

SINOTEL TECHNOLOGIES LTD.
(Company Registration Number 200614275R)
(Incorporated in the Republic of Singapore)

AND

ADVANCE TECHNOLOGY HOLDING LTD
(Company Number 1863143)
(Incorporated in the British Virgin Islands)

JOINT ANNOUNCEMENT

DESPATCH OF CIRCULAR, EXIT OFFER LETTER AND ACCEPTANCE FORMS

1. INTRODUCTION

Sinotel Technologies Ltd. (the "**Company**") and Advance Technology Holding Ltd (the "**Offeror**") refer to the joint announcement made by the Company and the Offeror dated 30 November 2015 (the "**Joint Announcement**") in relation to the proposed voluntary delisting of the Company (the "**Delisting**") from the Official List of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") pursuant to Rules 1307 and 1309 of the listing manual of the SGX-ST (the "**Listing Manual**") and the exit offer in cash (the "**Exit Offer**") by Deloitte & Touche Corporate Finance Pte Ltd ("**Deloitte**"), for and on behalf of the Offeror, to acquire all the issued ordinary shares in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with it ("**Offer Shares**").

The Company also refers to its announcement dated 11 January 2016 in relation to the receipt of a no-objection letter from the SGX-ST advising that the SGX-ST has no objection to the Delisting, subject to the approval by shareholders of the Company (the "**Shareholders**") in compliance with Rule 1307 of the Listing Manual. However, the aforesaid SGX-ST's decision is not an indication of the merits of the Delisting.

All capitalised terms not defined herein shall have the same meaning as set out in the Joint Announcement.

2. DESPATCH OF CIRCULAR, EXIT OFFER LETTER AND ACCEPTANCE FORMS

The Company and the Offeror wish to announce that:

- (a) the circular to Shareholders dated 28 January 2016 (the "**Circular**") containing, *inter alia*, information on the Delisting, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors to Shareholders in relation to the Delisting and Exit Offer; and
- (b) the exit offer letter dated 28 January 2016 (the "**Exit Offer Letter**") together with the Form of Acceptance and Authorisation ("**FAA**") and/or the Form of Acceptance and Transfer ("**FAT**"), as the case may be (collectively, the FAA and the FAT shall be referred to as the "**Acceptance Forms**") containing, *inter alia*, the terms and conditions of the Exit Offer,

have been despatched to Shareholders today.

Shareholders are advised to read and consider the Exit Offer Letter and the Circular (in particular, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors to Shareholders in relation to the Delisting and Exit Offer) carefully.

Electronic copies of the Circular, Exit Offer Letter and Acceptance Forms are available on the website of the SGX-ST at www.sgx.com.

3. COPIES OF CIRCULAR, EXIT OFFER LETTER AND ACCEPTANCE FORMS

Shareholders who do not receive the Circular, the Exit Offer Letter and the relevant Acceptance Forms within a week from the date hereof should contact The Central Depository (Pte) Limited ("CDP") (in the case of Shareholders who are depositors) or B.A.C.S. Private Limited (in the case of Shareholders who are not depositors), as the case may be, without delay at the following respective addresses:

For Shareholders who are depositors:

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

For Shareholders who are not depositors:

B.A.C.S. Private Limited
8 Robinson Road
#03-00 ASO Building
Singapore 048544

Copies of the FAA may be obtained by Shareholders who are depositors from CDP upon production of satisfactory evidence that they are Shareholders.

Copies of the FAT may be obtained by Shareholders who are not depositors from B.A.C.S. Private Limited upon production of satisfactory evidence that they are Shareholders.

4. NOTICE OF EGM

The Directors would also like to refer Shareholders to the announcement made by the Company dated 27 January 2016 in respect of the notice of the EGM of the Company to be convened to seek the approval of Shareholders for the Delisting Resolution pursuant to Rule 1307 of the Listing Manual. Please note that the EGM will be held at Conference room 1, TKP Conference Centre Singapore, 55 Market Street #03-01, Singapore 048941 on 19 February 2016 at 9.00 a.m..

5. CLOSING DATE

The Exit Offer is open for acceptance by Shareholders on and from the date of despatch of the Exit Offer Letter and will remain open for acceptance until **5.30 p.m. (Singapore time) on 4 March 2016**, or such later date(s) as may be announced from time to time by or on behalf of the Offeror ("**Closing Date**").

Shareholders may choose to accept the Exit Offer before the EGM, however, such acceptances are conditional upon the approval of Shareholders being obtained at the EGM for the Delisting Resolution. If the Delisting Resolution is not passed at the EGM, the Delisting will not proceed and the Company will remain listed on the SGX-ST. The Exit Offer will also lapse and all acceptances of the Exit Offer will be returned.

Shareholders should note that approving the Delisting Resolution at the EGM does not automatically mean that they have accepted the Exit Offer.

6. PROCEDURES FOR ACCEPTANCE

Details on the procedures for acceptance of the Exit Offer are set out in Appendix I to the Exit Offer Letter and in the relevant Acceptance Forms. Shareholders are advised to read the aforesaid appendix and the relevant Acceptance Forms in their entirety.

7. OVERSEAS SHAREHOLDERS

The availability of the Exit Offer to Shareholders whose addresses are outside Singapore as shown on the register of members of the Company or, as the case may be, in the records of The Central Depository (Pte) Limited (the “**Overseas Shareholders**”) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Shareholders should inform themselves about and observe any applicable legal requirements. Further details in relation to Overseas Shareholders will be contained in the Exit Offer Letter.

Where there are potential restrictions on sending the Exit Offer Letter and the relevant Acceptance Forms to any overseas jurisdiction, the Offeror and Deloitte each reserves the right not to send such documents to the relevant overseas jurisdictions. For the avoidance of doubt, the Exit Offer shall be made to all Shareholders including those to whom the Exit Offer Letter and the relevant Acceptance Forms will not be sent.

Overseas Shareholders are advised to read Section 14 of the Exit Offer Letter and Section 15 of the Circular in their entirety.

8. RESPONSIBILITY STATEMENTS

(a) The Directors of the Company

The Directors (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this announcement (other than those relating to the Offeror and its concert parties) are fair and accurate in all material aspects and that no material fact has been omitted which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly. Where any information in this announcement has been extracted or reproduced from published or publicly available sources or obtained from the Offeror and its concert parties, the sole responsibility of the Directors 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. The Directors do not accept any responsibility for any information relating to or opinions expressed by the Offeror.

(b) The sole director of the Offeror

The sole director of the Offeror has taken all reasonable care to ensure that the facts stated and opinions expressed in this announcement (other than those relating to the Company) are fair and accurate in all material aspects and that no material fact has been omitted which would make any statement in this announcement misleading, and she accepts responsibility accordingly. Where any information in this announcement has been extracted or reproduced from published or publicly available sources or obtained from the Company, the sole responsibility of the sole director of the Offeror 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. The sole director of the Offeror does not accept any responsibility for any information relating to or opinions expressed by the Company.

BY ORDER OF THE BOARD
Sinotel Technologies Ltd.

Li Zhen Yu
Executive Director and Chief Executive Officer
28 January 2016

BY ORDER OF THE BOARD
Advance Technology Holding Ltd

Zhang Rong
Director
28 January 2016