



Note to Editors
No. 25/15

6 November 2015

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SIA SEEKS TO DELIST AND PRIVATISE TIGER AIRWAYS THROUGH VOLUNTARY CONDITIONAL GENERAL OFFER

Singapore Airlines (SIA) has today launched a voluntary conditional general offer for all the shares of Tiger Airways that it does not already own. SIA currently owns 55.8% of Tiger Airways, and intends to delist and privatise Tiger Airways through the Offer.

SIA's objective for the Offer is to derive enhanced commercial and operational synergies through a full integration of Tiger Airways into the SIA Group. SIA believes the Offer will benefit shareholders of both Tiger Airways and SIA.

The Offer provides Tiger Airways shareholders an opportunity to realise their investment in Tiger Airways at a compelling premium. SIA is offering Tiger Airways shareholders the Offer Price of S\$0.41 per Tiger Airways share in cash, as well as an option to subscribe for SIA shares at S\$11.1043 per SIA share.

The option to subscribe for SIA shares is exercisable at any time during a 15 Market Day period, which will commence on a date to be announced by SIA after the final settlement date in respect of all the Offer Shares validly tendered.

The Offer will be funded through internal cash resources.



The Offer Price values Tiger Airways at approximately S\$1.02 billion. It represents:

- A premium of 32%, 35%, and 42% respectively over the last traded price, the one-month and 3-month volume weighted average prices (VWAP) of Tiger Airways shares, preceding the Offer.
- A price which exceeds the highest closing price since 16 June 2014.
- A price higher than all analysts' price targets as published on Bloomberg between 23 October 2015¹ and the date prior to the Announcement Date.

The Offer is conditional upon SIA and parties acting in concert with it owning more than 90% of Tiger Airways by the close of the Offer and the approval in-principle for the dealing in, listing of and quotation of the new SIA shares to be issued in connection with the Offer and the PCCS Offer being obtained from Singapore Exchange Securities Trading Limited.

"SIA has demonstrated repeatedly that we are committed to the development of Tiger Airways. We have been involved in Tiger Airways since its establishment and have supported Tiger Airways through challenging times. Today's Offer shows that we have its long-term success in mind," said SIA CEO Goh Choon Phong.

"Tiger Airways' success is closely linked to it being part of the SIA Group through our portfolio strategy, in which we have investments in both the full-service and low-cost aspects of the business. Tiger Airways has done well in its restructuring to improve its financial position, but we believe that Tiger Airways' development potential is limited without deeper integration with the SIA Group to build a strong foundation for growth over the long term."

Mr Goh added: "We believe our Offer to Tiger Airways shareholders is compelling as a significant premium is being offered and hope that it will be considered favourably. We are confident that full integration of Tiger Airways into the SIA Group will result in enhanced operational and commercial synergies, ensuring Tiger Airways' long-term success. Tiger Airways shareholders, who have also provided support through the airline's challenging times, will also have an opportunity to share in its future success through the share option component of the Offer, which enables them to become investors in the larger SIA Group."

¹ Being the date of release of Tiger Airways Group's unaudited consolidated financial statements for the second quarter and half year ended 30 September 2015.

Further details of the Offer are set out in the Offer Announcement dated 6 November 2015, and will be set out in the Offer Document to be despatched to Tiger Airways shareholders in due course.

DBS Bank Ltd is acting as the financial advisor to SIA in relation to the Offer.

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- **Key terms of the Offer:**
 - Consideration for the Offer consists of:
 - S\$0.41 per Tiger Airways share in Cash; and
 - an option to subscribe for SIA shares at S\$11.1043 per SIA share.
 - Conditions: The Offer is conditional upon SIA and parties acting in concert with it owning more than 90% of Tiger Airways by the close of the Offer and the approval in-principle for the dealing in, listing of and quotation of the new SIA shares to be issued in connection with the Offer and the PCCS Offer being obtained from Singapore Exchange Securities Trading Limited.
- **SIA believes the Offer is beneficial from the perspective of shareholders of Tiger Airways and SIA**
 - An opportunity for Tiger Airways shareholders to realise their investment in Tiger Airways in cash at a compelling premium.
 - Represents a significant premium to market prices and various benchmarks:
 - a premium of 32%, 35% and 42% respectively over the last traded price, 1-month and 3-month VWAPs, prior to the Announcement Date;
 - exceeds the highest closing price since 16 June 2014; and
 - higher than all analysts' price targets as published on Bloomberg between 23 October 2015 (being the date of release of Tiger Airways' second quarter results) and the date prior to the Announcement Date.
 - Full integration of Tiger Airways into the SIA Group will result in enhanced commercial and network integration, and operational and backroom synergies, ensuring Tiger Airways' long-term success.
 - Assuming the Offer becomes or is declared to be unconditional in accordance with its terms, Tiger Airways shareholders who validly accept the Offer and who wish to benefit from the future success of Tiger Airways can choose to exercise their option to subscribe for new SIA shares.

This press release should be read in conjunction with the full text of the Offer Announcement dated 6 November 2015 issued by DBS, on behalf of SIA. Shareholders, PCCS holders and investors of Tiger Airways are advised to read all the documents relating to the Offer that are filed with the SGX-ST when they become available as they will contain important information. Copies of documents may be obtained, when available, from the website of the SGX-ST (www.sgx.com).

The directors of SIA (including any director who may have delegated detailed supervision of this press release) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this press release are fair and accurate and that no material facts have been omitted from this press release. The directors of SIA jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to Tiger Airways and its subsidiaries), the sole responsibility of the directors of SIA has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this press release.

All statements other than statements of historical facts included in this press release are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future and conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect SIA's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders, PCCS holders and investors of Tiger Airways and shareholders and investors of SIA should not place undue reliance on such forward-looking statements. Neither SIA nor DBS guarantees any future performance or event or undertakes any obligation to update publicly or revise any forward-looking statements.

Unless otherwise stated, all capitalised terms contained in this press release shall bear the same meaning as defined in the Offer Announcement dated 6 November 2015 by DBS for and on behalf of SIA.

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Media Contacts:

SIA Public Affairs Department
Tel: (65) 6541-5880 (office hours)
Tel: (65) 9753-2126 (after office hours)
Email: Public_Affairs@singaporeair.com.sg

Investor Contacts:

Strategic Advisory, DBS Bank Ltd
Tel: (65) 6878-4620

