AN IMPORTANT NOTICE TO TAT HONG HOLDINGS LTD ("**TAT HONG**" OR "**COMPANY**") SHAREHOLDERS FROM THSC INVESTMENTS PTE. LTD. ("**OFFEROR**")

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF THAT JURISDICTION. THIS ADVERTISEMENT SHALL NOT CONSTITUTE AN OFFER TO BUY SECURITIES IN ANY JURISDICTION WHERE SUCH OFFER IS UNLAWFUL OR UNAUTHORISED.

SHAREHOLDERS ARE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THEIR SHARES AND REFRAIN FROM TAKING ANY ACTION IN RELATION TO THEIR SHARES WHICH MAY BE PREJUDICIAL TO THEIR INTERESTS UNTIL THEY OR THEIR ADVISERS HAVE CONSIDERED THE INFORMATION AND RECOMMENDATION OF THE DIRECTORS OF TAT HONG WHO ARE CONSIDERED TO BE INDEPENDENT FOR THE PURPOSES OF THE OFFER ("**INDEPENDENT DIRECTORS**") AND THE ADVICE OF THE INDEPENDENT FINANCIAL ADVISER TO THE INDEPENDENT DIRECTORS ("**IFA**") ON THE OFFER AS SET OUT IN THE CIRCULAR FROM THE COMPANY TO ITS SHAREHOLDERS ISSUED ON 6 APRIL 2018 ("**CIRCULAR**") AND THE SUPPLEMENTAL LETTER FROM THE COMPANY TO ITS SHAREHOLDERS ISSUED ON 4 MAY 2018 ("**SUPPLEMENTAL LETTER**").

*ALL CAPITALISED TERMS USED AND NOT DEFINED IN THIS ADVERTISEMENT SHALL HAVE THE SAME MEANINGS GIVEN TO THEM IN THE OFFER DOCUMENT DATED 29 MARCH 2018 ("**OFFER DOCUMENT**"), UNLESS OTHERWISE EXPRESSLY STATED OR THE CONTEXT OTHERWISE REQUIRES.*

# VOLUNTARY CONDITIONAL CASH OFFER FOR TAT HONG HOLDINGS LTD

TAT HONG HOLDINGS LTD
(Incorporated in the Republic of Singapore)
(Company Registration No. 199105392H)

If you validly accept the Offer and the Offer becomes or is declared to be unconditional in all respects in accordance with its terms, you will get:

| 1,000 Offer Shares = S$550 | 10,000 Offer Shares = S$5,500 | 50,000 Offer Shares = S$27,500 |
|---|---|---|

**IF YOU WISH TO ACCEPT THE OFFER**

FURTHER DETAILS OF THE PROCEDURES FOR ACCEPTANCE OF THE OFFER ARE SET OUT IN APPENDIX VII TO THE OFFER DOCUMENT AND IN THE FAA AND/OR FAT.

**ACCEPTANCES SHOULD BE RECEIVED BY**
**5.30 P.M. (SINGAPORE TIME) ON 14 MAY 2018,**
OR SUCH LATER DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE OFFEROR.

**FINAL OFFER PRICE:**
**S$0.55**
**IN CASH**
**FOR EACH OFFER SHARE**

**NO FURTHER INCREASE AS THE OFFEROR DOES NOT INTEND TO REVISE THE FINAL OFFER PRICE**

AS AT 5.00 P.M. (SINGAPORE TIME) ON 7 MAY 2018, THE TOTAL NUMBER OF (A) SHARES OWNED, CONTROLLED OR AGREED TO BE ACQUIRED BY THE OFFEROR AND (B) VALID ACCEPTANCES TO THE OFFER, AMOUNT TO AN AGGREGATE OF 634,615,707 SHARES, REPRESENTING **APPROXIMATELY 84.26% OF THE TOTAL NUMBER OF ISSUED SHARES**[I].

**THE OFFEROR REQUIRES ADDITIONAL SHARES[II] OF APPROXIMATELY 5.74% OF THE TOTAL NUMBER OF ISSUED SHARES IN ORDER TO MEET THE 90% ACCEPTANCE CONDITION[I,III].**

Shareholders are advised to read (a) the recommendation of the Independent Directors; and (b) the advice of the IFA to the Independent Directors on the Offer, as set out in the Circular and Supplemental Letter.

## 90% ACCEPTANCE CONDITION

The Offer is conditional upon the Offeror holding not less than 90% of the Shares as at the close of the Offer. Otherwise, the Offer will fail and the Offeror will return all Offer Shares tendered in acceptance of the Offer.

## WHEN YOU WILL RECEIVE PAYMENT

(a) If you accept the Offer on or before the Offer Unconditional Date, you will receive payment **within seven business days of the Offer Unconditional Date**.

(b) If you accept after the Offer Unconditional Date but before the Offer closes, you will receive payment within seven business days of the date of receipt of your valid acceptance.

## WHO TO CALL IF YOU NEED HELP

OCBC Bank

**+65 6530 1275**
(during office hours)

[I] As set out in the announcement dated 8 May 2018 released by OCBC Bank, for and on behalf of the Offeror. Please refer to the announcement for further details. All references to the total number of issued Shares shall be to 753,205,207 Shares (excluding 3,908,900 Shares held by the Company as treasury shares).

[II] (a) Shares owned, controlled or agreed to be acquired by the Offeror; and (b) valid acceptances to the Offer.

[III] **Offer conditional upon 90% acceptances:** The Offer is conditional upon the Offeror having received, by the close of the Offer, valid acceptances in respect of such number of Shares which, when taken together with Shares owned, controlled or agreed to be acquired by the Offeror (either before or during the Offer), will result in the Offeror holding not less than **90% of the Shares** as at the close of the Offer ("**90% Acceptance Condition**").

**IMPORTANT NOTICE**

The information in this Advertisement should be read in conjunction with the Offer Document which contains the full terms and conditions of the Offer and all documents and announcements issued by or on behalf of the Offeror in relation to the Offer. In the event of any inconsistency or conflict between the terms of this Advertisement and the terms of the Offer Document, the terms set out in the Offer Document shall prevail.

Nothing in this Advertisement is intended to be, or shall be taken as advice, recommendation or solicitation to the Shareholders or any party. OCBC Bank is acting for and on behalf of the Offeror and does not purport to advise the Shareholders or any other person.

**RESPONSIBILITY STATEMENT**

The directors of the Offeror and the directors of SCPE (including any who may have delegated detailed supervision of this Advertisement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Advertisement are fair and accurate and that no material facts have been omitted from this Advertisement, the omission of which would make any statement in this Advertisement misleading, and the directors of the Offeror and the directors of SCPE jointly and severally accept responsibility accordingly.

Where any information has been extracted from published or otherwise publicly available sources or obtained from the Company, the responsibility of the directors of the Offeror and the directors of SCPE has been to ensure through reasonable enquiries, that such information has been accurately and correctly extracted from those sources or, as the case may be, accurately reflected or reproduced in this Advertisement in its proper form and context.

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