

HLH GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 199905292D)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 1,978,605,664 NEW ORDINARY SHARES IN THE CAPITAL OF HLH GROUP LIMITED (THE RIGHTS ISSUE)

–LODGEMENT AND DESPATCH OF THE OFFER INFORMATION STATEMENT AND INDICATIVE TIMETABLE OF EVENTS

The board of directors (the **Board**) of HLH Group Limited (the **Company**) refers to the Company's announcements dated 23 December 2015, 18 January 2016 and 14 March 2016 relating to the Rights Issue (the **Previous Announcements**). Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the offer information statement dated 23 March 2016 (the **Offer Information Statement**). Any references to a day or time of day herein shall be references to Singapore dates and times.

1. LODGEMENT AND DESPATCH OF OFFER INFORMATION STATEMENT

The Board wishes to announce that, further to the Previous Announcements, the Offer Information Statement has been lodged today with the Monetary Authority of Singapore (the **Authority**). The Offer Information Statement (together with a copy of the Provisional Allotment Letter (the **PAL**) and the Application Form for Rights Shares and Excess Rights Shares (the **ARE**)) will be despatched by the Company to Entitled Shareholders on or around 28 March 2016. A copy of the Offer Information Statement can be found on the Authority's OPERA website at <https://opera.mas.gov.sg>.

For practical reasons and in order to avoid any violation of the securities legislations applicable in countries other than in Singapore, the Rights Issue is only made in Singapore and the Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders or into any jurisdictions outside Singapore.

Accordingly, Foreign Shareholders will not be allowed to participate in the Rights Issue. No provisional allotment of the Rights Shares has been made to Foreign Shareholders and no purported acceptance thereof or application for excess Rights Shares by Foreign Shareholders will be valid.

2. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND (IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES

Acceptances of the provisional allotments of Rights Shares and (if applicable) applications for excess Rights Shares under the Rights Issue may be made:

- (a) in the case of Entitled Depositors, by way of the ARE through CDP or an Electronic Application through the ATMs of Participating Banks; and

- (b) in the case of Entitled Scripholders, by way of the PAL through the Share Registrar, B.A.C.S. Private Limited.

The details of the procedures for, and the terms and conditions applicable to, acceptances, splitting, renunciations and/or sales of the "nil-paid" provisional allotments of Rights Shares and/or the applications and payment for excess Rights Shares including the different modes of acceptance or application and payment are contained in Appendices B to D of the Offer Information Statement and in the PAL, the ARE and the ARS.

For investors who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares must be done through the respective finance companies or Depository Agents. Such investors must instruct the relevant finance company and/or Depository Agent to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares on their behalf in accordance with the Offer Information Statement. Any application made directly to CDP, the Share Registrar, the Company or by way of Electronic Application at the ATMs of the Participating Banks by such investors will be rejected.

For CPFIS members, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares, can only be made using CPF Funds. In the case of insufficient CPF Funds or stock limit, CPFIS Members could top-up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares. Any application made directly to CDP, the Share Registrar, the Company or by way of Electronic Application at the ATMs of the Participating Banks by such investors will be rejected.

Entitled Shareholders who had purchased the Shares using their SRS accounts must use, subject to applicable SRS rules and regulations, monies standing to the credit of their respective SRS accounts to pay for the acceptance of their Rights Shares and (if applicable) application for excess Rights Shares. Such Entitled Shareholders who wish to accept their Rights Shares and (if applicable) apply for excess Rights Shares using SRS monies, must instruct the relevant approved banks in which they hold their SRS accounts to accept their Rights Shares and (if applicable) apply for excess Rights Shares on their behalf in accordance with this Offer Information Statement. Such Entitled Shareholders who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their respective approved banks before instructing their respective approved banks to accept their Rights Shares and (if applicable) apply for excess Rights Shares. SRS investors are advised to provide their respective approved banks in which they hold their SRS accounts with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. SRS monies may not be used for the purchase of the provisional allotments of the Rights Shares directly from the market. Any acceptance of the Rights Shares provisionally allotted pursuant to these Shares and (if applicable) application for excess Rights Shares made directly through CDP, the Share Registrar, the Company or by way of Electronic Application at the ATMs of the Participating Banks by such investors will be rejected.

For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or renounees of Entitled Shareholders) shall be entitled to apply for additional Rights Shares in excess of their provisional allotments of Rights Shares under the Rights Issue.

3. TRADING PERIOD FOR "NIL-PAID" RIGHTS

The trading period for the provisional allotments of Rights Shares (or "nil-paid" rights) on the SGX-ST will commence at **9.00 a.m.** on **28 March 2016** and will end at **5.00 p.m.** on **5 April 2016**, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company.

Entitled Depositors who sell their "nil-paid" rights during this period need not forward the ARE to the Purchaser as arrangements will be made by CDP for a separate ARS to be issued to the Purchaser. Purchasers should note that CDP will, on behalf of the Company, send the ARS, accompanied by the Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASER'S OWN RISK**, to their mailing addresses in Singapore as maintained in the records of the CDP.

For practical reasons and in order to avoid any violation of the securities legislations applicable in countries other than in Singapore, the Offer Information Statement and its accompanying documents will NOT be despatched to persons purchasing the provisional allotments of Rights Shares through the book-entry (scripless) settlement system if their registered addresses with CDP are outside Singapore (**Foreign Purchasers**). Subject to compliance with applicable laws, Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited by CDP to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

If it is practicable to do so, the Company may, at its absolute discretion, arrange for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders, to be sold "nil-paid" on the Main Board of the SGX-ST as soon as practicable after dealings in the provisional allotments of Rights Shares commence.

4. IMPORTANT DATES AND TIMES

Entitled Shareholders should take note of the following important dates and times relating to the Rights Issue:

Shares traded ex-rights	:	18 March 2016 from 9.00 a.m.
Books Closure Date	:	22 March 2016 at 5.00 p.m.
Despatch of the Offer Information Statement together with the ARE or the PAL (as the case may be) to Entitled Shareholders	:	28 March 2016
Commencement of trading of "nil-paid" rights	:	28 March 2016 from 9.00 a.m.
Last date and time for trading of "nil-paid" rights	:	5 April 2016 at 5.00 p.m.
Last date and time for splitting of "nil-paid" rights	:	5 April 2016 at 5.00 p.m.
Last date and time for acceptance of and payment for the Rights Shares	:	11 April 2016 at 5.00 p.m. (9.30 p.m. for Electronic

Applications)

Last date and time for renunciation and payment for the Rights Shares : 11 April 2016 at 5.00 p.m.

Last date and time for application and payment for excess Rights Shares : 11 April 2016 at 5.00 p.m.
(9.30 p.m. for Electronic Applications)

Expected date for issuance of Rights Shares : 18 April 2016

Expected date for the listing and commencement of trading of Rights Shares : 19 April 2016

Purchasers should also note the last date and time for acceptance and payment as stated above.

Pursuant to Rule 820(1) of the Listing Manual, the Rights Issue cannot be withdrawn after the commencement of ex-rights trading from 9.00 a.m. on 18 March 2016.

As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may upon consultation with the Manager and (if necessary) with the approval of the SGX-ST, modify the above timetable subject to any limitation under any applicable laws or regulations. In such an event, the Company will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

5. COLLECTION OF THE OFFER INFORMATION STATEMENT

The Offer Information Statement is expected to be despatched on 28 March 2016 to the Entitled Shareholders, together with the ARE or the PAL (as the case may be). Entitled Shareholders who do not receive the Offer Information Statement and its accompanying documents, may proceed to obtain copies of the same from CDP or the Share Registrar (as the case may be) at the addresses stated below:

In the case of Entitled Depositors

CDP

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

In the case of Entitled Scripholders

Share Registrar

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

CPFIS members or SRS investors who do not receive the Offer Information Statement from their respective approved banks may obtain copies of the Offer Information Statement from the Share Registrar at the address stated above.

Purchasers who do not receive the Offer Information Statement and the ARS may proceed to obtain the same from the CDP at the address stated above, during the period up to **5.00 p.m.** on **11 April 2016** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

By Order of the Board

Dato' Dr Ong Bee Huat
Executive Director
23 March 2016