

**FISCHER TECH LTD**  
Company Registration No. 199404532R  
(Incorporated in Singapore)

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**PROPOSED ACQUISITION BY FT HOLDING II LIMITED OF ALL THE ISSUED AND PAID-UP  
ORDINARY SHARES IN THE CAPITAL OF FISCHER TECH LTD  
BY WAY OF A SCHEME OF ARRANGEMENT**

**RECEIPT OF APPROVAL-IN-PRINCIPLE FROM THE SINGAPORE EXCHANGE SECURITIES  
TRADING LIMITED**

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**1. Introduction**

Fischer Tech Ltd (the “**Company**”) refers to the joint announcement (the “**Joint Announcement**”) released on 27 July 2017 by the Company and FT Holding II Limited (the “**Offeror**”), a special purpose company incorporated under the laws of the Cayman Islands, which is an indirect wholly-owned subsidiary of investment funds and entities affiliated with and advised by Platinum Equity Advisors, LLC., in relation to the acquisition of all the issued and paid-up ordinary shares in the capital of the Company (“**Shares**”) by the Offeror by way of a scheme of arrangement (the “**Scheme**”) in accordance with Section 210 of the Companies Act, Chapter 50 of Singapore and the Singapore Code on Take-overs and Mergers.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Joint Announcement.

**2. Receipt of Approval-In-Principle from the SGX-ST**

Further to the Joint Announcement, an application was made to seek approval from the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) to delist the Company from the Official List of the SGX-ST upon the Scheme becoming effective and binding in accordance with its terms.

The board of directors of the Company (the “**Board**”) wishes to announce that the SGX-ST has, on 23 August 2017, advised that it has no objection to the Company’s application to delist from the Official List of the SGX-ST, subject to:

- (i) an immediate announcement of the SGX-ST’s no objection to the delisting;
- (ii) approval of the Scheme by a majority in number of Shareholders present and voting, either in person or by proxy, at the Scheme Meeting, such majority holding not less than three-fourths in value of the Shares voted at the Scheme Meeting; and
- (iii) approval of the High Court of the Republic of Singapore (the “**Court**”) being obtained for the Scheme.

The above decision of the SGX-ST is not to be taken as an indication of the merits of the Scheme, the delisting of the Company from the Official List of the SGX-ST, the Company, its subsidiaries and/or their securities.

The Scheme Document containing full details of the Scheme (including the recommendation of the Independent Directors along with the advice of the IFA) and giving notice of the

Scheme Meeting to approve the Scheme will be despatched to Shareholders after, and subject to, the receipt of clearance of the Scheme Document from the SGX-ST and the grant of an order of the Court to convene the Scheme Meeting.

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 recommendation of the Independent Directors on the Scheme as well as the advice of the IFA which will be set out in the Scheme Document.

### **3. Directors' Responsibility Statement**

The directors of the Company (including any who may have delegated detailed supervision of the preparation 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, where appropriate, no material facts have been omitted from this Announcement, and the directors of the Company 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 that, through reasonable enquiries, 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

Foo Meng Tong  
Chairman  
24 August 2017