



EXIT OFFER

in connection with the Proposed Voluntary Delisting of Rotary Engineering Limited. (the "Company")

Exit Offer Price:
S\$0.460
 for each Offer Share
 The Exit Offer Price is final

The Delisting Resolution has been approved at the EGM on 10 January 2018 and as such, the Company will be delisted from the SGX-ST.

All capitalised terms used in this Reminder Letter, unless otherwise defined, shall bear the same meanings as ascribed to them in the Exit Offer Letter despatched on 26 December 2017

- A** The Offeror owned, controlled or agreed to acquire approximately 73.00% of Rotary Engineering Limited. as at 10 January 2018.
- B** As the Offeror is required to acquire 90% of the Offer Shares in order to exercise rights of compulsory acquisition, the Offeror is currently not entitled to exercise any rights of compulsory acquisition in connection with the Exit Offer.
- C** As stated in the Exit Offer Letter, if you decide not to accept the Exit Offer, you do not have to take any action and you will continue to hold unquoted Shares in the Company as an unlisted company.
- D** If you accept the Exit Offer, you will be paid S\$0.460 for each Offer Share within seven (7) business days after 10 January 2018, or seven (7) business days after our receipt of your valid acceptance(s), whichever is later.

IF YOU WISH TO ACCEPT THE EXIT OFFER

- 1 Locate the FAA (for scripless Shares) appended to the Exit Offer Letter (which was despatched to you on 26 December 2017)
- 2 Check or fill in your personal particulars and Securities Account Number
- 3 Under Part A, fill in the number of Offer Shares in the "Free Balance" of your CDP Securities Account that you wish to tender in acceptance of the Exit Offer
- 4 Fill in the applicable date
- 5 Sign off on the bottom right hand corner of the FAA

**ACCEPTANCES SHOULD BE RECEIVED BY THE CLOSE OF THE EXIT OFFER
 AT 5.30 P.M. (SINGAPORE TIME) ON 24 JANUARY 2018**

(or such later date(s) as may be announced from time to time by or on behalf of the Offeror)

If you have misplaced the FAA

Electronic copy of the FAA is available from the website of the SGX-ST at www.sgx.com.

The FAA is appended to the SGX announcement dated 26 December 2017 relating to the despatch of the Exit Offer Letter.

If you have any enquiries

**Please call DBS Bank's helpline during
 normal business hours at
 (65) 6878 5478**

The directors of the Offeror (the "**Offeror Directors**") (including any who may have delegated detailed supervision of this Reminder Letter) have taken all reasonable care to ensure that the facts stated and opinions expressed herein are fair and accurate and that no material facts in relation thereto have been omitted from this Reminder Letter, the omission of which would make any statement in this Reminder Letter misleading.

Where any information in this Reminder Letter has been extracted or reproduced from published or otherwise publicly available sources, 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 Reminder Letter.

The Offeror directors jointly and severally accept responsibility accordingly.



脱手献议

与 Rotary Engineering Limited.
(以下简称“公司”)有关的自愿除牌

每股脱手献议价:
S\$0.460 现金
要约方不打算修改
脱手献议价

退市决议于**2018年1月10日**的特别股东大会上成功通过, 因此公司将退市。

提醒函使用的所有术语的含义(除非另外定义)均以2017年12月26日发出的脱手献议函中的定义为准。如中文版和英文版存在不一致之处, 皆以英文版为准。

- A** 截至2018年1月10日, 要约方持有、控制或同意收购大约73.00% Rotary Engineering Limited. 的股本。
- B** 要约方需取得公司90.0%的股份才能够行使强制收购权利, 因此要约方目前并不能够行使任何有关本次脱手献议的强制收购权利。
- C** 如脱手献议函所述, 如果您决定不接受脱手献议, 您不必采取任何行动。您将继续持有公司非上市的股票。
- D** 如果您接受脱手献议, 您将在2018年1月10日后七个工作日内, 或在收到您有效接受脱手献议表格的七个工作日内(以较迟日为准), 收到每股S\$0.460的款项。

如果您愿意接受脱手献议:

- 1 请找出随脱手献议函附带的FAA表格(无纸化股票) (于2017年12月26日发出)
- 2 请核对或填写您的个人信息及证券账户号
- 3 请在Part A填写您在CDP证券账户上的“自由结余”项下打算出售的脱手献议股票数目
- 4 请在表格中填写适用日期
- 5 在表格右下角签名

FAA表格必须在不迟于 2018年1月24日
(或要约方或要约方代表可能随时公告的更迟日期) 当日下午**5时30分(新加坡时间)**
到达指定地址

如果您遗失了FAA接受表格

电子副本可以从新加坡证券交易所网站
www.sgx.com 下载。

FAA表格随附于日期标注为2017年12月26日的有关
寄发脱手献议函的公告。

如果您有任何疑问

欢迎在办公时间致电星展银行的帮助热线

(65) 6878 5478

要约方的董事(“**要约方董事**”)(包括任何授权他人详细审阅此提醒函的董事)已经采取合理措施确保本提醒函中的事实陈述和意见是公平及准确的, 本提醒函中并没有遗漏其他重要资讯而导致任何误导性的呈述。

对于从已发表或其他可公开来源摘录或转载的任何资料, 要约方董事的唯一责任是通过合理查询以确保该等资料准确地摘录自该等来源, 或(视情况而定)在本提醒函中准确反映或转载。

要约方董事将共同及分别承担责任。