

25 May 2017

To: The Dissenting and Non-Assenting Shareholders of Advanced Integrated Manufacturing Corp.
Ltd.

Dear Sir / Madam,

Compulsory Acquisition of Shares in Advanced Integrated Manufacturing Corp. Ltd. ("Company") pursuant to Section 215(1) of the Companies Act by HAO Corp Pte. Ltd. ("Offeror") and rights pursuant to Section 215(3) of the Companies Act

1. Introduction

Exit Offer. The Offeror refers to the exit offer letter dated 7 April 2017 ("**Exit Offer Letter**") issued by Tata Capital Markets Pte. Ltd. ("**TCMPL**"), for and on behalf of the Offeror, making a cash offer ("**Exit Offer**") to purchase all the issued ordinary shares (excluding treasury shares) in the capital of the Company ("**Shares**"), including all the Shares owned, controlled or agreed to be acquired by parties acting or presumed to be acting in concert with the Offeror, in accordance with Section 139 of the Securities and Futures Act (Cap. 289) of Singapore and the Singapore Code on Take-overs and Mergers. All capitalised terms used and not defined herein in this letter ("**Letter**") shall have the same meanings given to them in the Exit Offer Letter.

If you have already (i) accepted the Exit Offer in respect of all your Shares by completing and returning a valid relevant Acceptance Form prior to or on the Closing Date or (ii) sold all your Shares on the SGX-ST prior to the date of this Letter, please disregard this Letter and the accompanying Form 57 and Form 58 (as defined below).

1.2. Close of the Exit Offer. TCMPL had on 17 May 2017, for and on behalf of the Offeror, announced that the Exit Offer had closed as at 5.30 p.m. on 17 May 2017 ("**Closing Date**"). Accordingly, the Exit Offer is no longer open for acceptance and any acceptances received thereafter will be rejected. As at the close of the Exit Offer, the total number of (i) Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with it and (ii) valid acceptances of the Exit Offer amount to an aggregate of 126,488,886 Shares¹, representing approximately 96.01% of the total number of Shares².

1.3. Compulsory Acquisition. As the Offeror has received valid acceptances of the Exit Offer in respect of not less than 90% of the total Shares (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Exit Offer and excluding any treasury shares), the Offeror is entitled to exercise its right in accordance with Section 215(1) of the Companies Act to compulsorily acquire, at the Exit Offer Price and on the same terms as those under the Exit Offer, all the Shares of Shareholders who have not accepted the Exit Offer.

2. Compulsory Acquisition under Section 215(1) of the Companies Act

2.1. Dissenting Shareholder. According to the records maintained by The Central Depository (Pte) Limited ("**CDP**") and/or B.A.C.S. Private Limited ("**Registrar**"), as the case may be, you have not accepted the Exit Offer as at the Closing Date. Accordingly, the Offeror is writing to inform you that it is exercising its right under Section 215(1) of the Companies Act to acquire all the Shares held by you at a cash consideration of S\$0.21 for each Share and on the same terms as those offered under the Exit Offer. The Offeror encloses, for this purpose, a Notice to Dissenting Shareholder in the form prescribed under the Companies Act ("**Form 57**").

2.2. Compulsory Acquisition. On or after 25 June 2017 ("**Transfer Date**"), being after the expiration of one month after the date on which Form 57 is given to you, the Offeror will exercise

¹ This includes the aggregate of (i) 116,251,679 Shares held by the Relevant Shareholders who have accepted the Exit Offer pursuant to their respective Irrevocable Undertakings as described in paragraphs 4.1 and 4.2 of the Exit Offer Letter and (ii) the Shares held by the other parties acting or deemed to be acting in concert with the Offeror in connection with the Exit Offer as set out in paragraph 3.1 of Appendix 2 of the Exit Offer Letter who have accepted the Exit Offer.

² In this Letter, unless otherwise stated, all references to the total number of issued Shares shall be to 131,740,474 Shares (excluding treasury Shares)

its right to compulsorily acquire all the Shares held by you, subject to and on the terms set out in the enclosed Form 57 and the provisions of Section 215 of the Companies Act.

2.3. Registration of Transfer. Pursuant to the Offeror's exercise of its right of compulsory acquisition, the Offeror shall pay to the Company an amount equal to S\$0.21 in cash for each Share that the Offeror is acquiring from you ("**Consideration**"). The Consideration will be credited by the Company into a separate bank account and held on trust for you, and paid to you in accordance with the settlement procedures set out in paragraph 2.4 below. Upon the Offeror's payment of the Consideration to the Company, the Company will take steps to register the Offeror as the holder of your Shares.

2.4. Settlement. Subject to and in accordance with the provision of Section 215(1) of the Companies Act and the terms set out in the Form 57, as soon as practicable after the Transfer Date, remittances in the form of S\$ cheques for the appropriate amounts of the Consideration payable to you in respect of your Shares, will be despatched to you (or if you hold Shares which are not deposited with CDP, your designated agents, as you may direct) by ordinary post, in each case at your own risk.

3. Rights under Section 215(3) of the Companies Act

3.1. Non-Assenting Shareholder. As the Offeror has acquired such number of Shares pursuant to the Exit Offer which, together with Shares held by it, comprise 90% or more of the total Shares (excluding treasury shares), Shareholders who have not accepted the Exit Offer ("**Non-Assenting Shareholders**") have a right to require the Offeror to acquire their Shares on the same terms as those offered under the Exit Offer in accordance with Section 215(3) of the Companies Act.

A Notice to Non-Assenting Shareholder in the prescribed form ("**Form 58**") addressed to you in this connection is enclosed with this Letter. You may, within three months after the Form 58 is given, give notice requiring the Offeror to acquire your Shares and the Offeror shall be entitled and bound to acquire your Shares on the same terms as those set out in the Exit Offer.

3.2. No Action Required. As the Offeror would be proceeding to compulsorily acquire your Shares pursuant to Section 215(1) of the Companies Act, you need not take any action in relation to Form 58. Non-Assenting Shareholders who wish to nevertheless exercise their right under Section 215(3) of the Companies Act are advised to seek their own independent legal advice.

4. General

4.1 If you are in any doubt about any of the matters referred to in this Letter, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

5. Responsibility Statement

5.1 The directors of the Offeror ("**Offeror Directors**") (including any Offeror Director who may have delegated detailed supervision of this Letter) have taken all reasonable care to ensure that the facts stated and opinions expressed herein (other than those relating to the Company) are fair and accurate and where appropriate, no material facts have been omitted from this Letter, the omission of which would make any statement in this Letter misleading. Where any information in this Letter has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the Offeror Directors has been to ensure that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Letter. The Offeror Directors jointly and severally accept responsibility accordingly.

Yours faithfully,
For and on behalf of
HAO Corp Pte. Ltd.



Dr Tan Kim Yong
Director

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