



新興重型機械有限公司  
**SIN HENG HEAVY MACHINERY LIMITED**

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**THE PROPOSED CONSOLIDATION OF EVERY FIVE (5) EXISTING ORDINARY SHARES INTO ONE (1) CONSOLIDATED SHARE IN THE CAPITAL OF THE COMPANY**

**– NOTICE OF BOOKS CLOSURE DATE**

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**1. INTRODUCTION**

The Board of directors (the "**Board**") of Sin Heng Heavy Machinery Limited (the "**Company**") refers to the announcements made by the Company on 18 August 2015, 18 September 2015, 13 October 2015 and 28 October 2015 and the circular to shareholders dated 13 October 2015 ("**Circular**") in relation to the proposed share consolidation (the "**Proposed Share Consolidation**") of every five (5) existing ordinary shares in the capital of the Company as at a books closure date to be determined by the directors of the Company ("**Directors**"), into one (1) consolidated share, fractional entitlements to be disregarded or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

Unless otherwise defined, all capitalised terms used herein shall have the same meanings given to them in the Circular.

**2. NOTICE OF BOOKS CLOSURE DATE**

**NOTICE IS HEREBY GIVEN** that the Register of Members and share transfer books of the Company will be closed at 5.00 p.m. on 18 November 2015 (the "**Books Closure Date**") in order to determine the entitlements of Shareholders under the Proposed Share Consolidation.

On the Books Closure Date, every five (5) Existing Shares will be consolidated into one (1) Consolidated Share. The Proposed Share Consolidation shall be effective from 9.00 a.m. on the Market Day immediately following the Books Closure Date, being 19 November 2015, whereupon the Register of Members and the Depository Register will be updated to reflect the number of Consolidated Shares held by Shareholders as at the Books Closure Date ("**Share Consolidation Effective Date**"). Each Consolidated Share will rank *pari passu* with each other, and will be traded in board lots of 100 Consolidated Shares.

**Shareholders should note that the number of Consolidated Shares which they will be entitled to, based on their holdings of Existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of a Share arising from the Proposed Share Consolidation shall be disregarded.**

**As the net proceeds from any sale of fractions of Consolidated Shares arising from the Proposed Share Consolidation are likely to be less than the administrative costs and expenses involved in despatching such proceeds to Shareholders, fractions of a Consolidated Share arising from the Proposed Share Consolidation will be disregarded or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.**

**Shareholders should also note that in the event the Directors, in their absolute discretion, decide to cancel the aggregated fractions of Consolidated Shares arising**

**from the Proposed Share Consolidation, affected Shareholders will not be paid for such fractional shares cancelled and not issued.**

The Proposed Share Consolidation will not involve any diminishing of any liability in respect of unpaid capital or the payment to any Shareholder of any paid-up capital of the Company, and has no effect on the Shareholders' funds of the Group. Shareholders will not be required to make any payment to the Company in respect of the Proposed Share Consolidation.

### **3. SHARE CERTIFICATES**

#### **3.1 Deposit of Share Certificates with CDP**

Shareholders who hold physical share certificates for the Existing Shares in their own names ("**Old Share Certificates**") and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates, together with duly executed instruments of transfer in favour of CDP, no later than 12 Market Days prior to the Books Closure Date.

After the Books Closure Date, CDP will only accept the deposit of share certificates for Consolidated Shares ("**New Share Certificates**"). Shareholders who wish to deposit their share certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates to the Share Registrar at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

#### **3.2 Issue of New Share Certificates**

Shareholders who have deposited their Old Share Certificates with CDP at least 12 Market Days prior to the Books Closure Date need not take any further action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Registrar at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 as soon as possible after they have been notified of the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of the relevant Shareholders at their own risk within 10 Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Registrar for cancellation.

Shareholders should notify the Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members.

#### **3.3 Share Certificates Not Valid for Settlement of Trades on the SGX-ST**

Shareholders are reminded that their physical share certificates are not valid for settlement of trading in the Shares on the SGX-ST, as the Company is under a book-entry (scripless) settlement system, but will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the SGX-ST although they will continue to be *prima facie* evidence of legal title.

### **4. TRADING ARRANGEMENTS**

#### 4.1 Trading Arrangements for the Consolidated Shares

With effect from 9.00 a.m. on 16 November 2015 (the "**Effective Trading Date**"), trading in the Shares will be in board lots of 100 Consolidated Shares. Accordingly, five (5) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

#### 4.2 Trading Arrangements for Odd Lots

All fractional entitlements arising upon the implementation of the Proposed Share Consolidation will be aggregated or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

The Existing Shares are currently traded in board lots of 100 Shares. Following the Proposed Share Consolidation, the Securities Accounts maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 100 Shares).

Shareholders who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade in odd lots on the SGX-ST should note that the unit share market allows trading in odd lots with a minimum size of one (1) Consolidated Share on the SGX-ST. The unit share market allows trading in odd lots in any quantity less than one (1) board lot of the underlying Consolidated Shares.

The market for trading of such odd lots of Consolidated Shares may be illiquid. As odd lots of Consolidated Shares can be traded on the unit share market, no separate arrangements will be made for the trading of such odd lots.

Shareholders who continue to hold odd lots of less than 100 Consolidated Shares after the Proposed Share Consolidation may have difficulty and/or have to bear disproportionate transaction costs in realising the fair market price of such Consolidated Shares.

### 5. INDICATIVE TIMETABLE OF KEY EVENTS

The table below sets out the indicative timetable for the Proposed Share Consolidation:

<b>Time and Date</b>	<b>Event</b>
2 November 2015 (Monday)	Announcement of Notice of Books Closure Date
5.00 p.m. on 13 November 2015 (Friday)	Last date and time for trading of the Existing Shares on a pre-consolidated basis
9.00 a.m. on 16 November 2015 (Monday)	Effective Trading Date (commencement of trading of the Consolidated Shares on the Mainboard of the SGX-ST)
5.00 p.m. on 18 November 2015 (Wednesday)	Books Closure Date
9.00 a.m. on 19 November 2015 (Thursday)	Share Consolidation Effective Date

By Order of the Board

Tan Cheng Soon Don  
Managing Director

2 November 2015