

# STATS ChipPAC Ltd.

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199407932D)

## ANNOUNCEMENT

### VOLUNTARY CONDITIONAL GENERAL OFFER BY JCET-SC (SINGAPORE) PTE. LTD. FOR STATS CHIPPAC LTD.

#### CLOSE OF OFFER AND SUSPENSION OF TRADING

#### 1. Introduction

The board of Directors of STATS ChipPAC Ltd. (the “**Company**”) refers to:

- (i) the Offer Document and the Offeree’s Circular as set out in the composite document dated 16 July 2015 (the “**Composite Document**”) despatched to shareholders of the Company (“**Shareholders**”) on 16 July 2015, in connection with the voluntary conditional general offer (the “**Offer**”) for all the issued and paid-up ordinary shares (excluding issued and paid-up ordinary shares held by 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 JCET-SC (Singapore) Pte. Ltd. (the “**Offeror**”), its related corporations and their respective nominees;
- (ii) the Offeror’s announcement dated 5 August 2015 (the “**CA Announcement**”) where the Offeror announced, *inter alia*, that it was entitled to, and would, exercise its right under Section 215(1) of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”) to compulsorily acquire all the Shares of Shareholders who have not accepted the Offer (the “**Remaining Shareholders**”), at a price per Share equal to the Offer Price (the “**Compulsory Acquisition**”); and
- (iii) the Offeror’s announcement dated 27 August 2015 (the “**Close of Offer Announcement**”).

Copies of the Composite Document, the CA Announcement and the Close of Offer Announcement are available on the website of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) at [www.sgx.com](http://www.sgx.com).

Unless otherwise defined, capitalised terms used in this Announcement shall have the respective meanings ascribed to them in the Composite Document.

#### 2. Close of Offer

As announced by the Offeror in the Close of Offer Announcement:

- (i) the Offer has closed at 5.30 p.m. on 27 August 2015; and

- (ii) as at 5.30 p.m. on 27 August 2015, the total number of Shares (a) acquired or agreed to be acquired by the Offeror and parties acting in concert with it (other than pursuant to valid acceptances of the Offer) during the Offer Period and (b) for which valid acceptances of the Offer have been received was 2,144,087,327, representing approximately 97.36 per cent. of the total number of Shares.<sup>1</sup>

### 3. Suspension of Trading of Shares

As stated in the Company's announcement dated 5 August 2015 (the "**Loss of Free Float Announcement**"), as at 5.00 p.m. (Singapore time) on 5 August 2015, the percentage of the total number of Shares in the capital of the Company which are held in public hands has fallen below 10 per cent. and, accordingly, the Company no longer meets the free float requirement prescribed by Rule 723 of the Listing Manual of the SGX-ST (the "**Free Float Requirement**"). The Company has further announced in the Loss of Free Float Announcement that as the Company no longer meets the Free Float Requirement, the SGX-ST would suspend trading of the Shares on the close of the Offer.

As the Offer has closed at 5.30 p.m. on 27 August 2015, the Company will accordingly request that the SGX-ST suspend the trading of the Shares with effect from 9.00 a.m. on 28 August 2015.

### 4. Compulsory Acquisition

As previously announced in the CA Announcement, the Offeror has also announced in the Close of Offer Announcement that as it has received valid acceptances pursuant to the Offer in respect of not less than 90 per cent. of the total number of issued 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), it is entitled to, and will, exercise its right to effect Compulsory Acquisition under Section 215(1) of the Companies Act.

The Offeror has further announced in the Close of Offer Announcement that it will, in due course, be despatching to the Remaining Shareholders the relevant documentation together with the prescribed notice under the Companies Act in relation to the exercise of its right of Compulsory Acquisition.

### 5. Listing Status

As announced by the Offeror in the Close of Offer Announcement and the announcement dated 5 August 2015 where the Offer was declared to be unconditional in all respects, as well as in the Composite Document, the Offeror has stated that it intends to make the Company its wholly-owned subsidiary and does not intend to preserve the listing status of the Company.

The Company is in the process of applying to the SGX-ST for a confirmation that the SGX-ST has no objections to the delisting of the Shares from the SGX-ST upon the completion of the

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<sup>1</sup> The percentage referred to in the Close of Offer Announcement has been computed based on a total of 2,202,218,293 Shares as at 8 July 2015 based on the electronic instant information search results from the Accounting and Corporate Regulatory Authority of Singapore in respect of the Company on 8 July 2015. As of 27 August 2015, the Company has 2,202,218,293 Shares in issue.

Compulsory Acquisition by the Offeror. Appropriate announcements will be made by the Company to update Shareholders in due course.

## **6. 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 all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement which might cause this Announcement to be misleading in any material respect, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Document, the CA Announcement and the Close of Offer Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Elaine Sin  
Senior Director, Corporate Legal and Company Secretary  
27 August 2015

Any enquiries relating to this Announcement should be directed to the following during office hours:

### **Financial Adviser to the Company**

Citigroup Global Markets

James Perry  
Managing Director  
Head of Asia Pacific Technology  
Corporate & Investment Banking  
Tel: +852 2501 2061  
Email: james.perry@citi.com

Jassim Shah  
Vice President  
South East Asia Investment Banking  
Tel: +65 6657 1271  
Email: jassim.shah@citi.com