

RESULTS OF COURT MEETING AND WAIVER OF RULE 705(2) OF THE LISTING MANUAL

1. Introduction

The Board of Directors (the "**Board**" or "**Directors**") of Lantrovision (S) Ltd (the "**Company**") refers to the scheme document ("**Scheme Document**") despatched on 18 April 2016 to shareholders of the Company ("**Shareholders**") in relation to the proposed acquisition by MIRAIT Singapore Pte. Ltd. (the "**Offeror**") of all the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**") by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act, Chapter 50 of Singapore (the "**Companies Act**") and the Singapore Code on Take-overs and Mergers (the "**Code**").

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Scheme Document.

2. Results of Court Meeting

The Directors are pleased to announce that at the Court Meeting convened pursuant to an order of the Court and held today, the Shareholders have, by a majority in number of Shareholders present and voting, either in person or by proxy, at the Court Meeting, such majority holding not less than seventy-five (75) per cent. in value of the Shares voted at the Court Meeting, approved the Scheme.

As stated in the Proxy Form:

- (a) For the purposes of determining whether the resolution approving the Scheme of Arrangement was approved by a majority in number of Shareholders present and voting either in person or by proxy at the Court Meeting under Section 210(3) of the Companies Act:
 - (i) if a Shareholder exercised the greater proportion of its voting rights in favour of the Scheme of Arrangement, then such Shareholder was counted as one shareholder having voted in favour of the Scheme of Arrangement;
 - (ii) if that Shareholder exercised the greater proportion of its voting rights against the Scheme of Arrangement, then such Shareholder was counted as one shareholder having voted against the Scheme of Arrangement; and
 - (iii) if the number of Shares voted both in favour of, and against, the Scheme of Arrangement by it were equal, then such Shareholder was taken to have cast a spoilt and invalid vote.
- (b) For the purposes of determining whether the resolution approving the Scheme of Arrangement was approved by three-fourths in value of Shareholders present and voting either in person or by proxy at the Court Meeting under Section 210(3) of the Companies Act, all the Shares voted by a Shareholder for and against the resolution to

approve the Scheme of Arrangement were taken into account for the purposes of computing such value.

The results of the poll on the resolution in respect of the Scheme of Arrangement put to the vote at the Court Meeting for the purposes of computation under paragraph (b) above are set out below, for information. Samas Management Consultants Pte Ltd was appointed by the Company as the scrutineer at the Court Meeting for the purpose of the poll.

Resolution details		FOR	%	AGAINST	%	Total
The Scheme of Arrangement	Number of Shareholders present and voting (either in person or by proxy)	102	93.58	7	6.42	109
	Number of Shares represented by votes for and against the relevant resolution	38,864,162	99.93	28,607	0.07	38,892,769

Subject to the grant of the order of the Court sanctioning the Scheme under Section 210 of the Companies Act (the "**Court Order**") and the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, the Scheme shall become effective and binding upon the lodgement of the Court Order with the Accounting and Corporate Regulatory Authority of Singapore.

3. Key Events and Indicative Dates

As set out in the Scheme Document, Shareholders should note the following events and their expected dates:

Expected last day of trading of the Shares on the SGX-ST : 8 June 2016

Expected Books Closure Date : 13 June 2016 at 5.00 p.m.

Expected Effective Date : 14 June 2016

Expected date for the payment of the Scheme Consideration : By 17 June 2016

Expected date for the delisting of the Shares : After payment of the Scheme Consideration

4. Waiver of Rule 705(2) of the Listing Manual

The Company has applied to the SGX-ST for a waiver of Rule 705(2) of the Listing Manual, which requires the Company to announce the consolidated financial statements of the Company and its subsidiaries for the third quarter ended 31 March 2016 (the "**3Q2016 Results Announcement**").

The application was made for the reasons that assuming the Scheme becomes effective, the release by the Company of the 3Q2016 Results Announcement thereafter would not serve any meaningful purpose in view of the expected delisting and withdrawal of the Shares from the Main Board of the SGX-ST, would not be of much benefit to the minority shareholders of the Company and would incur unnecessary compliance costs for the Company.

The Company will make relevant announcements on the results of the waiver application as and when appropriate.

5. Directors' Responsibility Statement

The Directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept full 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, accurately reflected or reproduced in this announcement.

By Order of the Board
LANTROVISION (S) LTD

Lim Lee Choo
Company Secretary
11 May 2016