

**SWIBER HOLDINGS LIMITED**  
(the "**Company**")

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**CONSENT SOLICITATION EXERCISES - ENTRY INTO OF THE SUPPLEMENTAL TRUST DEEDS AND THE SECOND SUPPLEMENTAL TRUST DEEDS**

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Reference is made to:

- (a) the S\$75,000,000 7.000 per cent. Notes due 2016 comprised in Series 012 (ISIN: SG6V59983340) (the "**Series 012 Notes**");
- (b) the S\$160,000,000 7.125 per cent. Notes due 2017 comprised in Series 014 (ISIN: SG55E0991457) (the "**Series 014 Notes**");
- (c) the S\$100,000,000 5.550 per cent. Notes due 2016 comprised in Series 015 (ISIN: SG6PF2000000) (the "**Series 015 Notes**");
- (d) the S\$130,000,000 5.125 per cent. Notes due 2016 comprised in Series 016 (ISIN: SG6RD1000002) (the "**Series 016 Notes**");
- (e) the CNY450,000,000 7.750 per cent. Notes due 2017 comprised in Series 017 (ISIN: SG6SH6000006) (the "**Series 017 Notes**", and together with the Series 012 Notes, the Series 014 Notes, the Series 015 Notes and the Series 016 Notes, the "**Notes**"),

in each case, issued pursuant to the S\$1,000,000,000 Multicurrency Debt Issuance Programme of the Company;

- (f) the S\$150,000,000 6.50 per cent. Trust Certificates due 2018 comprised in Series 001 (ISIN: SG57C0995250) (the "**Series 001 Trust Certificates**");
- (g) the S\$50,000,000 6.25 per cent. Trust Certificates due 2017 comprised in Series 002 (ISIN: SG6T9000003) (the "**Series 002 Trust Certificates**", and together with the Series 001 Trust Certificates, the "**Trust Certificates**"),

in each case, issued pursuant to the US\$500,000,000 Multicurrency Islamic Trust Certificates Issuance Programme (the "**Trust Certificates Programme**") of Swiber Capital Pte. Ltd. ("**Swiber Capital**"), a special purpose vehicle that is wholly owned by the Company. The Company is an obligor under the Trust Certificates Programme;

- (h) (in respect of the Notes) the trust deed dated 20 July 2007 made between (1) the Company, as issuer, and (2) British and Malayan Trustees Limited, as trustee (the "**Notes Trustee**"), as supplemented by a supplemental trust deed dated 22 July 2010 and (in the case of Notes other than the Series 012 Notes) as further amended and restated by an amendment and restatement trust deed dated 21 December 2012, in each case, made between the same parties, constituting the Notes;
- (i) (in respect of the Trust Certificates) the master trust deed dated 26 July 2013 made between (1) Swiber Capital, as issuer, (2) the Company, as obligor, and (3) The Bank of New York Mellon, Singapore Branch, as trustee (the "**Trust Certificates Trustee**") and (in the case of the Series 001 Trust Certificates) as amended and supplemented by a supplemental trust deed dated 2 August 2013 and (in the case of the Series 002 Trust Certificates) as amended and supplemented by a supplemental trust deed dated 30 October 2014, in each case made between the same parties, constituting the Trust Certificates; and
- (j) the announcement made by the Company on 19 February 2016 and the respective Notices of Results of Meetings published by the Company and Swiber Capital in *The Business Times* on 20 February 2016 in relation to the successful completion of the consent solicitation exercise by the Company in connection with the Notes and the successful completion of the consent solicitation exercise by Swiber Capital and the Company in connection with the Trust Certificates.

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the consent solicitation statement dated 28 January 2016 issued by the Company in relation to the Notes or, as the case may be, the consent solicitation statement dated 28 January 2016 issued by Swiber Capital and the Company in relation to the Trust Certificates.

The Company wishes to announce that:

- (a) pursuant to the passing of the respective Extraordinary Resolutions by the holders of the Series 012 Notes, the holders of the Series 014 Notes, the holders of the Series 015 Notes, the holders of the Series 016 Notes and the holders of the Series 017 Notes, the Company and the Notes Trustee have today entered into the respective Supplemental Trust Deeds to provide for the Amendments; and
- (b) pursuant to the passing of the respective Extraordinary Resolutions by the holders of the Series 001 Trust Certificates and the holders of the Series 002 Trust Certificates, the Company, Swiber Capital and the Trust Certificates Trustee have today entered into the respective Second Supplemental Trust Deeds to provide for the Amendments.

In addition, the Early Consent Fee or (as the case may be) the Normal Consent Fee has been credited to the specified accounts of eligible holders of the Notes and eligible holders of the Trust Certificates today.

By Order of the Board  
Swiber Holdings Limited

Raymond Kim Goh  
Executive Chairman

26 February 2016