
VOLUNTARY CONDITIONAL CASH OFFER FOR TAT HONG HOLDINGS LTD

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. Introduction

1.1 The Board of Directors (the “**Board**”) of Tat Hong Holdings Ltd (the “**Company**”) refers to the following announcements:

1.1.1 the announcement issued on 11 January 2018 (the “**Pre-Conditional Offer Announcement**”) by Oversea-Chinese Banking Corporation Limited (the “**Financial Adviser**”), for and on behalf of THSC Investments Pte. Ltd. (the “**Offeror**”), announcing that subject to and contingent upon the satisfaction of the Pre-Conditions (as defined in the Pre-Conditional Offer Announcement), the Offeror intends to make a voluntary conditional cash offer (the “**Offer**”) for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of the Company, other than those Shares already held by the Company as treasury shares and those Shares already held, directly or indirectly, by the Offeror as at the date of the Offer; and

1.1.2 the announcement issued on 9 March 2018 by the Financial Adviser, for and on behalf of the Offeror, announcing that all of the Pre-Conditions have been satisfied and accordingly, the Offeror’s firm intention to make the Offer.

2. Appointment of Independent Financial Adviser

2.2 Further to the announcement made by the Company on 10 March 2018 in relation to the Offer, the Board wishes to announce that Australia and New Zealand Banking Group Limited, Singapore Branch has been appointed as the independent financial adviser (the “**IFA**”) to advise the directors of the Company who are considered independent for the purposes of the Offer (the “**Independent Directors**”).

2.3 A circular containing the advice of the IFA and the recommendation of the Independent Directors in respect of the Offer (the “**Offeree Circular**”) will be sent to Shareholders within 14 days from the date of the despatch of the formal offer document to be issued by the Financial Adviser for and on behalf of the Offeror.

In the meantime, Shareholders are advised to 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 the recommendations of the Independent Directors as well as the advice of the IFA which will be set out in the Offeree Circular.

3. Responsibility Statement

The directors of the Company (including those who have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement (the omission of which would render any statement in this Announcement misleading in any material aspect), and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Company has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

By Order of the Board
Tat Hong Holdings Ltd

Jennie Hong Chok Hane
Group Chief Financial Officer / Company Secretary

12 March 2018