

THIS FORM OF ACCEPTANCE AND AUTHORISATION FOR OFFER SHARES ("FAA") IS IMPORTANT. THIS FAA IS NOT A TRANSFERABLE OR NEGOTIABLE DOCUMENT AND IS ONLY FOR USE BY THE DEPOSITOR(S) WHOSE NAME(S) APPEAR BELOW. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, TAX ADVISER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

THIS FAA RELATES TO THE OFFER DOCUMENT DATED 14 MARCH 2016 (THE "OFFER DOCUMENT") IN RELATION TO THE OFFER (AS DEFINED BELOW). UNLESS OTHERWISE DEFINED OR THE CONTEXT REQUIRES OTHERWISE, EACH CAPITALISED TERM USED IN THIS FAA BEARS THE SAME MEANING ASCRIBED TO IT IN THE OFFER DOCUMENT.

THE AVAILABILITY OF THE OFFER TO SHAREHOLDERS OF INTERPLEX HOLDINGS LTD. (THE "COMPANY") WHOSE ADDRESSES ARE OUTSIDE SINGAPORE (THE "OVERSEAS SHAREHOLDERS") AS SHOWN IN THE RECORDS OF THE CENTRAL DEPOSITORY (PTE) LIMITED ("CDP") MAY BE AFFECTED BY THE LAWS OF THE RELEVANT OVERSEAS JURISDICTIONS. SUCH OVERSEAS SHAREHOLDERS ARE ADVISED TO READ THE SECTION ENTITLED "OVERSEAS SHAREHOLDERS" IN THE OFFER DOCUMENT CAREFULLY.

VOLUNTARY CONDITIONAL GENERAL OFFER (THE "OFFER") BY DBS BANK LTD. ("DBS"), FOR AND ON BEHALF OF SLATER PTE. LIMITED (THE "OFFEROR"), TO ACQUIRE ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF THE COMPANY OTHER THAN THOSE ALREADY OWNED, CONTROLLED OR AGREED TO BE ACQUIRED BY THE OFFEROR, ITS RELATED CORPORATIONS AND THEIR RESPECTIVE NOMINEES (THE "OFFER SHARES").

**VOLUNTARY CONDITIONAL GENERAL OFFER
FOR
INTERPLEX HOLDINGS LTD.**

FORM OF ACCEPTANCE AND AUTHORISATION FOR OFFER SHARES

(THIS FAA NEED NOT BE SUBMITTED TO CDP IF YOU DO NOT WISH TO ACCEPT THE OFFER)

NAME(S) AND ADDRESS OF DEPOSITOR(S)	Securities Account Number
Last date and time for acceptance of the Offer: 5:30 p.m. (Singapore time) on 11 April 2016 (Monday) or such later date(s) as may be announced from time to time by or on behalf of the Offeror, being the last date for the lodgement of acceptances of the Offer (the "Closing Date").	
If your purchase of the Offer Shares was settled through your Central Provident Fund ("CPF") approved agent bank, finance company or depository agent and you wish to accept the Offer, your acceptance would have to be made through your CPF approved agent bank included under the CPF Investment Scheme, finance company or depository agent. In such instances, you need not submit this FAA to CDP.	

To: **SLATER PTE. LIMITED**
c/o The Central Depository (Pte) Limited

Dear Sirs,

The consideration for acceptance of the Offer is S\$0.82 in cash for each Offer Share (the "Offer Price"), as stated in the Offer Document. Further information on the Offer Price is set out in the Offer Document.

The acceptance of the Offer at the Offer Price, by way of completion, execution and submission of this FAA provided by CDP in accordance with Section A below, is subject to the terms and conditions set out below and in the Offer Document.

My/Our acceptance of the Offer at the Offer Price, by way of completion, execution and submission of this FAA is conditional upon the Offer becoming or being declared unconditional in all respects in accordance with the terms and conditions set out below and in the Offer Document.

Irrevocable Acceptance. My/Our completion, execution and submission of this FAA shall constitute my/our irrevocable acceptance of the Offer, upon the terms and subject to the conditions contained in the Offer Document and this FAA.

Assistance. I/We irrevocably undertake to execute such other documents and to do such acts and things as may be required to give effect to such acceptance and the transfer of the Offer Shares mentioned in Section A below to the Offeror or any person nominated in writing by the Offeror (the "Transferee"), and in connection with this FAA, and to enable the Offeror or the Transferee to exercise all rights and receive all benefits accruing to or arising from the above-mentioned Offer Shares, as specified in the Offer Document.

Warranty. I/We unconditionally and irrevocably warrant that the Offer Shares in respect of which the Offer is accepted by me/us or is accepted by me/us on behalf of the beneficial owner(s) thereof are and, when transferred to the Offeror or the Transferee, will be (i) fully paid-up; (ii) free from all claims, charges, pledges, mortgages, liens, options, equities, powers of sale, declarations of trust, hypothecations, retentions of title, rights of pre-emption, rights of first refusal, moratoriums or other third party rights or security interests of any kind or any agreements, arrangements or obligations to create any of the foregoing; and (iii) transferred together with all rights, benefits and entitlements attached thereto as at 23 December 2015 (the "Pre-Conditional Offer Announcement Date") and thereafter attaching thereto including but not limited to the right to receive and retain all dividends, rights, other distributions and/or returns of capital declared, paid or made thereon by the Company the Record Date (as defined in the Offer Document) for which falls on or after the Pre-Conditional Offer Announcement Date.

CDP Authorisation – Suspense Account. I/We irrevocably authorise CDP to take such measures as it may consider necessary or expedient to prevent any trading of the Offer Shares in respect of which I/we have accepted the Offer during the period commencing on the date of receipt of this FAA by CDP, for and on behalf of the Offeror, and ending on the date of settlement of the Offer Price for such Offer Shares in the event the Offer becomes or is declared to be unconditional in all respects in accordance with its terms (including, without limitation, earmarking, blocking and/or transferring the relevant number of such Offer Shares from the "Free Balance" of my/our Securities Account into a "Suspense Account").

CDP Authorisation – Transfer. I/We irrevocably authorise CDP to debit my/our Securities Account and to credit the Securities Account of the Offeror, or the Securities Account of the Transferee, with the relevant number of Offer Shares in respect of which I/we have accepted the Offer on the date of settlement of the Offer Price for such Offer Shares, in the event the Offer becomes or is declared to be unconditional in all respects in accordance with its terms.

CDP Authorisation – Disclosure. I/We irrevocably authorise CDP to give, provide, divulge, disclose or reveal any information pertaining to my/our Securities Account maintained in CDP's record, including, without limitation, my/our name(s), my/our NRIC or passport number(s), Securities Account number, address(es), the number of Offer Shares standing to the credit of the "Free Balance" of my/our Securities Account, the number of Offer Shares tendered by me/us in acceptance of the Offer, information pertaining to the level of acceptances of the Offer and any other information to the Offeror, the Transferee, DBS (which is acting for and on behalf of the Offeror) and any other relevant parties as CDP may deem fit for the purposes of the Offer and my/our acceptance thereof.

Return of Offer Shares. In the event that the Offer does not become or is not declared to be unconditional in all respects in accordance with its terms, I/we understand that the aggregate number of Offer Shares in respect of which I/we have accepted the Offer and tendered for acceptance under the Offer will be transferred to the "Free Balance" of my/our Securities Account as soon as possible but, in any event, within 14 days from the lapse or withdrawal of the Offer.

Offer Unconditional. I/We understand that if I/we have accepted the Offer in accordance with the provisions contained herein and in the Offer Document and the Offer becomes or is declared to be unconditional in all respects in accordance with its terms, CDP will send to me/us a notification letter stating the number of Offer Shares debited from my/our Securities Account together with payment of the Offer Price for such Offer Shares by way of a S\$ cheque drawn on a bank in Singapore for the appropriate amount to the nearest cent, or in such other manner as I/we may have agreed with CDP for the payment of any cash distributions at my/our own risk, as soon as practicable and in any case:

- (a) in respect of acceptances of the Offer which are complete and valid in all respects and are received **on or before the date on which the Offer becomes or is declared unconditional in all respects in accordance with its terms** (the "Offer Unconditional Date"), within 10 days of that date (or such other time as may be required by the Code); or
- (b) in respect of acceptances of the Offer which are complete and valid in all respects and are received **after the Offer Unconditional Date**, but on or before the Closing Date, within 10 days of the date of such receipt (or such other time as may be required by the Code).

SECTION A – ACCEPTANCE THROUGH FAA	
I/We hereby irrevocably authorise CDP to effect the transfer from my/our Securities Account with CDP of the following number of Offer Shares to the Securities Account maintained with CDP of the Offeror or the Transferee:	
Part A	<div style="display: flex; justify-content: space-between; align-items: center;"><div>Number of Offer Shares now standing to the credit of the "Free Balance" of my/our Securities Account in respect of which the Offer is accepted</div><div style="border: 1px solid black; padding: 5px; text-align: center; width: 200px;">Please indicate the number of Offer Shares you wish to tender in acceptance of the Offer</div></div>
<div style="display: flex; justify-content: space-between; align-items: center;"><div></div><div style="border: 1px solid black; padding: 5px; text-align: center; width: 200px;">1 Insert number here</div></div>	
NOTE: Please refer to paragraphs 2 and 3 of page 2 of this FAA for instructions on inserting the number of Offer Shares above.	
<div style="display: flex; justify-content: space-between; align-items: flex-end;"><div style="width: 30%; text-align: center;"><div style="border: 1px solid black; border-radius: 50%; width: 40px; height: 40px; line-height: 40px; margin: 0 auto; background-color: white;">2</div><div style="background-color: red; color: white; padding: 5px; margin-top: 5px; text-align: center;">Please date here</div></div><div style="width: 40%; text-align: center;"><div style="border-top: 1px solid black; margin-bottom: 5px;">Signature(s)/Thumbprint(s) of Depositor(s)/Joint Depositors.</div><div style="font-size: small; color: red;">For corporations, please sign as per your signing mandate and where appropriate, the Common Seal to be affixed in accordance with your Constitution or relevant constitutive documents.</div></div><div style="width: 30%; text-align: center;"><div style="border: 1px solid black; border-radius: 50%; width: 40px; height: 40px; line-height: 40px; margin: 0 auto; background-color: white;">3</div><div style="background-color: red; color: white; padding: 5px; margin-top: 5px; text-align: center;">Please sign here</div></div></div> <div style="margin-top: 10px; display: flex; justify-content: space-between;"><div style="width: 30%; border-top: 1px solid black; text-align: center;">Date</div><div style="width: 40%;"></div><div style="width: 30%; border-top: 1px solid black; text-align: center;"></div></div>	

INSTRUCTIONS

This FAA is for the use of Depositors who wish to accept the Offer in respect of all or part of the total number of Offer Shares standing to the credit of the “Free Balance” of their Securities Account or purchased on the Singapore Exchange Securities Trading Limited (the “SGX-ST”). This FAA and the provisions herein constitute an integral part of the Offer Document. Further provisions relating to acceptance of the Offer by a Shareholder are set out in Appendix 2 to the Offer Document.

This FAA has been sent to you on the understanding that all your Offer Shares are held on your behalf by CDP. If, however, you hold share certificates in respect of some or all of the Offer Shares and you wish to accept the Offer in respect of some or all of those Offer Shares, you should complete, sign and return at your own risk, the Form of Acceptance and Transfer for Offer Shares (the “FAT”) in accordance with the instructions printed thereon. A copy of the FAT may be obtained, upon production of satisfactory evidence that you are a shareholder of the Company, from **Boardroom Corporate & Advisory Services Pte. Ltd. (the “Registrar”) at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.**

1. **Acceptance.** If you wish to accept the Offer using this FAA, you should complete and sign this FAA strictly in the manner set out in **Section A** overleaf and in accordance with the provisions and instructions of the Offer Document and this FAA and then deliver the duly completed and signed original in its entirety (no part may be detached or otherwise mutilated) either (i) **by hand** to **Slater Pte. Limited c/o The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**; or (ii) **by post**, in the enclosed pre-addressed envelope at your own risk, to **Slater Pte. Limited c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934**, in each case so as to arrive **NOT LATER THAN 5:30 P.M. (SINGAPORE TIME) ON THE CLOSING DATE**. If the completed and signed FAA is delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with this FAA, which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore. Proof of posting is not proof of receipt by the Offeror at the above addresses.
2. **Acceptance by Depositors whose Securities Accounts are credited with Offer Shares.** Please insert in **Part A** on page 1 of this FAA the number of Offer Shares already standing to the credit of the “Free Balance” of your Securities Account in respect of which the Offer is accepted. Subject to the provisions of paragraph 3 below, if the number of Offer Shares inserted in **Part A** of this FAA exceeds the number of Offer Shares standing to the credit of the “Free Balance” of your Securities Account as at 5:00 p.m. (Singapore time) on the date of receipt of this FAA by CDP (the “**Date of Receipt**”) or, in the case where the Date of Receipt is on the Closing Date, as at 5:30 p.m. (Singapore time) on the Closing Date (provided always that the Date of Receipt must fall on or before the Closing Date) or if no such number of Offer Shares is inserted in **Part A**, then you shall be deemed to have accepted the Offer in respect of all the Offer Shares already standing to the credit of the “Free Balance” of your Securities Account as at 5:00 p.m. (Singapore time) on the Date of Receipt or 5:30 p.m. (Singapore time) on the Closing Date (if this FAA is received by CDP on the Closing Date).
3. **Acceptance by Depositors whose Securities Accounts will be credited with Offer Shares.** If you have purchased Offer Shares on the SGX-ST and such Offer Shares are in the process of being credited to the “Free Balance” of your Securities Account, an FAA in respect of such Offer Shares bearing your name and Securities Account number will be sent to you by CDP, and if you wish to accept the Offer in respect of such Offer Shares, you should, after the “Free Balance” of your securities account has been credited with such number of Offer Shares purchased, complete, sign and return that FAA in accordance with the provisions in the Offer Document and the instructions contained herein. If you do not receive that FAA, you may obtain a copy, upon production of satisfactory evidence that you have purchased the Offer Shares on the SGX-ST, from **The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**.
4. **Rejection.** If upon receipt by CDP, on behalf of the Offeror, of this FAA, it is established that such Offer Shares have not been or will not be credited to the “Free Balance” of your securities account (for example, where you sell or have sold such Offer Shares), your acceptance is liable to be rejected. None of CDP, DBS and the Offeror (or, for the avoidance of doubt, any of the Offeror’s related corporations) accept any responsibility or liability in relation to such rejections, including the consequences thereof. If you purchase Offer Shares on the SGX-ST, your acceptance in respect of such Offer Shares will be rejected if the “Free Balance” of your Securities Account is not credited with such Offer Shares by 5:00 p.m. (Singapore time) on the Date of Receipt or 5:30 p.m. (Singapore time) on the Closing Date (if the FAA is received by CDP on the Closing Date). None of CDP, DBS and the Offeror (or, for the avoidance of doubt, any of the Offeror’s related corporations) accept any responsibility or liability in relation to such rejections, including the consequences thereof.
5. **Acceptance via SGX-SSH service (This section is applicable to Depository Agents only).** Depository Agents may accept the Offer via the SGX-SSH service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. CDP has been authorised by the Offeror to receive acceptances on its behalf. Such acceptances will be deemed irrevocable and subject to each of the terms and conditions contained in this FAA and the Offer Document as if the FAA had been properly completed in all respects and delivered to CDP.
6. **Depositor Abroad.** If a Depositor is away from home, for example, abroad or on holiday, subject to relevant securities law restrictions, this FAA should be sent by the quickest means (for example, express air mail) to the Depositor for execution, or if he has executed a Power of Attorney, this FAA may be signed by the attorney and the signature must be accompanied by a statement reading “**signed under the Power of Attorney which is still in force, no notice of revocation having been received**”. In the latter case, the original Power of Attorney or a certified true copy thereof must first be lodged with CDP and should also be lodged with this FAA for noting. No other signatures are acceptable.
7. **Deceased Account Holders**
 - (a) **If the sole account holder is deceased and if:**
 - (i) the Grant of Probate or Letters of Administration have been registered and lodged with CDP, this FAA must be completed and signed by all the personal representative(s) of the deceased and lodged with **Slater Pte. Limited c/o The Central Depository (Pte) Limited** either (i) **by hand** at **9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**; or (ii) **by post** in the enclosed pre-addressed envelope at your own risk at **Robinson Road Post Office, P.O. Box 1984, Singapore 903934**; or
 - (ii) the Grant of Probate or Letters of Administration have not been registered and lodged with CDP, all the personal representative(s) of the deceased must go to CDP personally together to register and lodge the original Grant of Probate or Letters of Administration with CDP first, before submitting this FAA in accordance with sub-paragraph (i) above. The Grant of Probate or Letters of Administration must be lodged with CDP before the personal representative(s) of the deceased can effect the transfer of the Offer Shares to which this FAA relates.
 - (b) **If one of the joint account holders is deceased and if:**
 - (i) it is a joint alternate-signatory account, this FAA must be signed by **ANY** surviving joint holder(s); or
 - (ii) it is a joint signatories account, this FAA must be signed by **ALL** surviving joint holder(s),and lodged with **Slater Pte. Limited c/o The Central Depository (Pte) Limited by hand** at **9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**, accompanied by the Death Certificate, Grant of Probate or Letters of Administration and/or all other relevant documentation in respect of the deceased holder.
8. **Conclusive Evidence.** Lodgement of this duly completed and signed FAA with **Slater Pte. Limited c/o The Central Depository (Pte) Limited** either (i) **by hand** at **9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**; or (ii) **by post** in the enclosed pre-addressed envelope at your own risk at **Robinson Road Post Office, P.O. Box 1984, Singapore 903934**, shall be conclusive evidence in favour of the Offeror, the Transferee, CDP and the Registrar of the right and title of the person(s) signing it to deal with the same and with the Offer Shares to which it relates. Upon receipt of this FAA, CDP will transfer the Offer Shares in respect of which you have accepted the Offer from the “Free Balance” of your Securities Account to a “Suspense Account”. Such Offer Shares will be held in the “Suspense Account” until the Offer Price for such Offer Shares has been despatched/distributed to you in the event the Offer becomes or is declared to be unconditional in all respects in accordance with its terms.
9. **Disclaimer and Discretion.** The Offeror, DBS, CDP and/or the Registrar will be authorised and entitled, at their sole and absolute discretion, to reject or treat as valid any acceptance of the Offer through this FAA which is not entirely in order or which does not comply with the provisions and instructions in the Offer Document and in this FAA or which is otherwise incomplete, incorrect, signed but not in its originality, unsigned or invalid in any respect. If you wish to accept the Offer, it is your responsibility to ensure that this FAA is properly completed and executed in all respects, and that this FAA is submitted with original signature(s) and that all required documents (where applicable) are provided. The Offeror and DBS each reserves the right to treat acceptances of the Offer as valid if received by or on behalf of either of them at any place or places determined by them otherwise than as stated in the Offer Document or in this FAA, or if made otherwise than in accordance with the provisions in the Offer Document and in this FAA. Any decision to treat as valid any acceptance or reject any acceptance on the grounds that it has been invalidly, incorrectly or incompletely signed, completed or submitted will be final and binding and none of the Offeror (or, for the avoidance of doubt, any of the Offeror’s related corporations), DBS, CDP and/or the Registrar accepts any responsibility or liability in relation to such a decision, including the consequences thereof. CDP takes no responsibility for any decision made by the Offeror or DBS. Acceptances in the form of this FAA received by CDP on a Saturday, Sunday or public holiday will only be processed and validated on the next Business Day.
10. **Governing Law and Third Party Rights.** By completing and delivering this FAA to CDP, you agree that the agreement arising from the acceptance of the Offer by you shall be governed by, and construed in accordance with, the laws of the Republic of Singapore and that you submit to the non-exclusive jurisdiction of the Singapore courts. Unless expressly provided otherwise in this FAA or the Offer Document, a person who is not a party to any contracts made pursuant to the Offer, the Offer Document and this FAA has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

No acknowledgement will be given for submissions made. All communications, notices, documents and payments will be sent by ordinary post at the risk of the person(s) entitled thereto to the mailing address appearing in the records of CDP. Settlement of the consideration under the Offer will be subject to the receipt of confirmation satisfactory to the Offeror that the Offer Shares to which this FAA relates are credited to the “Free Balance” of your Securities Account and such settlement cannot be made until all relevant documents have been properly completed in all respects and lodged with Slater Pte. Limited c/o The Central Depository (Pte) Limited either (i) **by hand** at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588; or (ii) **by post** in the enclosed pre-addressed envelope at your own risk at Robinson Road Post Office, P.O. Box 1984, Singapore 903934.

If you do not have any existing Securities Account in your own name at the time of acceptance of the Offer, your acceptance as contained in this FAA will be rejected.

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Offer Shares credited to your Securities Account. You can verify the number of Offer Shares credited to your Securities Account: (a) through CDP Online if you have registered for CDP Internet Access Service; (b) through CDP Phone Service if you have a T-Pin; or (c) by proceeding to CDP in person with your identity card or passport.

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