------|--|
| Tan Yang Hong | Spouse of Lim Yong Guan and sister-in-law of Lim Yong Sheng and Lim Liang Eng | 2,153,000 | Allotted and/or allocated under the Placement |
| Lim Liang Soh | Sister of Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng | 2,138,000 | Allotted and/or allocated under the Placement |
| Lim Liang Keng | Sister of Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng | 2,138,000 | Allotted and/or allocated under the Placement |
| Lim Liang Cheng | Sister of Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng | 2,138,000 | Allotted and/or allocated under the Placement |
| Wong Jak | Spouse of Lim Liang Cheng and brother-in-law of Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng | 833,000 | Allotted and/or allocated under the Placement |
| Lau Wan Kei, Angelina | Daughter of Lim Liang Eng and niece of Lim Yong Guan and Lim Yong Sheng | 300,000 | Allotted and/or allocated under the Placement |

(1) *Lim Yong Guan is the Non-Executive Chairman, Lim Yong Sheng is the Executive Director and Group Chief Executive Officer, Lim Liang Eng is the Executive Director and Group Chief Operating Officer, Lim Liang Cheng is the Area Manager, Malaysia Operations, Wong Jak is the General Manager, Malaysia Operations of the Group and Lau Wan Kei, Angelina is the General Manager, Singapore Operations of the Group. Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng hold all of the equity interests of Soo Kee Capital Pte. Ltd., which is the Controlling Shareholder of the Company.*

Pursuant to Part IX, Chapter 4 of the Listing Manual, Tan Yang Hong, Lim Liang Soh, Lim Liang Keng, Lim Liang Cheng, Wong Jak and Lau Wan Kei, Angelina have each undertaken to the Sponsor, Issue Manager, Underwriter and Placement Agent not to sell, contract to sell, offer, realise, transfer, assign, grant any option or right to acquire, pledge, grant any security over, directly or indirectly, or otherwise dispose of or encumber (a) any part of their respective equity interests in the Company for a period of six (6) months from the date of admission of the Company to Catalyst; and (b) more than 50.0% of their respective equity interests in the Company (adjusted for any bonus issue or sub-division of Shares) for a period of six (6) months thereafter.

Save as disclosed above, there are no other persons specified under Rule 424 and Rule 428 of the Listing Manual who were allotted and/or allocated the Invitation Shares. Should it subsequently come to the attention of the Sponsor and Issue Manager that there are such persons specified under Rule 424 and Rule 428 of the Listing Manual who have applied for and have been allotted and/or allocated the Invitation Shares, an appropriate announcement, via SGXNET, will be made before trading commences at 9.00 a.m. on 20 August 2015.

Substantial Applications

To the best of the knowledge and belief of the Company, and the Sponsor and Issue Manager, there are no persons who have applied for and who have been allotted and/or allocated 5.0% or more of the Invitation Shares.

Commencement of Trading and Refunds

The Shares are expected to commence trading on a "ready" basis at 9.00 a.m. on 20 August 2015, subject to the SGX-ST being satisfied that all conditions necessary for the commencement of trading in the Shares on a "ready basis" have been fulfilled.

Monies paid in respect of unsuccessful applications using printed Application Forms are expected to be returned to the applicants by ordinary post (without interest or any share of revenue or other benefit arising therefrom) within 24 hours of balloting of applications, at the applicants' own risk and in accordance with the terms, conditions and procedures set out in the section entitled "Terms, Conditions and Procedures for Application and Acceptance" in Annex F of the Offer Document (the "**Instructions**"). For unsuccessful Electronic Applications, it is expected that the full amount of the application monies (without interest or any share of revenue or other benefit arising therefrom) will be refunded to the applicant by being automatically credited to the applicants' accounts with their respective Participating Banks within 24 hours of balloting of applications in accordance with the terms, conditions and procedures set out in the Instructions.

In respect of partially successful applications, the balance of the application monies is expected to be refunded to the applicants by ordinary post (without interest or any share of revenue or other benefit arising therefrom) at their own risk (in the case of applications made using printed Application Forms) or through the crediting of the relevant amount to the applicants' accounts with their respective Participating Banks (in the case of Electronic Applications) within 14 days after the close of the Application List provided that the remittance in respect of such application which has been presented for payment or other processes have been honoured and the application monies have been received in the designated share issue account.

To find out if you have been allotted and/or allocated any Invitation Shares, please call The Central Depository (Pte) Limited ("**CDP**") at 6535 7511 using your T-PIN. To sign up for the service, applicants may contact CDP's customer service officers for an application form.

The Board of Directors of the Company wishes to thank all applicants who have applied for the Invitation Shares, the relevant authorities and all who have helped in one way or another in the Invitation, for their support and assistance.

Issued by
UNITED OVERSEAS BANK LIMITED

For and on behalf of
SOO KEE GROUP LTD.
20 August 2015

*This announcement and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited ("**Sponsor**") for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

The contact persons for the Sponsor are Mr Khong Choun Mun, Managing Director, Equity Capital Markets and Mr David Tham, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624. Telephone: +65 6533 9898.