HIAP SENG ENGINEERING LTD
(JUDICIAL MANAGERS APPOINTED)
(Company Registration No. 197100300Z)
(Incorporated in the Republic of Singapore)

HIAP SENG INDUSTRIES LIMITED
(Company Registration No. 202200187H)
(Incorporated in the Republic of Singapore)

COMPLETION OF THE PROPOSED SUBSCRIPTION, THE PROPOSED GRANT OF OPTIONS, THE PROPOSED DEBT RESTRUCTURING AND THE PROPOSED TRANSFER LISTING

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1. BACKGROUND

1.1. Hiap Seng Engineering Ltd (Judicial Managers appointed) ("**HSEL**") and Hiap Seng Industries Limited ("**HSIL**") refers to the announcements released by HSEL dated (a) 7 January 2022, 25 March 2022, 15 August 2022, 31 May 2023 and 6 October 2023 in relation to the Proposed Subscription and the Proposed Grant of Options; (b); 20 May 2022, 2 June 2022, 29 June 2022, 4 July 2022, 18 August 2022, 24 August 2022 and 29 August 2022 in relation to the Proposed Debt Restructuring; (c) 11 October 2023, 17 October 2023, 27 October 2023, 8 November 2023, 4 December 2023, 8 December 2023, 18 January 2024 in relation to the Proposed Transfer Listing and the Shareholders' Scheme; (d) 11 October 2023 in relation to the Proposed Rights Issue; (e) 6 October 2023 in relation to an update on the Proposed Subscription, the Proposed Grant of Options and the Proposed Debt Restructuring; (f) 24 January 2024 in relation to the notice of the Shareholders' Scheme Record Date and an update on the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing; (g) 2 February 2024 in relation to the lodgment of the Shareholders' Scheme Court Order and the fulfilment of conditions precedent for the Proposed Subscription, the Proposed Grant of Options and the Proposed Transfer Listing; and (h) 15 February 2024 in relation to the delisting of HSEL. Additionally, reference is made to the circular issued by HSEL to its Shareholders dated 6 November 2023 (the "**Circular**"), and the results of the EGM and the Shareholders' Scheme Meeting held on 28 November 2023.

1.2. Capitalised terms used but not defined herein shall have the meanings as ascribed to them in the Circular.

2. COMPLETION OF THE PROPOSED SUBSCRIPTION, THE PROPOSED GRANT OF OPTIONS, THE PROPOSED DEBT RESTRUCTURING AND THE PROPOSED TRANSFER LISTING

2.1. Both HSEL and HSIL are pleased to announce that the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing have completed today, 16 February 2024.

2.2. Pursuant to the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing:

2.2.1. the Company Restructuring has been completed, such that HSEL has become a wholly-owned subsidiary of HSIL and Entitled Shareholders in relation to the Shareholders' Scheme now hold the Shares of HSIL, which are to be listed and quoted on the Mainboard of the SGX-ST at 9.00 a.m. on 19 February 2024;

2.2.2. the listing status of HSEL on the Mainboard of the SGX-ST has been transferred to HSIL and the shares of HSIL are to be listed and quoted on the Mainboard of the SGX-ST at 9.00 a.m. on 19 February 2024;

2.2.3. 1,473,296,499[1] Subscription Shares have been allotted and issued to the Subscribers pursuant to the CSA by HSIL on behalf of HSEL (specifically, 1,104,972,374 Subscription Shares to Vibrant and 368,324,125 Subscription Shares to Tian Yuan);

2.2.4. the cash distribution to the Scheme Creditors pursuant to the Creditors' Scheme has been effected;

[1] For the purposes of the Company Restructuring through the Shareholders' Scheme, one (1) less Subscription Share was allotted and issued by HSIL to Vibrant, as Vibrant holds one (1) Share as at the record date of the Shareholders' Scheme and had undertaken in writing to waive its rights to receive one (1) Subscription Share out of its entitlement to the Subscription Shares.

2.2.5. due to (a) further adjudication of claims by the Scheme Managers arising from outstanding debts owing and credit notes issued by certain Scheme Creditors; and (b) certain Scheme Creditors who waived, or did not provide the details required for the crediting of, their entitlements to the Settlement Shares by the deadline imposed by the Scheme Managers, the final number of Settlement Shares which was allotted and issued to the Scheme Creditors pursuant to the Creditors' Scheme by HSIL on behalf of HSEL was 1,266,170,221 [2] (including 4,757,810 Settlement Shares to Mr. Richard Tan Leau Kuee @ Tan Chow Kuee, 4,520,552 Settlement Shares to Mr. Koh Kim Wah, 577,947 Settlement Shares to Mr. Tan Yaw Song and 27,242 Settlement Shares to Mr. Tan Yew Kun).

2.2.6. 1,473,296,500 Options have been granted to the Subscribers pursuant to the CSA by HSIL on behalf of HSEL (specifically, 1,104,972,375 Options to Vibrant and 368,324,125 Options to Tian Yuan), wherein HSIL has assumed all liabilities and obligations of HSEL in connection with such Options;

2.2.7. the total share capital of HSIL resulting from the above is 3,043,216,721; and

2.2.8. the Board and the Board committees of HSIL are constituted as follows:

Board	**Audit Committee**	**Remuneration Committee**	**Nominating Committee**
Mr. Sebastian Tan Cher Liang (*Independent Chairman*)	Member	Member	Chairman
Mr. Khua Kian Hua (*Executive Director*)	-	-	Member
Mr. Tan Phuay Hung, Max (*Executive Director and Chief Executive Officer*)	-	-	-
Mr. Piti Pramotedham (*Independent Director*)	Chairman	Member	-
Mr. David Ong Kim Huat (*Independent Director*)	Member	Chairman	Member

Details of the aforementioned directors as required under Rule 704(7) of the Listing Manual of the SGX-ST are contained in separate announcements released today.

2.3. The new Shares issued by HSIL as described in paragraph 2.2 above are (a) duly authorised, validly issued, credited as fully paid; (b) be free from all encumbrances; (c) be together with all rights, benefits and entitlements attaching thereto as of the Shareholders' Scheme Record Date, including the right to receive and retain all dividends, rights and other distributions (if any) declared, paid or made by HSEL on or after the Shareholders' Scheme Record Date; (d) rank *pari passu* in all respects with one another as well as the existing issued share in HSIL as of the Effective Date; and (e) have the same rights, benefits and entitlements attaching thereto as the one (1) existing issued share in HSIL as of the Effective Date.

2.4. For Shareholders' reference, an updated shareholding table with the resulting shareholding interests is appended to this announcement as the **Appendix**.

[2] For reference, the number of Settlement Shares which HSEL obtained approval for under its Circular was 1,353,591,160.

3. OTHER IMPORTANT DATES

For ease of reference, Shareholders are to note the following important dates:

3.1.1. **Date and time for commencement of trading of Shares of HSIL / listing of HSIL on the Mainboard of the SGX-ST**

9.00 a.m. on 19 February 2024

3.1.2. **Date and time of withdrawal of Shares of HSEL / delisting of HSEL from the Mainboard of the SGX-ST**

9.00 a.m. on 19 February 2024

4. FURTHER ANNOUNCEMENTS

For information on the Proposed Rights Issue, Shareholders are to refer to announcements made by HSIL.

5. CAUTIONARY STATEMENT

Shareholders, stakeholders and potential investors are advised to read this announcement and any further announcements made by HSEL and HSIL carefully. Shareholders are also advised to refrain from taking any action with respect to their securities which may be prejudicial to their interests, and to exercise caution when dealing in the securities. Shareholders, stakeholders and potential investors should consult with their financial, tax or other advisers if they have any doubt about the actions they should take.

FOR AND ON BEHALF OF
HIAP SENG ENGINEERING LIMITED
(JUDICIAL MANAGERS APPOINTED)

Oon Su Sun and Lin Yueh Hung
Joint and Several Judicial Managers

BY ORDER OF THE BOARD OF
HIAP SENG INDUSTRIES LIMITED

Khua Kian Hua
Executive Director

The affairs, business and property of HSEL are being managed by the Judicial Managers appointed by the High Court of Singapore. The Judicial Managers contract and only act as agents of HSEL and disclaim all personal liability of any nature whatsoever for all matters arising out of, in connection with and in respect of the Judicial Management of HSEL herein.

16 February 2024

APPENDIX

	Prior to the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing[1]				Upon completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing[2]				Upon completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (on a Minimum Subscription Scenario)[3]				Upon completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (on a Maximum Subscription Scenario)[4]				Upon completion of the the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (on a Maximum Subscription Scenario) and the full exercise of all the Options by the Subscribers[5]			
	Direct Interest		Deemed Interest		Direct Interest		Deemed Interest		Direct Interest		Deemed Interest		Direct Interest		Deemed Interest		Direct Interest		Deemed Interest	
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
DIRECTORS OF HSEL																				
Frankie Tan Ah Lam [6]	3,319,500	1.1%	70,788,639	23.3%	3,319,500	0.1%	70,788,639	2.3%	3,319,500	0.1%	254,950,701	7.9%	9,958,500	0.3%	212,365,917	5.8%	9,958,500	0.2%	212,365,917	4.1%
Richard Tan Leau Kuee @ Tan Chow Kuee [7]	-	-	70,788,639	23.3%	-	0.0%	70,788,639	2.3%	-	0.0%	254,950,701	7.9%	-	0.0%	212,365,917	5.8%	-	0.0%	212,365,917	4.1%
Koh Kim Wah [8]	-	-	278,000	0.1%	4,520,552	0.1%	278,000	0.0%	4,520,552	0.1%	278,000	0.0%	4,520,552	0.1%	834,000	0.0%	4,520,552	0.1%	834,000	0.0%
SUBSTANTIAL SHAREHOLDERS (OTHER THAN DIRECTORS)																				
Tan Kuay Hoe Holdings Pte Ltd	70,788,639	23.3%	-	-	70,788,639	2.3%	-	-	254,950,701	7.9%	-	-	212,365,917	5.8%	-	-	212,365,917	4.1%		
Cheng Bok Poh @ Chng Bok Poh [9]	29,938,375	9.9%	7,086,440	2.3%	29,938,375	1.0%	7,086,440	0.2%	29,938,375	0.9%	7,086,440	0.2%	89,815,125	2.5%	21,259,320	0.6%	89,815,125	1.8%	21,259,320	0.4%
Goo Buik Bing @ Goh Guik Bing [10]	7,086,440	2.3%	29,938,375	9.9%	7,086,440	0.2%	29,938,375	1.0%	7,086,440	0.2%	29,938,375	0.9%	21,259,320	0.6%	89,815,125	2.5%	21,259,320	0.4%	89,815,125	1.8%
OTHER SUBSTANTIAL SHAREHOLDERS																				
Subscriber - Vibrant Equities Pte Ltd	-	-	-	-	1,104,972,375	36.3%	-	-	1,104,972,375	34.2%	-	-	1,104,972,375	30.3%	-	-	2,209,944,750	43.1%	-	-
Vibrant Group Limited [11]							1,104,972,375	36.3%			1,104,972,375	34.2%			1,104,972,375	30.3%			2,209,944,750	43.1%
Vibrant Capital Pte. Ltd. [12]							1,104,972,375	36.3%			1,104,972,375	34.2%			1,104,972,375	30.3%			2,209,944,750	43.1%
Khua Kian Keong [13]							1,104,972,375	36.3%			1,104,972,375	34.2%			1,104,972,375	30.3%			2,209,944,750	43.1%
Khua Kian Ann, Vincent [14]							1,104,972,375	36.3%			1,104,972,375	34.2%			1,104,972,375	30.3%			2,209,944,750	43.1%
Subscriber - Tian Yuan	-	-	-	-	368,324,125	12.1%	-	-	368,324,125	11.4%	-	-	368,324,125	10.1%	-	-	736,648,250	14.4%	-	-
United Overseas Bank Limited	-	-	-	-	330,158,996	10.8%	-	-	330,158,996	10.2%	-	-	330,158,996	9.0%	-	-	330,158,996	6.4%	-	-
Zhang Jianhua[15]	-	-	-	-	232,440,056	7.6%	-	-	232,440,056	7.2%	-	-	232,440,056	6.4%	-	-	232,440,056	4.5%	-	-
Asia Process Industries Pte Ltd [16]	-	-	-	-	-	-	229,161,598	7.5%	-	-	229,161,598	7.1%	-	-	229,161,598	6.3%	-	-	229,161,598	4.5%
OTHERS																				
Other non-public	278,000	0.1%																		
DIRECTORS OF HSIL																				
Sebastian Tan Cher Liang	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-				
Khua Kian Hua [17]	-	-	-	-	-	-	1,104,972,375	36.3%	-	-	1,104,972,375	34.2%	-	-	1,104,972,375	30.3%	-	-	2,209,944,750	43.1%
Tan Phuay Hung, Max	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Piti Pramotedham	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
David Ong Kim Huat	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
Non-public	111,410,954	36.7%	2,032,617,094	66.8%	2,287,567,795	70.9%	2,244,983,011	61.5%	3,276,751,996	63.9%
Public	192,339,046	63.3%	1,010,599,627	33.2%	939,810,988	29.1%	1,405,733,710	38.5%	1,847,261,225	36.1%
TOTAL	**303,750,000**	**100.0%**	**3,043,216,721**	100.0%	**3,227,378,783**	100.0%	**3,650,716,721**	100.0%	**5,124,013,221**	100.0%

Notes:

(1) Based on the Existing Share Capital of 303,750,000 Shares, including nil treasury shares and subsidiary holdings, prior to the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing.

(2) Based on the Enlarged Share Capital of 3,043,216,721 Shares, including nil treasury shares and subsidiary holdings, taking into consideration the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring and the Proposed Transfer Listing, resulting in the allotment and issue of the (a) Subscription Shares; (b) Options; and (b) Settlement Shares.

(3) Based on the Rights Issue Minimum Enlarged Share Capital of 3,227,378,783 Shares, including nil treasury shares and subsidiary holdings, taking into consideration the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (in the Minimum Subscription Scenario), resulting in the allotment and issue of the (a) Subscription Shares; (b) Options; (c) Settlement Shares; and (d) Rights Shares.

(4) Based on the Rights Issue Maximum Enlarged Share Capital of 3,650,716,721 Shares, including nil treasury shares and subsidiary holdings, taking into consideration the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (in the Maximum Subscription Scenario), resulting in the allotment and issue of the (a) Subscription Shares; (b) Options; (c) Settlement Shares; and (d) Rights Shares.

(5) Based on the Options Maximum Enlarged Share Capital of 5,124,013,221 Shares, including nil treasury shares and subsidiary holdings, taking into consideration the completion of the Proposed Subscription, the Proposed Grant of Options, the Proposed Debt Restructuring, the Proposed Transfer Listing and the Proposed Rights Issue (in the Maximum Subscription Scenario), resulting in the allotment and issue of the (a) Subscription Shares; (b) Options; (c) Settlement Shares; and (d) Rights Shares, and the full exercise of all the Options by the Subscribers.

(6) Mr. Frankie Tan Ah Lam is deemed to have an interest in the Shares held by Tan Kuay Hoe Holdings Pte Ltd by virtue of Section 7 of the Companies Act.

(7) Mr. Richard Tan Leau Kuee @ Tan Chow Kuee is deemed to have an interest in the Shares held by Tan Kuay Hoe Holdings Pte Ltd by virtue of Section 7 of the Companies Act. He is also a Scheme Creditor and was entitled to 4,757,810 Settlement Shares under the Creditors' Scheme. The 4,757,810 Settlement Shares had been fully assigned to his daughter, Ms. Tan Biby Valarie and Ms. Tan Biby Valarie was accordingly allotted and issued such Settlement Shares. For the avoidance of doubt, Mr. Richard Tan Leau Kuee @ Tan Chow Kuee has no direct or deemed interest in such Shares pursuant to the assignment.

(8) Mr. Koh Kim Wah is deemed to have an interest in the Shares held by his spouse, Mdm. Lee Hoon Hua.

(9) Mr. Cheng Buck Poh @ Chng Bok Poh is deemed to have an interest in the Shares held by his spouse, Mdm. Goo Guik Bing @ Goh Guik Bing.

(10) Mdm. Goo Guik Bing @ Goh Guik Bing is deemed to have an interest in the Shares held by her spouse, Mr. Cheng Buck Poh @ Chng Bok Poh.

(11) Vibrant Group Limited is deemed to have an interest in the Shares held by Vibrant by virtue of Section 7 of the Companies Act (Vibrant Group Limited holding more than 20% of the voting shares in Vibrant).

(12) Vibrant Capital Pte. Ltd. is deemed to have an interest in the Shares held by Vibrant by virtue of Section 7 of the Companies Act (Vibrant Capital Pte. Ltd. holding more than 20% of the voting shares in Vibrant Group Limited).

(13) Mr. Khua Kian Keong is deemed to have an interest in the Shares held by Vibrant by virtue of Section 7 of the Companies Act (Mr. Khua Kian Keong holding more than 20% of the voting shares in Vibrant Capital Pte. Ltd.).

(14) Mr. Khua Kian Ann, Vincent is deemed to have an interest in the Shares held by Vibrant by virtue of Section 7 of the Companies Act (Mr. Khua Kian Ann, Vincent holding more than 20% of the voting shares in Vibrant).

(15) Mr. Zhang Jianhua (the managing director of Abraham International) is the legal owner of 232,440,056 Settlement Shares which he is holding in trust for the benefit of Asia Process Industries Pte Ltd ("**API**") and Abraham International Process Engineering Corp Pte Ltd ("**Abraham International**"). Both API and Abraham International are Scheme Creditors and were entitled to 229,161,598 Settlement Shares and 3,278,458 Settlement Shares under the Creditors' Scheme, respectively, which has been allotted and issued to Mr. Zhang Jianhua.

(16) API was placed under voluntary liquidation on 5 September 2020 and is a Scheme Creditor and was entitled to 229,161,598 Settlement Shares under the Creditors' Scheme. As API is currently in liquidation, HSIL does not consider it a subsidiary and therefore will not treat its shareholdings as subsidiary holdings. API is deemed interested in the 229,161,598 Settlement Shares which Mr. Zhang Jianhua is holding in trust for the benefit of API.

(17) Mr. Khua Kian Hua is deemed to have an interest in the Shares held by Vibrant by virtue of Section 7 of the Companies Act (Mr. Khua Kian Hua holding more than 20% of the voting shares in Vibrant).