

## VOLUNTARY UNCONDITIONAL CASH OFFER

by



### **RHT CAPITAL PTE. LTD.**

(Company Registration Number: 201109968H)  
(Incorporated in the Republic of Singapore)

for and on behalf of

### **UNITED TECH INDUSTRIES LIMITED**

聯科實業有限公司

(BVI Company Number: 1937050)  
(Incorporated in the British Virgin Islands)

to acquire all of the issued and paid-up ordinary shares in the capital of



### **CHANGTIAN PLASTIC & CHEMICAL LIMITED**

(Company Registration Number: 39836)  
(Incorporated in Bermuda)

other than those already owned, controlled or agreed to be acquired by  
the Offeror (as defined herein) and the parties acting in concert with it

## **DESPATCH OF OFFER DOCUMENT**

### **1. INTRODUCTION**

RHT Capital Pte. Ltd. ("**RHT Capital**") refers to the announcement dated 29 May 2017 made by RHT Capital, for and on behalf of United Tech Industries Limited 聯科實業有限公司 ("**Offeror**") in relation to the voluntary unconditional cash offer ("**Offer**") for all issued and paid-up ordinary shares of a par value of S\$0.50 each ("**Shares**") in the capital of Changtian Plastic & Chemical Limited ("**Company**") other than those Shares already owned, controlled or agreed to be acquired, directly or indirectly, by the Offeror and the parties acting in concert with it ("**Offer Shares**").

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document (as defined below), unless otherwise expressly stated or the context otherwise requires.

## 2. DESPATCH OF OFFER DOCUMENT

RHT Capital wishes to announce, for and on behalf of the Offeror, that the formal document dated 19 June 2017 which contains the terms and conditions of the Offer ("**Offer Document**"), together with the accompanying Form of Acceptance and Authorisation for Offer Shares ("**FAA**") and/or the Form of Acceptance and Transfer for Offer Shares ("**FAT**") have been despatched today to the shareholders of the Company ("**Shareholders**").

Electronic copies of the Offer Document, the FAA and the FAT are available on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

## 3. CLOSING DATE

As stated in the Offer Document, the Offer will close at **5.30 p.m. (Singapore time) on 17 July 2017**, or such later date(s) as may be announced from time to time by or on behalf of the Offeror ("**Closing Date**"). Acceptances of the Offer must be received not later than the Closing Date.

## 4. PROCEDURES FOR ACCEPTANCE

The procedures for acceptance of the Offer are set out in **Appendix 5** to the Offer Document and in the accompanying FAA and/or FAT (as applicable).

## 5. REQUEST FOR OFFER DOCUMENT AND RELATED DOCUMENTS

Shareholders holding Offer Shares through The Central Depository (Pte) Limited ("**CDP**") who do not receive the Offer Document, the FAA and/or the FAT within a week from the date hereof should contact CDP (in the case of depositors) or Boardroom Corporate & Advisory Services Pte. Ltd. (in the case of Shareholders who are not depositors), as the case may be, without delay at the following respective addresses:

### **For Shareholders who are depositors:**

The Central Depository (Pte) Limited  
9 North Buona Vista Drive  
#01-19/20 The Metropolis  
Singapore 138588

### **For Shareholders who are not depositors:**

Boardroom Corporate & Advisory Services  
Pte. Ltd.  
50 Raffles Place  
#32-01 Singapore Land Tower  
Singapore 048623

Copies of the Offer Document and FAA may be obtained by Shareholders who are depositors from CDP during normal business hours and up to 5.30 p.m. (Singapore time) on the Closing Date, upon production of satisfactory evidence that their Securities Accounts with CDP are or will be credited with the Offer Shares.

Copies of the Offer Document and FAT may be obtained by Shareholders who are not depositors from Boardroom Corporate & Advisory Services Pte. Ltd. during normal business hours and up to 5.30 p.m. (Singapore time) on the Closing Date, upon production of satisfactory evidence of title to the Offer Shares.

## 6. OVERSEAS SHAREHOLDERS

- 6.1 The availability of the Offer to Shareholders whose addresses are outside Singapore, as shown on the register of members of the Company or, as the case may be, in the records of CDP (each, an “**Overseas Shareholder**”) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, any Overseas Shareholder should inform himself about and observe any applicable legal requirements, and exercise caution in relation to the Offer, as the Offer Document, the FAA and the FAT have not been reviewed by any regulatory authority in any overseas jurisdiction. **Where there are potential restrictions on sending the Offer Document, the FAA and/or the FAT to any overseas jurisdiction, the Offeror, RHT Capital and CDP each reserves the right not to send these documents to Shareholders in such overseas jurisdictions. For the avoidance of doubt, the Offer is open to all Shareholders, including those to whom this Offer Document, the FAA and/or the FAT have not been, or may not be, sent.**
- 6.2 Copies of the Offer Document and any other formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the law of that jurisdiction (“**Restricted Jurisdiction**”) and will not be capable of acceptance by any such use, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.
- 6.3 The Offer (unless otherwise determined by the Offeror and permitted by applicable law and regulation) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction, and the Offer will not be capable of acceptance by any such use, means, instrumentality or facilities.
- 6.4 Overseas Shareholders may, nonetheless, obtain copies of the Offer Document, the FAA and/or the FAT and any related documents, during normal business hours and up to the Closing Date, from the Offeror through its share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623. Alternatively, an Overseas Shareholder may write to the Offeror through Boardroom Corporate & Advisory Services Pte. Ltd. at the address listed above to request for the Offer Document, the FAA and/or the FAT and any related documents to be sent to an address in Singapore by ordinary post at the Overseas Shareholder’s own risk, no later than five (5) Business Days prior to the Closing Date.
- 6.5 It is the responsibility of any Overseas Shareholder who wishes to (a) request for the Offer Document, the FAA and/or the FAT and/or any related documents; or (b) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with all necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholder shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including RHT Capital) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on its behalf (including RHT Capital) may be required to pay. In (i) requesting for the Offer Document, the FAA and/or the FAT and/or any related documents; and/or (ii) accepting

the Offer, the Overseas Shareholder represents and warrants to the Offeror and RHT Capital that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements. **Any Overseas Shareholder who is in any doubt about his position should consult his professional adviser in the relevant jurisdiction.**

- 6.6 The Offeror and RHT Capital each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement to the SGX-ST and if necessary, paid advertisement in a daily newspaper published and circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including Overseas Shareholders) to receive or see such announcement or advertisement.
- 6.7 Overseas Shareholders are advised to read paragraph 11 of the Offer Document in its entirety.

## **7. INDEPENDENT ADVICE**

RHT Capital is acting for and on behalf of the Offeror in connection with the Offer and does not purport to advise the Shareholders or any other person. The views and recommendations of the directors of the Company who are considered to be independent for the purposes of the Offer and the advice of the independent financial adviser to such directors on the Offer will be made available by the Company to Shareholders within 14 days of the posting of the Offer Document. Shareholders may wish to consider their advice before taking any action in relation to the Offer.

**If any Shareholder is in any doubt about the Offer, he should consult his stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.**

## **8. RESPONSIBILITY STATEMENT**

The director of the Offeror has 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, the omission of which would make any statement in this Announcement misleading, and the director of the Offeror accepts responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the responsibility of the director of the Offeror has been to ensure, through reasonable enquiries, that such information has been accurately and correctly extracted from those sources or, as the case may be, accurately reflected or reproduced in this Announcement in its proper form and context.

Issued by  
**RHT CAPITAL PTE. LTD.**

For and on behalf of  
**UNITED TECH INDUSTRIES LIMITED**  
聯科實業有限公司

19 June 2017

*Forward-Looking Statements*

*All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “aim”, “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “potential”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Offeror’s current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information.*

*Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Offeror nor RHT Capital undertakes any obligation to update publicly or revise any forward-looking statements.*

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*Any inquiries relating to this Announcement or the Offer should be directed during office hours to RHT Capital Pte. Ltd. at telephone number (65) 6381 6888.*