



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

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## PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE

### - LODGEMENT AND DESPATCH OF THE OFFER INFORMATION STATEMENT

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*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, 15 September 2018 and 21 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. Lodgement of the Offer Information Statement and its Accompanying Documents

The Board is pleased to announce that the Offer Information Statement dated 3 October 2018 relating to the Rights cum Warrants Issue (the “**Offer Information Statement**”), together with the Application Form for Rights Shares with Warrants and Excess Rights Shares with Warrants (the “**ARE**”), the Application Form for Rights Shares with Warrants (“**ARS**”) and the Provisional Allotment Letter (the “**PAL**”), all of which are issued by the Company in connection with the Rights cum Warrants issue, have been lodged with the SGX-ST, acting as agent on behalf of the Monetary Authority of Singapore (“**Authority**”) today. A copy of the Offer Information Statement is attached hereto.

#### 2. Despatch of the Offer Information Statement and its Accompanying Documents

The Offer Information Statement, together with a copy of the ARE or PAL, as the case may be, will be despatched to Entitled Shareholders on or about 8 October 2018.

#### 3. Collection of the Offer Information Statement and its Accompanying Documents

Entitled Shareholders who do not receive the Offer Information Statement and its accompanying documents (the ARE or the PAL, as the case may be) within a week from 8 October 2018 may during the period up to 5.00 p.m. on 22 October 2018 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) obtain copies of the documents from (a) in the case of Entitled Depositors, The Central Depository (Pte) Limited (“**CDP**”); or (b) in the case of Entitled Scripholders, the Share Registrar, at the addresses stated below:

##### CDP

The Central Depository (Pte) Limited  
9 North Buona Vista Drive,  
#01-19/20 The Metropolis,  
Singapore 138588

##### Share Registrar

Tricor Barbinder Share Registration Services  
80 Robinson Road,  
#11-02,  
Singapore 068898

Purchasers of the provisional allotments of Rights Shares with Warrants (“**Purchasers**”) who do not receive the ARS, accompanied by this Offer Information Statement and other accompanying documents, may also obtain copies of the same from CDP (at the address stated above) during the period up to 5.00 p.m. on 22 October 2018 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

#### **4. Acceptances of Provisional Allotments of Rights Shares with Warrants and Applications for Excess Rights Shares with Warrants under the Rights cum Warrants Issue**

Acceptances of provisional allotments of Rights Shares with Warrants and (if applicable) applications for excess Rights Shares with Warrants under the Rights cum Warrants Issue may only be made:

- (a) in the case of Entitled Depositors, by way of the ARE through CDP, or by way of an Electronic Application through an ATM of a Participating Bank (as defined in the Offer Information Statement); or
- (b) in the case of Entitled Scripholders, by way of the PAL through the Share Registrar.

More information on the procedures for, and terms and conditions applicable to, acceptances, payments, renunciations, splittings and/or sales of the provisional allotments of Rights Shares with Warrants and for the applications for excess Rights Shares with Warrants, including the different modes of acceptances or applications and payments are set out in the Offer Information Statement and the relevant forms.

#### **5. Trading Period for “nil-paid” Rights Shares with Warrants**

The trading period for the provisional allotments of Rights Shares with Warrants (or “nil-paid” Rights Shares with Warrants) (“**Nil-Paid Rights**”) on the Catalist will commence at 9.00 a.m. on 8 October 2018 and will end at 5.00 p.m. on 16 October 2018. Entitled Depositors who sell their Nil-Paid Rights during this period need not forward the ARE to the Purchasers as arrangements will be made by CDP for a separate ARS to be issued to the Purchasers whose mailing addresses maintained with CDP are in Singapore.

Purchasers should note that CDP will, for and on behalf of the Company, send the ARS, accompanied by the Offer Information Statement and its accompanying documents, by ordinary post and at the Purchasers' own risk, to their respective Singapore addresses as registered with CDP.

For the avoidance of doubt, only Entitled Shareholders (and not the Purchasers or the renounees) shall be entitled to apply for additional Rights Shares with Warrants in excess of their provisional allotments.

The Offer Information Statement and its accompanying documents will not be despatched to Purchasers whose registered addresses are outside Singapore as at the Books Closure Date and who had not, at least three (3) market days prior to the Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents (“**Foreign Purchasers**”). Foreign Purchasers who wish to accept the Nil-Paid Rights credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore. Foreign Purchasers are advised that their participation in the Rights cum Warrants Issue may be restricted or prohibited by the laws of the jurisdiction in which they are located or resident. The Company further reserves the right to reject any acceptances of the Rights Shares with Warrants and/or application for excess Rights Shares with Warrants where it believes, or has reason to believe, that such acceptance and/or application may violate the applicable legislation of any jurisdiction.

#### **6. Indicative Timetable of Key Events**

Entitled Shareholders should take note of the following important dates and times relating to the Rights cum Warrants Issue:

Shares trade ex-rights	:	1 October 2018 from 9.00 a.m.
Books Closure Date	:	3 October 2018 at 5.00 p.m.
Date of lodgement of the Offer Information Statement with the SGX-ST, acting as agent on behalf of the Authority	:	3 October 2018
Despatch of the Offer Information Statement (together with the ARE or PAL, as the case may be) to Entitled Shareholders	:	8 October 2018
Commencement of trading of Nil-Paid Rights	:	8 October 2018 from 9.00 a.m.
Last date and time for splitting and trading of Nil-Paid Rights	:	16 October 2018 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares with Warrants	:	22 October 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for acceptance of and payment for Rights Shares with Warrants by renounees	:	22 October 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for application and payment for excess Rights Shares with Warrants	:	22 October 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Expected date for issuance of Rights Shares	:	26 October 2018
Expected date for issuance of Warrants	:	29 October 2018
Expected date for crediting of Rights Shares and Warrants	:	29 October 2018
Expected date for refund of unsuccessful or invalid applications (if made through CDP)	:	30 October 2018
Expected date and time for the listing and commencement of trading of Rights Shares on the SGX-ST	:	30 October 2018 at 9.00 a.m.
Expected date and time for the listing and commencement of trading of Warrants (subject to there being an adequate spread of holdings of the Warrants to provide for an orderly market in	:	31 October 2018 at 9.00 a.m.

the trading of the Warrants) on the SGX-ST

The above timetable is indicative only and is subject to change. As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the SGX-ST, the Sponsor and/or CDP, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

#### **By Order of the Board**

Yap Chin Hock  
Executive Director and Chief Executive Officer  
3 October 2018

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*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.*

*The contact person for the Sponsor is Mr Chia Beng Kwan, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.*