NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF THAT JURISDICTION.

STATS ChipPAC LTD.
(Incorporated in the Republic of Singapore)
(Company Registration Number: 199407932D)

VOLUNTARY CONDITIONAL CASH OFFER FOR STATS CHIPPAC LTD.

Introduction

STATS ChipPAC Ltd. ("**Company**") wishes to inform its shareholders that JCET-SC (Singapore) Pte. Ltd. ("**Offeror**") has today announced a voluntary conditional cash offer ("**Offer**") for all the shares in the Company at SGD0.46577 per share.

A copy of the Offeror's announcement is set out in the **Appendix** to this Announcement.

Offer Document

The Offer will be open for acceptance by shareholders of the Company upon the despatch of the offer document, setting out the terms of the Offer and enclosing the appropriate forms of acceptance of the Offer ("**Offer Document**"). The Offer Document will be despatched not earlier than 14 days and not later than 21 days after the date hereof – that is, between 10 July 2015 and 17 July 2015.

IFA Advice and Board Recommendation

Maybank Kim Eng Securities Pte. Ltd. has been appointed as independent financial adviser ("**IFA**") to advise the Directors of the Company who are considered independent for the purposes of the Offer ("**Independent Directors**"). The advice of the IFA and the recommendation of the Independent Directors on the Offer will be set out in a circular ("**Circular**") to be despatched to the shareholders of the Company together with the despatch of the Offer Document.

In the meantime, shareholders of the Company are advised to exercise caution when dealing with shares in the Company and refrain from taking any action which may be prejudicial to their interests until they have considered the information set out in the Offer Document and the Circular, including the advice of the IFA and the recommendation of the Independent Directors on the Offer.

Responsibility Statement

The Directors of the Company (including any 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 are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF THAT JURISDICTION.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), 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, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Janet T. Taylor
General Counsel and Company Secretary
26 June 2015

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APPENDIX

Offer Announcement

Voluntary Conditional General Offer

by





Deutsche Bank AG, Singapore Branch

China International Capital Corporation (Singapore) Pte. Limited



DBS Bank Ltd.

for and on behalf of

JCET-SC (Singapore) Pte. Ltd.
(Company Registration No. 201437735C)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares

in the capital of

STATS ChipPAC Ltd.
(Company Registration No. 199407932D)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by the Offeror, its related corporations and their respective nominees

Voluntary Conditional General Offer Announcement

1. INTRODUCTION

The Pre-Conditional Offer

Deutsche Bank AG, Singapore Branch, China International Capital Corporation (Singapore) Pte. Limited and DBS Bank Ltd. (together, the "**Financial Advisers**") refer to (a) the

announcement dated 30 December 2014 (the "**Pre-Conditional Announcement**") pursuant to which it was announced for and on behalf of JCET-SC (Singapore) Pte. Ltd. (the "**Offeror**") that, subject to the fulfilment or waiver of the Pre-Conditions, the Offeror would make a voluntary conditional general offer (the "**Offer**") in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (the "**Code**") for all the issued and paid-up ordinary shares (excluding issued and paid-up ordinary shares held by STATS ChipPAC Ltd. (the "**Company**") as treasury shares but including shares issued and paid-up upon the valid exercise or vesting of Options and Awards) ("**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**"); and (b) the announcement dated 21 May 2015 (the "**Update Announcement**") pursuant to which it was announced for and on behalf of the Offeror that certain Pre-Conditions had been satisfied.

Copies of the Pre-Conditional Announcement and the Update Announcement are available on SGXNET.

Capitalised terms not defined in this announcement ("**Announcement**") shall have the respective meanings given to them in the Pre-Conditional Announcement.

2. SATISFACTION OF PRE-CONDITIONS TO THE MAKING OF THE OFFER

As at the date of this Announcement (the "**Offer Announcement Date**"), all of the Pre-Conditions set out in Schedule 1 of the Pre-Conditional Announcement have been satisfied and **accordingly, the Financial Advisers wish to announce, for and on behalf of the Offeror, the Offeror's firm intention to make the Offer**.

3. THE OFFER

3.1 Offer terms

(a) Subject to the terms and conditions to be set out in a composite document to be issued jointly by or for and on behalf of the Offeror and the Company (the "**Composite Document**"), the Offeror will make the Offer on the following basis:

(i) The Offer will be made for the Offer Shares in accordance with Rule 15 of the Code and subject to the terms and conditions set out in this Announcement and the Composite Document.

(ii) Offer Price: The consideration (the "**Offer Price**") is:

for each Offer Share: **S$0.46577**[1].

(iii) The Offer Shares will be acquired:

(A) fully paid-up;

(B) free from all liens, equities, mortgages, charges, encumbrances, rights of pre-emption and other third party rights and interests of any nature whatsoever; and

[1] As stated in paragraphs 3.1(a)(ii) and (iii) of the Pre-Conditional Announcement, the Offer Price has been calculated based on (a) the **aggregate maximum purchase price of S$1,025,739,000 for all Offer Shares** divided by (b) the aggregate of (i) all Shares in issue as at the Offer Announcement Date; and (ii) all Shares which would be issued assuming full and valid exercise of all Options outstanding as at the Offer Announcement Date (the "**Diluted Share Capital**"). The Offer Price as set out in this Announcement is rounded to five decimal places, which will be the basis on which payment for the Offer Shares will be settled (whilst the illustrative offer price in the Pre-Conditional Announcement was rounded to three decimal places).

(C) together with all rights, benefits and entitlements attached thereto as at the Pre-Conditional Announcement Date and thereafter attaching thereto (including the right to receive and retain all dividends, rights and other distributions or returns of capital, if any, which may be announced, declared, paid or made thereon by the Company on or after the Pre-Conditional Announcement Date other than pursuant to the Capital Reduction (as defined below) or the Perpetual Securities Offering (as defined below)).

(iv) If any dividend, right or other distribution or return of capital is announced, declared, paid or made by the Company on or after the Pre-Conditional Announcement Date (other than the Capital Reduction), the Offeror reserves the right to reduce the Offer Price payable to such accepting Shareholder(s) by an amount equivalent to such dividend, right, other distribution or return of capital.

(b) The Offeror does not intend to increase the Offer Price and, in accordance with Rule 20.2 of the Code, the Offeror will not be allowed to subsequently increase the Offer Price save that **the Offeror reserves the right to revise the terms of the Offer if a competing offer for the Company is announced or if any other competitive situation in relation to the Company arises after the Offer Announcement Date, in which case the Offeror will comply with the provisions of Note 2 to Rule 20.2 of the Code**.

3.2 **Conditions of the Offer**

(a) The Offer is conditional upon:

(i) the Offeror having received, by the closing date of the Offer (the "**Closing Date**"), valid acceptances in respect of such number of Shares which, together with the Shares owned, controlled or agreed to be acquired by the Offeror (and persons acting in concert with it) before or during the Offer, will result in the Offeror (and persons acting in concert with it) holding such number of Shares carrying more than 50% of the voting rights attributable to all Shares issued or to be issued pursuant to Options and/or Awards validly exercised by the Closing Date; accordingly, the Offer will not become or be capable of being declared unconditional as to acceptances until the Closing Date unless at any time prior to the Closing Date, the Offeror has received valid acceptances in respect of such number of Shares which will result in the Offeror (and persons acting in concert with it) holding such number of Shares carrying more than 50% of the voting rights attributable to the maximum potential issued share capital of the Company, and for this purpose the "**maximum potential issued share capital of the Company**" means the enlarged share capital of the Company taking into account all Shares which would be in issue if all the outstanding Options and/or Awards which may be exercised or vested as of the date of the Offer being declared unconditional as to acceptances have been validly exercised or vested as of such date, excluding any Shares held in treasury ("**Minimum Acceptance Condition**");

(ii) the Company making its Perpetual Securities Offering ("**Perpetual Securities Offering Condition**") on the Offer Announcement Date; and

(iii) the completion of the Internal Restructuring Exercise (as defined below) and the Capital Reduction (as defined below) ("**Capital Reduction Condition**").

(b) Further information on the Offer and the terms and conditions upon which the Offer will be made will be set out in the Composite Document.

3.3 **Capital Reduction and Perpetual Securities Offering by the Company**

(a) As set out in the Company's Announcement and the Company's circular to the Shareholders dated 30 March 2015 (the "**Company's Circular**"), the Company intends, subject to certain conditions, to:

(i) undertake an internal reorganisation of its Taiwan subsidiaries ("**Internal Restructuring Exercise**") pursuant to which:

(A) the Company will transfer all its shares in STATS ChipPAC Taiwan Co., Ltd. ("**SCT3**") to STATS ChipPAC Taiwan Semiconductor Corporation ("**SCT1**") (the "**SCT3 Transfer**");

(B) subsequent to the SCT3 Transfer, the Company will transfer its shares in SCT1 to a wholly-owned subsidiary of the Company, Bloomeria Limited ("**Taiwan HoldCo**"); and

(C) immediately prior to and as one of the conditions to the completion of the SCT3 Transfer, the intercompany loan extended by the Company to SCT3 of approximately US$127 million will be repaid in full by SCT3;

(ii) following the completion of the Internal Restructuring Exercise, subject to the satisfaction of certain conditions, distribute (the "**Distribution**") to eligible Shareholders:

(A) an aggregate amount of approximately US$15,000,000 in cash; and

(B) its entire shareholding in Taiwan HoldCo (the "**Distribution *in specie***"),

by way of a capital reduction (the "**Capital Reduction**"); and

(iii) offer US$200,000,000 4 per cent. perpetual securities ("**Perpetual Securities**") to Shareholders by way of a non-renounceable rights offering ("**Perpetual Securities Offering**").

(b) Following the completion of the Capital Reduction and Distribution, to enable the smooth continuation of the business and operational relationships of the Company and the Taiwan subsidiaries, the Company and the Taiwan subsidiaries intend to enter into a technical services agreement between the Company and the Taiwan subsidiaries (the "**TSA**", the indicative principal terms and conditions of which are set out in paragraph 4.10 of the Company's Circular), pursuant to which the Company shall purchase and each Taiwan subsidiary shall provide certain services and/or deliver the materials on which such services are to be performed.

(c) As set out in the Company's announcement dated 21 April 2015, the Shareholders have approved at an extraordinary general meeting of the Company on 21 April 2015, *inter alia*:

(i) the Capital Reduction and Distribution; and

(ii) amendments to the articles of association of the Company to reflect certain rights of the holders of the Perpetual Securities.

(d) Further details of the Internal Restructuring Exercise, the Capital Reduction, the TSA and the Perpetual Securities Offering are set out in the Company's Circular and the Company's announcement on the Perpetual Securities Offering on the date hereof

(the "**Rights Issue Announcement**"). Copies of the Company's Circular and the Rights Issue Announcement are available on SGXNET.

(e) **Capital Reduction Condition**

As stated in paragraph 3.3(c), the Shareholders have approved the Capital Reduction. On 5 May 2015, the Company announced that the High Court of Singapore had also approved the Capital Reduction.

The Capital Reduction Condition will be regarded as having been fulfilled upon the filing of the court order approving the Capital Reduction with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") and the transfer on the same day of the legal title to the ordinary shares in the capital of Taiwan HoldCo ("**Taiwan HoldCo Shares**") to all Shareholders who have not elected for the Cash Election (as defined below).

As set out in the Company's Circular, eligible Shareholders have the right to elect to receive all (but not part of) their pro-rata entitlements to Taiwan HoldCo Shares pursuant to the Distribution *in specie* in cash instead ("**Cash Election**" and such Shareholders who have exercised the Cash Election, the "**Electing Shareholders**"). The cash equivalent of each Taiwan HoldCo Share will be calculated by dividing the share capital of Taiwan HoldCo by the total number of Taiwan HoldCo Shares.

For illustration purposes, based on the Company's Circular, Electing Shareholders will be entitled to receive an aggregate amount of approximately **US$0.04046** in cash for each Taiwan HoldCo Share pursuant to the Distribution.

The Offer Price stated in paragraph 3.1(a)(ii) above does not include the cash entitlement of Electing Shareholders nor any cash distribution pursuant to the Capital Reduction.

Accordingly, by way of illustration, an Electing Shareholder will receive a cash amount of approximately S$0.52013 per Offer Share in aggregate for the Offer Price and the Distribution[2].

(f) **Perpetual Securities Offering Condition**

(i) The Company has made or will make the Rights Issue Announcement at or about the time of this Announcement. **Accordingly, the Perpetual Securities Offering Condition will be fulfilled on the Offer Announcement Date.**

(ii) The Company has stated in the Rights Issue Announcement that the Perpetual Securities Offering is expected to be open for acceptance by Shareholders up to 14 August 2015 at 5:00 p.m.

(iii) As set out in the Pre-Conditional Announcement, Singapore Technologies Semiconductors Pte Ltd ("**STSPL**") has undertaken (subject to certain conditions and an aggregate cap of US$200,000,000) to subscribe and pay in full for:

(A) its pro-rata entitlement for Perpetual Securities under the Perpetual Securities Offering in relation to the Relevant Shares (as defined in paragraph 4.5(b)); and

[2] Based on the illustration in paragraph 3.3(e) of US$0.04046 for each Taiwan HoldCo Share and the exchange rate of US$1 to S$1.3434, being the prevailing exchange rate as at 24 June 2015, as extracted from Bloomberg L.P.

(B) any and all excess rights to the Perpetual Securities which are not taken up by Shareholders pursuant to the Perpetual Securities Offering.

A copy of the Rights Issue Announcement is available on SGXNET.

(g) **THE OFFER WILL NOT INCLUDE ANY PROPOSAL TO ACQUIRE THE PERPETUAL SECURITIES. THE OFFEROR WILL NOT BE MAKING ANY COMPARABLE OFFER FOR THE PERPETUAL SECURITIES UNDER RULE 18 OF THE CODE.**

3.4 **Options and Awards**

(a) As at the Offer Announcement Date, based on the latest information available to the Offeror:

(i) there are 23,635 outstanding Options under the Share Option Plan; and

(ii) there are 11,193,651 outstanding Awards under the Performance Share Plan.

(b) The Company has, on 30 December 2014, given an undertaking to the Offeror that, on and from the Offer Announcement Date:

(i) no further Options would be granted;

(ii) no new Shares shall be issued by the Company other than pursuant to valid exercises of the Options; and

(iii) no Awards shall be vested into and be settled by the issue of new Shares in the Company,

save where the Offeror has granted its prior written consent.

(c) As stated in the Pre-Conditional Announcement, under the rules of the Share Option Plan and the Performance Share Plan respectively, the Options and Awards are not transferable by the holders thereof. In view of this restriction, the Offeror will not make any proposal to acquire the Options or the Awards.

(d) The Offer however will be extended on the same terms and conditions to all new Shares unconditionally issued or to be issued pursuant to the valid exercise, on or prior to the Closing Date, of any Options outstanding as at the Offer Announcement Date. For the purposes of the Offer, the expression "**Offer Shares**" shall include all such new Shares issued or to be issued.

3.5 **Notes**

(a) As at the Offer Announcement Date, the Company has outstanding:

(i) an aggregate principal amount of US$200 million of the 2016 Notes; and

(ii) an aggregate principal amount of US$611.2 million of the 2018 Notes.

(b) The 2016 Notes and the 2018 Notes have been issued by the Company pursuant to indentures with the Bank of New York Mellon (acting as trustee for the Notes) dated 12 January 2011 and 20 March 2013 respectively.

(c) If the Offer becomes or is declared unconditional in all respects, the Company will make a change of control offer to holders of the Notes in accordance with the terms of the Notes.

4. STSPL UNDERTAKINGS AND PROPOSED PRE-ACQUISITION

4.1 As previously announced in the Pre-Conditional Announcement, at the Pre-Conditional Announcement Date, the Offeror received certain undertakings (the "**STSPL Undertakings**") from STSPL.

4.2 STSPL is a wholly-owned subsidiary of Temasek Holdings (Private) Limited. As at the Offer Announcement Date, STSPL owns not less than 1,845,715,689 Shares representing approximately 83.8% of the Shares.

4.3 Under the terms of the STSPL Undertakings, STSPL has, subject to certain conditions, undertaken, *inter alia*:

(a) to accept the Offer in respect of all and not some of the Relevant Shares by not later than 5:00 p.m. on the 6th day prior to the date of the lodgement with ACRA of the court order in connection with the Capital Reduction and the transfer of the legal title to the Taiwan HoldCo Shares to all Shareholders who have not exercised the Cash Election or, in relation to the Relevant Shares falling within paragraphs 4.5(b)(ii) and 4.5(b)(iii), as soon as practicable after STSPL becomes the legal and/or beneficial owner of, or STSPL becomes interested in, such ordinary shares, by returning to the Offeror, or as it may direct, duly completed and signed form(s) of acceptance relating to the Offer;

(b) notwithstanding the provisions of the Code or any terms of the Offer regarding withdrawal, not to withdraw such acceptance(s) in respect of any Relevant Shares;

(c) not to accept (or permit the acceptance of) any Competing Proposal (as defined in paragraph 4.5(a)) or other offer for the Shares in respect of all or any of the Relevant Shares or approve, endorse, recommend, vote or agree to vote for (and shall vote against or reject) any Competing Proposal, **whether or not such Competing Proposal or other offer is at a higher price than the Offer Price for the Relevant Shares and/or on more favourable terms than under the Offer**;

(d) except pursuant to the Offer, not to dispose of, charge, pledge or otherwise encumber or grant any option or other right over or otherwise deal with any of the Relevant Shares or any interest in them (whether conditionally or unconditionally);

(e) not to exercise the Cash Election in respect of all of its Relevant Shares; and

(f) (subject to an aggregate cap of US$200,000,000) to subscribe and pay in full for (i) its pro-rata entitlement for Perpetual Securities under the Perpetual Securities Offering in relation to the Relevant Shares; and (ii) any and all excess rights to the Perpetual Securities which are not taken up by Shareholders pursuant to the Perpetual Securities Offering.

4.4 The undertakings, agreements, warranties, appointments, consents and waivers set out in the STSPL Undertakings (the "**Obligations**") shall lapse upon the earliest of the following:

(a) the date of the non-fulfilment of certain conditions set out in the STSPL Undertakings;

(b) the Offer is not made (by the posting of the offer document to be comprised in the Composite Document) by the date falling 21 days after 5:00 pm on 30 June 2015 (or such later date as the Company and the Offeror may determine in consultation with the Securities Industry Council of Singapore (the "**SIC**")); or

(c) the Offer lapses or is withdrawn without having become wholly unconditional,

other than as a result of a breach by STSPL of any of its Obligations.

4.5 For the purposes of the STSPL Undertakings:

(a) a "**Competing Proposal**" means an offer or proposal by any person other than the Offeror and its affiliates to:

(i) acquire control of the Company (whether through a general offer or otherwise);

(ii) acquire or become the holder of, or otherwise have an economic interest in all or any substantial part of the assets, businesses, revenues and undertakings of the Company and/or its subsidiaries; or

(iii) otherwise acquire or merge with the Company (whether by way of joint venture, dual listed company structure, scheme of arrangement or otherwise).

(b) "**Relevant Shares**" refers to:

(i) 1,843,513,470 Shares held by STSPL, being all the Shares held by STSPL following Completion of the Proposed Pre-Acquisition (each as defined below);

(ii) any other ordinary shares in the Company of which STSPL may after the date of the STSPL Undertakings become the legal and/or beneficial owner or in which STSPL may become so interested; and

(iii) any other ordinary shares in the Company deriving from shares falling within either of paragraphs 4.5(b)(i) or 4.5(b)(ii).

4.6 The Offeror, STSPL and the Company have also entered into a share purchase agreement (the "**SPA**") on the Offer Announcement Date pursuant to which STSPL has agreed to sell, and the Offeror has agreed to purchase, 2,202,219 Shares (the "**Pre-Acquisition Shares**") at the Offer Price and on the same terms as the Offer (the "**Proposed Pre-Acquisition**"), save that completion of the sale of the Pre-Acquisition Shares ("**Completion**") will occur on or shortly after the Offer Announcement Date and will not be subject to the Offer conditions set out in paragraph 3.2. Under the terms of the SPA, STSPL has granted the Offeror a put option (the "**Put Option**") pursuant to which, subject to Completion occurring and the Offer lapsing or being withdrawn without having become wholly unconditional, the Offeror will have the right to sell, and STSPL will purchase, the Pre-Acquisition Shares on the same terms as the Proposed Pre-Acquisition. Pursuant to the SPA and for the avoidance of doubt, the right to receive the Distribution in respect of the Pre-Acquisition Shares remains with STSPL notwithstanding that completion of the Proposed Pre-Acquisition occurs before the books closure date for determining entitlements of Shareholders to the Distribution.

4.7 The purpose of the Proposed Pre-Acquisition is to facilitate the obtaining of approval from the State Administration of Foreign Exchange of the People's Republic of China ("**SAFE**") in relation to the obligations of Jiangsu Changjiang Electronics Technology Co., Ltd. (江苏长电科技股份有限公司) ("**JCET**") and Jiangsu Xinchao Technology Group Co., Ltd. (江苏新潮科技集团有限公司) ("**JXTG**") under the deed poll undertaking and guarantee dated 30 December 2014. In connection with the same, JCET will give an undertaking to SAFE (the "**SAFE Undertaking**") that the Offeror will acquire, in accordance with the terms of the Offer, the Relevant Shares pursuant to STSPL's acceptance of the Offer.

4.8 Consequential and corresponding amendments to the STSPL Undertakings have been made to reflect the Proposed Pre-Acquisition.

5. INFORMATION ON THE OFFEROR

5.1 The Offeror and the Consortium

(a) The Offeror was incorporated on 19 December 2014 in the Republic of Singapore and is a wholly-owned subsidiary of Suzhou Changjiang Electric Xinpeng Investment Co., Ltd (苏州长电新朋投资有限公司) ("**SCXI**"). SCXI is a subsidiary of Suzhou Changjiang Electric Xinke Investment Co., Ltd. (苏州长电新科投资有限公司) ("**Holdco**"). The Offeror is a special purpose vehicle established for the purpose of acquiring the Offer Shares pursuant to the Offer.

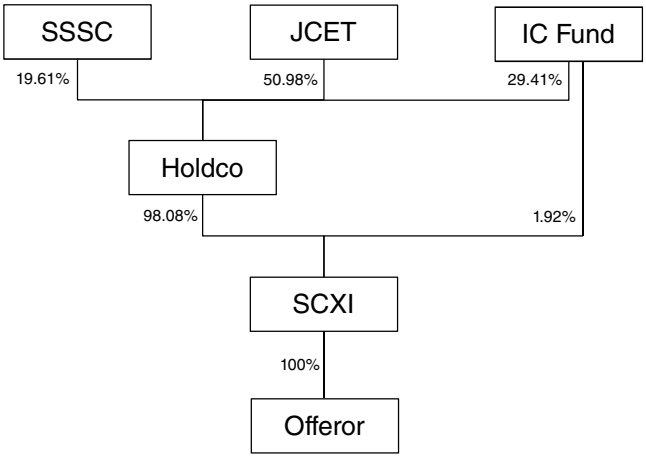
(b) The directors of the Offeror are Mr Wang Xinchao, Mr Chew Hwee Seng Jimmy, Mr Woo Kwek Kiong, Mr Steve Xin Liang, Mr Cui Dong, Mr Fan Xiao Ning and Mr Ren Kai.

(c) JCET, the China Integrated Circuit Industry Investment Fund Co., Ltd. (国家集成电路产业投资基金股份有限公司) (the "**IC Fund**") and SilTech Semiconductor (Shanghai) Corporation Limited (芯电半导体（上海）有限公司) ("**SSSC**") (being an indirect wholly-owned subsidiary of Semiconductor Manufacturing International Corporation Ltd (中芯国际集成电路制造有限公司) ("**SMIC**")) have, pursuant to a joint investment agreement and other related agreements dated 22 December 2014, formed a consortium (the "**Consortium**") to undertake the Offer.

(d) As at the Offer Announcement Date, the issued share capital of the Offeror is US$1 comprising 1 share held by SCXI.

(e) As at the Offer Announcement Date, each of SCXI and Holdco has a registered capital of RMB3,097,950,000 and RMB3,038,370,000 respectively. Pursuant to the Consortium arrangements, JCET, the IC Fund and SSSC intend to capitalise Holdco through a combination of equity and shareholders' loans. The IC Fund has also provided a shareholder's loan of US$140 million to SCXI (the "**Shareholder's Loan**") and has the option to convert the loan to equity rights in SCXI.

(f) The following structure chart sets out the holdings of the equity interests in SCXI and Holdco.



5.2 JCET

JCET is a listed semi-conductor packaging and testing private enterprise established in the People's Republic of China (the "**PRC**"). Its major businesses include integrated circuit ("**IC**") packaging, testing, sales, and the chip design and manufacturing of discrete devices. Besides multiple fully-owned subsidiaries including Jiangyin Changdian Advanced Packaging, Jiangyin

Xinshun Microelectronic Co. Ltd., Jiangyin Xinsheng Electronics, Jiangyin Ace Electronic Equipments and Shenzhen Changjiang Electronic Co. Ltd., JCET has five production bases including in Jiangyin, Chuzhou and Suqian, and operates the National Engineering Laboratory for High-density IC Packaging and Testing Technologies. In 2003, JCET went public on the Shanghai Stock Exchange (600584-CN). With a registered capital of US$160.93 million, total assets of US$1.73 billion and total revenue of US$1.05 billion,[3] JCET ranked sixth in the global semi-conductor packaging and testing industry and first in the PRC in 2014. JCET was awarded "Top Ten of China Independent Innovative Capacity in the Industry" by the National Bureau of Statistics. Since 2010, JCET has been the President Member of the Chinese IC Packaging and Testing Industry Chain Technology Innovation Strategic Alliance.

5.3 **SMIC and SSSC**

Founded in 2000, SMIC is one of the leading semiconductor foundries in the world and the largest and most advanced foundry in mainland China. SMIC provides IC foundry and technology services at 0.35-micron to 28-nanometer. Headquartered in Shanghai, China, SMIC has a 300 mm wafer fabrication facility ("**fab**") and a 200 mm mega-fab in Shanghai; a 300 mm mega-fab and a second majority-owned 300 mm fab under development for advance nodes in Beijing; and 200 mm fabs in Tianjin and Shenzhen. SMIC also has marketing and customer service offices in the United States, Europe, Japan and Taiwan, and a representative office in Hong Kong. SMIC, headquartered in Shanghai, PRC, is listed on the Hong Kong Stock Exchange (stock code: 981 HK) and the New York Stock Exchange (stock code: SMI NYSE).

SSSC was established in 2009. SSSC is mainly engaged in semiconductor (silicon and various compound semiconductor) integrated circuit chip manufacturing, probing and testing, integrated circuit related development, design services, mask manufacturing, testing and packaging and sale of products. It is a wholly-owned, indirectly-held subsidiary of SMIC.

5.4 **The IC Fund**

Incorporated on 24 September 2014 and registered in Beijing, PRC, the IC Fund invests mainly in the value chain of the integrated circuit industry via various approaches, primarily focusing on investments in integrated circuit chip manufacturing as well as consulting services in regard to chip design, packaging and testing, and equipment and materials manufacturing. Sino IC Capital has been mandated by the IC Fund to be responsible for investment selection, execution and exit decisions.

With a total fundraising scope of RMB130 billion, investors in the IC Fund include CDB Capital Co., Ltd., China National Tobacco Corporation, Beijing Yizhuang International Investment and Development Co., Ltd., China Mobile Communications Corporation, Shanghai Guosheng (Group) Co., Ltd., China Electronics Technology Group Corporation, Beijing Purple Communications Technology Group Ltd. and Sino IC Capital.

5.5 **Consortium arrangements**

(a) Certain arrangements relating to the Consortium are briefly summarised as follows:

(i) Each of JCET, the IC Fund and SSSC is restricted from transferring its equity interest in Holdco or SCXI within 24 months of the Offeror becoming a substantial shareholder of the Company (the "**Lock-up Period**") without the written consent of the other Consortium members unless:

(A) such transfer is to the transferring party's affiliate;

[3] Using an exchange rate of US$1 to RMB6.1181, being the exchange rate as at 5 June 2015 as published on the website of the People's Bank of China.

(B) such transfer is by SSSC and pursuant to the investment exit agreement dated 22 December 2014 between JCET, JXTG and SSSC (the "**Investment Exit Agreement**"); or

(C) such transfer is by the IC Fund and pursuant to the share sale agreement dated 22 December 2014 between JCET, JXTG and the IC Fund (the "**Share Sale Agreement**").

(ii) Subject to the non-selling parties' (including JCET's) pre-emptive rights, each of the IC Fund and SSSC may sell their equity interest in Holdco to any third party after the Lock-up Period.

(iii) If the IC Fund or SSSC sells its equity interest in Holdco to a third party after the Lock-up Period, the non-selling parties will have tag-along rights to offer to sell their equity interest in Holdco to the third party on the same terms.

(iv) Under the Investment Exit Agreement, SSSC has a put option pursuant to which it may, at any time (including during the Lock-up Period), sell to JCET its equity interest in Holdco in consideration for cash or shares in JCET. If SSSC exercises the put option and chooses to receive shares in JCET, and JCET fails to obtain the relevant shareholders' resolutions or regulatory approvals within 18 months, SSSC can transfer its equity interest in Holdco (A) to any third party without the consent of JCET (but with the consent of the IC Fund, if within the Lock-up Period) or (B) to JXTG in exchange for cash.

(v) Under the Share Sale Agreement, the IC Fund has put options pursuant to which it may sell to JCET its equity interests in Holdco and/or SCXI in consideration for cash or shares in JCET. These put options are exercisable under certain circumstances, which include:

(A) the IC Fund may exercise its put option over its equity interest in Holdco 1 year after the Offeror becomes a substantial shareholder of the Company;

(B) notwithstanding sub-paragraph (A) above, the IC Fund may exercise its put option over its equity interest in Holdco in the event of the following:

(I) SSSC requiring JCET to acquire all or part of SSSC's shares in Holdco in accordance with the Investment Exit Agreement; or

(II) the Company incurs or is expected to incur a material adverse change in, *inter alia*, its business, financial condition or intellectual property (a "**MAC Event**");

(C) the IC Fund may exercise its put option over its equity interest in SCXI 3 years after the Offeror becomes a substantial shareholder of the Company;

(D) notwithstanding sub-paragraph (C) above, the IC Fund may exercise its put option over its equity interest in SCXI in the event of the following:

(I) there is a change in JCET's largest shareholder or actual controller;

(II) there is a MAC Event; or

(III) the Company's operating condition in 2017 does not reach the reasonable targets set by the board of directors of the Company.

(vi) Pursuant to the debt-to-equity conversion agreement dated 22 December 2014 between Holdco, SCXI and the IC Fund (the "**Debt-to-Equity Conversion Agreement**"), the IC Fund has the option to convert the Shareholder's Loan to equity rights in SCXI (the "**Conversion Option**"), such option being exercisable:

(A) 3 years after the Offeror becomes a substantial shareholder of the Company;

(B) if there is a change in JCET's largest shareholder or actual controller; or

(C) there is a MAC Event,

and in the event the IC Fund does not exercise the Conversion Option within 5 years of the Offeror becoming a substantial shareholder of the Company, the Shareholder's Loan shall be repaid to the IC Fund in accordance with the terms of the Debt-to-Equity Conversion Agreement.

(b) Further information may be found in JCET's announcement dated 22 December 2014 on the Shanghai Stock Exchange and the major asset purchase report uploaded on the website of the Shanghai Stock Exchange on 14 January 2015 (the "**SSE Report**"). Copies of the SSE Report and an English translation are also available on SGXNET.

6. DESCRIPTION OF THE COMPANY

Based on publicly available information, the Company is a leading provider of advanced semiconductor packaging and test services which is listed on the Main Board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). The Company's full turnkey semiconductor solutions include package design, bump, probe, assembly, test and distribution services. The Company serves a diversified global customer base in the communication, consumer and computing markets.

With corporate headquarters in Singapore, the Company's global manufacturing facilities are located in South Korea, Singapore, China, and Malaysia. The Company also markets its services through its direct sales force in the United States, South Korea, Japan, China, Singapore, Malaysia and Switzerland. The Company currently maintains manufacturing facilities and a sales force in Taiwan. As set out in the Company's Announcement, the Taiwan subsidiaries of the Company will be divested in connection with the Offer. For fiscal year 2014, the Company reported consolidated revenues of US$1.586 billion and net losses of US$21.8 million.

7. MANAGEMENT EMPLOYMENT UNDERTAKINGS AND CHANGES TO THE BOARD OF DIRECTORS

7.1 Management Employment Undertakings

(a) The Offeror intends and desires that there be continuity of management and minimal disruption of the Company's business. For this purpose, each of the following executives of the Company (each a "**Key Management Executive**"), namely, (i) Mr Tan Lay Koon, Board member, president and chief executive officer of the Company and (ii) Dr Han Byung Joon, executive vice president and chief technology officer of the Company, have entered into employment undertakings ("**Management Employment Undertakings**") with the Offeror, pursuant to which each Key Management Executive has agreed to, amongst other things, be employed by the

Company, and the Offeror has agreed to procure that the Company employ each Key Management Executive, for a period of three (3) years commencing on the day on which the Offer becomes or is declared to be unconditional in all respects (the "**Offer Unconditional Date**").

(b) The employment agreements will provide that each Key Management Executive will be entitled to certain guaranteed and incentive bonuses in addition to the base salary payable.

(c) Further details of the Management Employment Undertakings will be set out in the Composite Document.

7.2 **Changes to the board of directors**

(a) Subject to the Offer turning unconditional in all respects and with effect from the Offer Unconditional Date, the existing members of the board of directors of the Company will resign, other than Mr Tan Lay Koon.

(b) The Offeror, subject to the Offer turning unconditional in all respects and with effect from the Offer Unconditional Date, also intends to appoint the following individuals to the board of directors of the Company:

(i) Mr Wang XinChao;

(ii) Mr Liu Ming;

(iii) Mr Cui Dong;

(iv) Mr Ren Kai;

(v) Mr Fan Xiao Ning;

(vi) Mr Lai Chih-Ming;

(vii) Mr Luo Hong Wei (and the individuals from sub-paragraphs (i) to (vii) together, the "**Related New Directors**");

(viii) Dr Han Byung Joon;

(ix) Dr Shen Xiao Xiang; and

(x) Mr Soh Boon Wah,

(together, the "**Proposed New Directors**").

(c) Further details on the Proposed New Directors will be set out in the Composite Document.

8. RATIONALE FOR THE OFFER AND THE OFFEROR'S INTENTIONS FOR THE COMPANY

The acquisition of the Company will allow the Offeror and JCET to acquire new advanced packaging technologies, increase their testing capabilities, and R&D strength. The acquisition of the Company will also allow the Offeror and JCET to expand to overseas markets and help them establish a broader base of higher end customers. In addition, with an expanded global manufacturing footprint and increased production capacity, the Offeror and JCET expect to achieve better economies of scale. The combined group is expected to continue to advance the outsourced semiconductor assembly and test industry in China and compete effectively on a global scale.

In the event of a successful Offer, the Offeror will undertake a strategic and operational review of the organisation, business and operations of the Company with a view to realising synergies and growth potential. It is the intention of the Offeror to ensure continuity of the Company's operations and to lead the Company to further growth and development.

Subject to normal business conditions, the Offeror does not intend to (i) make major changes to the business of the Company or its management team, (ii) re-deploy the fixed assets of the Company or (iii) discontinue the employment of the employees of the Company and of its subsidiaries, other than in the normal course of business. Nonetheless, the Offeror retains the flexibility at any time (x) to consider any options or opportunities which may present themselves or (y) to effect the relocation of the Company's manufacturing site in Shanghai, as may be required for the continuity of the business of the Company, and which it regards to be in the interests of the Offeror.

9. SIC RULINGS

9.1 The SIC on 26 December 2014 confirmed that:

(a) it has no objection to the Capital Reduction Condition;

(b) it has no objection to the Perpetual Securities Offering Condition;

(c) it has no objection to the Perpetual Securities Offering being made concurrently with the Offer and that Rule 18 of the Code is not applicable to the Perpetual Securities, **subject to a specific and prominent statement to the effect that a comparable offer for the Perpetual Securities under Rule 18 of the Code will not be made by the Offeror being included in any announcement or document issued by, or on behalf of, the Offeror or the Company which makes reference to the Perpetual Securities Offering or the Perpetual Securities**; and

(d) the Internal Restructuring Exercise, the Capital Reduction and the undertaking given by STSPL under paragraph 4.3(e) (whether considered separately or in totality) will not be considered special deals for the purpose of Rule 10 of the Code.

9.2 The SIC has on 11 June 2015 further confirmed that:

(a) the Proposed Pre-Acquisition, the SAFE Undertaking and the Put Option do not constitute special deals pursuant to Rule 10 of the Code; and

(b) the Offeror and its concert parties (on the one hand) and STSPL and its concert parties (on the other hand) will not be deemed to be acting in concert for the purpose of obtaining or consolidating effective control of STATS, as a result of the Proposed Pre-Acquisition, the SAFE Undertaking and the Put Option.

10. FINANCIAL EVALUATION OF THE OFFER

10.1 The Offer Price represents the following premium[4] over the historical traded prices of the Shares:

Description	Benchmark Price (S$)[(1)(2)]	Premium over Benchmark Price (%)[(3)]
Last traded price of the Shares on the SGX-ST on 25 June 2015 (being the last day of trading of the Shares prior to the Offer Announcement Date)	0.510	-8.7
Last traded price of the Shares on the SGX-ST on 29 December 2014 (being the last full day of trading of the Shares prior to the Pre-Conditional Announcement Date)	0.460	1.3
Last undisturbed traded price of the Shares on the SGX-ST on 14 May 2014, being the date prior to the first SGX-ST query in 2014 regarding trading activity in the Shares (the "**SGX-ST Query Date**")	0.335	39.0
Volume weighted average price of the Shares traded on the SGX-ST ("**VWAP**") for the 1-month period prior to and including 14 May 2014	0.374	24.5
VWAP for the 3-month period prior to and including 14 May 2014	0.365	27.6
VWAP for the 6-month period prior to and including 14 May 2014	0.353	32.1
VWAP for the 12-month period prior to and including 14 May 2014	0.358	30.2

Notes:

(1) Based on data extracted from Bloomberg L.P.
(2) Figures rounded to the nearest 3 decimal places.
(3) Figures rounded to the nearest 1 decimal place.

[4] Calculated on the basis of the Diluted Share Capital.

10.2 The total of the Offer Price and the distribution under the Capital Reduction[5], if effected, represents the following premium[6] over the historical traded prices of the Shares:

Description	Benchmark Price (S$)[(1)(2)]	Premium over Benchmark Price (%)[(3)]
Last traded price of the Shares on the SGX-ST on 25 June 2015 (being the last day of trading of the Shares prior to the Offer Announcement Date)	0.510	2.0
Last traded price of the Shares on the SGX-ST on 29 December 2014 (being the last full day of trading of the Shares prior to the Pre-Conditional Announcement Date)	0.460	13.1
Last undisturbed traded price of the Shares on the SGX-ST on 14 May 2014, being the date prior to the SGX-ST Query Date	0.335	55.3
VWAP for the 1-month period prior to and including 14 May 2014	0.374	39.0
VWAP for the 3-month period prior to and including 14 May 2014	0.365	42.5
VWAP for the 6-month period prior to and including 14 May 2014	0.353	47.5
VWAP for the 12-month period prior to and including 14 May 2014	0.358	45.5

Notes:

(1) Based on data extracted from Bloomberg L.P.
(2) Figures rounded to the nearest 3 decimal places.
(3) Figures rounded to the nearest 1 decimal place.

11. LISTING STATUS AND COMPULSORY ACQUISITION

11.1 Listing status

(a) Pursuant to Rule 1105 of the listing manual (the "**Listing Manual**") of the SGX-ST, upon an announcement by the Offeror that acceptances have been received pursuant to the Offer that bring the holdings owned by the Offeror and parties acting in concert with it to above 90% of the total number of Shares (excluding any Shares held by the Company as treasury shares), the SGX-ST may suspend the listing of the Shares until it is satisfied that at least 10% of the total number of Shares (excluding any Shares held by the Company as treasury shares) are held by at least 500 Shareholders who are members of the public. Rule 1303(1) of the Listing Manual provides that if the Offeror succeeds in garnering acceptances exceeding 90% of the total number of Shares (excluding any Shares held by the Company as treasury shares), thus causing the percentage of the total number of Shares (excluding any Shares held by the Company as treasury shares) held in public hands to fall below 10%, the SGX-ST will suspend trading of the Shares only at the Closing Date.

[5] Based on the information provided in the Company's Circular and assuming that Shareholders make a Cash Election.
[6] Calculated on the basis of the Diluted Share Capital.

(b) Under Rule 724 of the Listing Manual, if the percentage of the Shares held in public hands falls below 10%, the Company must, as soon as possible, announce that fact and the SGX-ST may suspend trading of all the Shares. Rule 725 of the Listing Manual states that the SGX-ST may allow the Company a period of 3 months, or such longer period as the SGX-ST may agree, to raise the percentage of the Shares held in public hands to at least 10%, failing which the Company may be delisted.

11.2 **Compulsory acquisition**

Pursuant to Section 215(1) of the Companies Act, Chapter 50 of Singapore (the "**Companies Act**") in the event that the Offeror acquires not less than 90% of the total number of Shares (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer and excluding any Shares held by the Company as treasury shares), the Offeror would be entitled to exercise the right to compulsorily acquire all the Shares of Shareholders who have not accepted the Offer.

In such event, the Offeror intends to exercise its right to compulsorily acquire all the Offer Shares not acquired under the Offer.

11.3 **Offeror's intentions**

(a) As stated in the Pre-Conditional Announcement, the Offeror intends to make the Company its wholly-owned subsidiary and does not intend to preserve the listing status of the Company. Accordingly, the Offeror, if and when entitled, intends to exercise its rights of compulsory acquisition under Section 215(1) of the Companies Act and does not intend to take steps for the lifting of any trading suspension of the Shares by the SGX-ST in the event that, *inter alia*, less than 10% of the total number of Shares (excluding any Shares held by the Company as treasury shares) are held in public hands. In addition, the Offeror also reserves the right to seek a voluntary delisting of the Company from the SGX-ST pursuant to Rules 1307 and 1309 of the Listing Manual.

(b) The Offeror believes that the privatisation and delisting of the Company would allow it to save on the additional expenses relating to the maintenance of its listing status and focus its resources on its business operations. If the Company is delisted, the Company will be able to dispense with costs associated with complying with listing and other regulatory requirements as well as human resources that have to be committed for such compliance.

12. CONFIRMATION OF FINANCIAL RESOURCES

Deutsche Bank AG, Singapore Branch, as financial adviser to the Offeror in connection with the Offer, confirms that sufficient financial resources are available to the Offeror to satisfy full acceptance of the Offer by the holders of the Offer Shares.

13. COMPOSITE DOCUMENT AND SETTLEMENT

13.1 In compliance with applicable laws and regulations, the Composite Document containing the terms and conditions of and further information on the Offer, and enclosing the appropriate form(s) of acceptance of the Offer, will be dispatched to Shareholders not earlier than 14 days and not later than 21 days from the Offer Announcement Date.

13.2 The Offeror will issue settlement instructions, on the Offer Unconditional Date, to effect the first batch of payments to all Shareholders who have accepted the Offer on or before the day prior to the Offer Unconditional Date. Payments to Shareholders who accept the Offer on or after the Offer Unconditional Date will be made in subsequent batch payments which comply with the requirements of the Code.

14. DISCLOSURES AND DEALINGS

14.1 To the Offeror's knowledge, save as disclosed in this Announcement (including Schedule 1 to this Announcement), none of the following persons (each of such persons or entities, a "**Relevant Person**" and collectively, the "**Relevant Persons**"), as at the Offer Announcement Date, own, control or have agreed to acquire any Shares:

(a) the Offeror and its directors;

(b) SCXI and its directors;

(c) Holdco and its directors;

(d) JCET and its directors;

(e) SSSC, SMIC and their respective directors;

(f) the IC Fund and its directors;

(g) the Financial Advisers;

(h) the Related New Directors; and

(i) any other person presumed to be acting in concert with the Offeror.

14.2 To the Offeror's knowledge, save as disclosed in this Announcement (including Schedule 1 to this Announcement), neither the Offeror nor any other Relevant Persons:

(a) own, control or have agreed to acquire any:

(i) securities which carry voting rights in the Company; and

(ii) convertible securities, warrants, options or derivatives in respect of such Shares or securities which carry voting rights in the Company,

(collectively, the "**Relevant Securities**");

(b) have received any irrevocable undertaking to accept or reject the Offer, other than the STSPL Undertakings;

(c) have entered into any arrangement (whether by way of option, indemnity or otherwise) in relation to shares of the Offeror or the Company which might be material to the Offer, other than the STSPL Undertakings; or

(d) have:

(i) granted a security interest relating to any Relevant Securities to another person, whether through a charge, pledge or otherwise;

(ii) borrowed any Relevant Securities from another person (excluding borrowed Relevant Securities which have been on-lent or sold); or

(iii) lent any Relevant Securities to another person.

14.3 In accordance with the Code, the associates (as defined under the Code, and which includes all substantial shareholders) of the Company and the Offeror are hereby reminded to disclose their dealings in any securities of the Company and the Offeror under Rule 12 of the Code.

15. OVERSEAS SHAREHOLDERS

15.1 This Announcement does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Announcement in any jurisdiction in contravention of applicable law. The Offer will be made solely by the Composite Document and the relevant form(s) of acceptance accompanying the Composite Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted. **For the avoidance of doubt, the Offer is open to all Shareholders holding Shares, including those to whom the Composite Document and relevant form(s) of acceptance may not be sent.**

15.2 The release, publication or distribution of this Announcement in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Announcement is released, published or distributed should inform themselves about and observe such restrictions.

15.3 Copies of this Announcement and any formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the law of that jurisdiction (a "**Restricted Jurisdiction**") and will not be capable of acceptance by any such use, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

15.4 The Offer (unless otherwise determined by the Offeror and permitted by applicable laws and regulations) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including, without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction and the Offer will not be capable of acceptance by any such use, means, instrumentality or facilities.

15.5 The ability of Shareholders who are not resident in Singapore to accept the Offer may be affected by the laws of the relevant jurisdictions in which they are located. Persons who are not resident in Singapore should inform themselves of, and observe, any applicable requirements.

16. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Offeror and JCET (as the ultimate parent company of the Offeror) (including any 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 no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or publicly available sources, the sole responsibility of the directors of the Offeror and JCET 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.

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might".

These statements reflect the Offeror's and/or JCET's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks, uncertainties and other factors. Accordingly, actual results, performance or achievements may differ materially from any future results, performance or achievements expected, expressed or implied by such forward-looking statements. Given the risks and uncertainties that may cause the actual future results, performance or achievements to be materially different from those expected, expressed or implied by the forward-looking statements in this Announcement, you are advised not to place undue reliance on such forward-looking statements, and none of the Offeror, JCET or the Financial Advisers undertakes any obligation to update publicly or revise any forward-looking statements.

Issued by

Deutsche Bank AG, Singapore Branch **China International Capital Corporation (Singapore) Pte. Limited**

DBS Bank Ltd.

For and on behalf of

JCET-SC (Singapore) Pte. Ltd.

26 June 2015

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Schedule 1
Disclosure of interests and dealings by the Offeror and its concert parties in Relevant Securities

Dealings in Shares

Pursuant to a loan facility entered into by the Offeror in connection with the Offer, the Offeror has agreed to grant a charge over all the Shares to be acquired by the Offeror in favour of Bank of China Limited, Singapore Branch.