

VOLUNTARY UNCONDITIONAL CASH OFFER

by



Oversea-Chinese Banking Corporation Limited

(Incorporated in the Republic of Singapore)

Company Registration No. 193200032W

for and on behalf of

Lee Kim Tah Investments Pte Ltd

(Incorporated in the Republic of Singapore)

Company Registration No. 198101733K

to acquire all the issued ordinary shares
in the capital of

Lee Kim Tah Holdings Limited

(Incorporated in the Republic of Singapore)

Company Registration No. 198200554E

COMPLETION OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT (CAP. 50)

1. INTRODUCTION

Oversea-Chinese Banking Corporation Limited ("**OCBC Bank**") refers to:

- (a) the offer document dated 16 October 2014 (the "**Offer Document**") in connection with the voluntary conditional cash offer (the "**Offer**") by Lee Kim Tah Investments Pte Ltd (the "**Offeror**") for all the issued ordinary shares ("**Shares**") in the capital of Lee Kim Tah Holdings Limited ("**LKTHL**"), including all the Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror but excluding those already owned, controlled or agreed to be acquired by the Offeror;
- (b) the letter to shareholders of LKTHL ("**Shareholders**") dated 10 December 2014 (the "**10 December Letter**") relating to the right and intention of the Offeror to exercise its right of compulsory acquisition under and subject to Section 215(1) of the Companies Act (Cap. 50) (the "**Companies Act**") to compulsorily acquire, at the cash consideration of S\$1.08 for each Share, all the Shares of the Shareholders ("**Dissenting Shareholders**") in respect of which acceptances have not been received by it pursuant to the Offer (the "**Compulsory Acquisition**"); and
- (c) the announcement dated 11 December 2014, for and on behalf of the Offeror, that the Offer had closed at 5.30 p.m. on 11 December 2014.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document and the 10 December Letter.

2. COMPLETION OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT

OCBC Bank wishes to announce, for and on behalf of the Offeror, that the Offeror has exercised its right of Compulsory Acquisition today to acquire the Shares of the Dissenting Shareholders. The Offeror will pay to LKTHL a sum representing the aggregate amount payable for the Shares (the "**Consideration**") to be acquired from the Dissenting Shareholders.

The Consideration will be deposited by LKTHL into a separate bank account and held on trust for the Dissenting Shareholders, pursuant to Section 215(5) of the Companies Act. Upon payment of the Consideration to LKTHL, LKTHL will take steps to register the Offeror as the holder of the Shares of such Dissenting Shareholders. LKTHL will arrange for the Consideration to be remitted to Dissenting Shareholders as soon as practicable after the Consideration is deposited.

Following the Compulsory Acquisition, LKTHL will become a wholly-owned subsidiary of the Offeror and will be delisted from the Official List of the SGX-ST with effect from 9.00 a.m. on 14 January 2015.

3. RESPONSIBILITY STATEMENT

The directors of the Offeror (who may each 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 (including, without limitation, in relation to LKTHL or its subsidiaries), the sole responsibility of the directors of the Offeror have 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.

Issued by

Oversea-Chinese Banking Corporation Limited

For and on behalf of
Lee Kim Tah Investments Pte Ltd

12 January 2015
Singapore