



(Incorporated in the Republic of Singapore)
(Company Registration No. 201414628C)

PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE

- NOTICE OF BOOKS CLOSURE DATE

Unless otherwise defined or the context otherwise requires, all capitalised terms used herein bear the same meanings as in the Announcements (as defined below).

The board of directors (“**Board**”) of MS Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 21 August 2018 and 15 September 2018 (the “**Announcements**”) in relation to the renounceable non-underwritten Rights cum Warrants Issue of up to 81,600,000 Rights Shares with up to 20,400,000 free detachable Warrants in the capital of the Company.

1. **BOOKS CLOSURE DATE**

NOTICE IS HEREBY GIVEN that the register of members and the share transfer books of the Company will be closed at **5.00 p.m. (Singapore time)** on **3 October 2018** (the “**Books Closure Date**”) for the purpose of determining the provisional allotments of Rights Shares with Warrants to Entitled Shareholders, which comprise Entitled Depositors and Entitled Scripholders.

2. **ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS CUM WARRANTS ISSUE**

2.1 Entitled Shareholders are at liberty to accept in full or in part, decline or otherwise renounce or in the case of Entitled Depositors only, trade on the SGX-ST in part or in full (during the provisional allotment trading period prescribed by the SGX-ST), their provisional allotments of Rights Shares with Warrants and are eligible to apply for additional Rights Shares with Warrants in excess of their provisional allotments under the Rights cum Warrants Issue.

2.2 **Entitled Depositors**

Entitled Depositors are Shareholders whose Securities Accounts with CDP are credited with Shares as at 5.00 p.m. (Singapore time) on the Books Closure Date and who have registered addresses in Singapore with CDP as at the Books Closure Date. Entitled Depositors will be provisionally allotted the Rights Shares with Warrants under the Rights cum Warrants Issue on the basis of the number of Shares standing to the credit of their Securities Accounts with CDP as at 5.00 p.m. (Singapore time) on the Books Closure Date.

To be “**Entitled Depositors**”, Depositors must have registered addresses in Singapore with CDP as at the Books Closure Date or if they have registered addresses outside Singapore, must provide CDP, at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588, with addresses in Singapore no later than 5.00 p.m. (Singapore time) on the date being three (3) market days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares with Warrants under the Rights cum Warrants Issue.

2.3 Entitled Scripholders

Entitled Scripholders are Shareholders whose share certificates are not deposited with CDP and whose Shares are not registered in the name of CDP, and who have registered addresses in Singapore with the Company as at the Books Closure Date.

Duly completed and stamped transfers (in respect of Shares not registered in the name of CDP) together with all relevant documents of title received up to 5.00 p.m. (Singapore time) on the Books Closure Date by the Share Registrar at 80 Robinson Road, #02-00, Singapore 068898 will, subject to the Constitution of the Company, be registered to determine the Scripholders' provisional allotments of Rights Shares with Warrants under the Rights cum Warrants Issue.

To be "**Entitled Scripholders**", Scripholders must have registered addresses in Singapore with the Company as at the Books Closure Date or if they have registered addresses outside Singapore, must provide the Share Registrar at 80 Robinson Road, #02-00, Singapore 068898, with addresses in Singapore no later than 5.00 p.m. on the date being three (3) market days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares with Warrants under the Rights cum Warrants Issue.

2.4 Foreign Shareholders

For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the Rights Shares with Warrants will **NOT** be provisionally allotted to Shareholders with registered addresses outside Singapore as at the Books Closure Date and who have not, at least three (3) market days prior to the Books Closure Date, provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents (the "**Foreign Shareholders**"), and the Offer Information Statement and its accompanying documents will not be despatched to Foreign Shareholders or into any jurisdictions outside of Singapore. Accordingly, no provisional allotments of the Rights Shares with Warrants will be made to the Foreign Shareholders and no purported acceptance thereof or applications thereof by Foreign Shareholders will be valid.

Foreign Shareholders who wish to be eligible to participate in the Rights cum Warrants Issue may provide an address in Singapore for the service of notices and documents, by notifying in writing, (a) in the case of Depositors, to CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588 or (b) in the case of Scripholders, to MS Holdings Limited c/o the Share Registrar at 80 Robinson Road, #02-00, Singapore 068898, no later than 5.00 p.m. (Singapore time) on the date being three (3) market days prior to the Books Closure Date.

If it is practical to do so, arrangements may, at the absolute discretion of the Company, be made for the provisional allotments of Rights Shares with Warrants which would otherwise have been provisionally allotted to Foreign Shareholders to be sold "nil-paid" on Catalist as soon as practicable after dealings in the provisional allotments of Rights Shares with Warrants commence, or dealt with in such manner as the directors of the Board may, in their absolute discretion, deem fit in the interests of the Company, and no Foreign Shareholder or persons acting for the account or benefit of any such persons shall have any claim whatsoever against the Company, the Manager, the Share Registrar, CDP or their respective officers in connection therewith. The net proceeds from all such sales will be dealt with in accordance with the terms set out in the Offer Information Statement to be issued by the Company in connection with the Rights cum Warrants Issue and lodged with the SGX-ST acting as agent on behalf of the Monetary Authority of Singapore, and despatched to Entitled Shareholders in due course.

For the avoidance of doubt, Foreign Shareholders who are Scripholders and who have previously requested the Share Registrar to register a Singapore address for a rights issue of another company or corporation listed or quoted on the SGX-ST are required to notify and provide the Share Registrar

with a Singapore address in writing again if they wish to be eligible to participate in the Rights cum Warrants Issue.

By Order of the Board

Yap Chin Hock
Executive Director and Chief Executive Officer
21 September 2018

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited ("**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**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.

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