

# STARLAND HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 20 October 2011)  
(Company Registration No. 201131382E)

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## MANDATORY UNCONDITIONAL GENERAL CASH OFFER FOR ALL THE ISSUED ORDINARY SHARES IN THE CAPITAL OF STARLAND HOLDINGS LIMITED

### - DESPATCH OF OFFEREE CIRCULAR

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#### 1. Introduction

The Board of Directors (the "**Board**") of Starland Holdings Limited ("**Starland**" or the "**Company**") refers to the following documents issued by UOB Kay Hian Private Limited, for and on behalf of GRP Chongqing Land Pte. Ltd. (the "**Offeror**"):

- (a) the offer document dated 2 February 2016 (the "**Offer Document**") despatched to shareholders of the Company ("**Shareholders**"), in respect of a mandatory unconditional general cash offer (the "**Offer**") to acquire all the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**"), other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with the Offeror; and
- (b) the announcement dated 2 February 2016 (the "**Offer Document Despatch Announcement**") in relation to the despatch of the Offer Document on 2 February 2016.

#### 2. Despatch of the Offeree Circular

The Board wishes to announce that the Company has today despatched to the Shareholders a circular dated 16 February 2016 (the "**Offeree Circular**") containing, *inter alia*, the advice and recommendations of Canaccord Genuity Singapore Pte. Ltd., the independent financial adviser (the "**IFA**") to the directors of the Company who are considered independent for the purposes of making the recommendations to the Shareholders in respect of the Offer (the "**Independent Directors**"), and the recommendations of the Independent Directors in respect of the Offer.

A copy of the Offeree Circular is also available on the website of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") at [www.sgx.com](http://www.sgx.com).

**The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and carefully consider the information and the recommendations of the Independent Directors as well as the advice and recommendations of the IFA set out in the Offeree Circular before deciding whether or not to accept the Offer. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.**

#### 3. Copies of the Offeree Circular

Shareholders who do not receive the Offeree Circular within one (1) week from the date hereof may obtain a copy of the same from the share registrar of the Company, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at the following address, during normal business hours on any day (other than a public holiday, Saturday or Sunday) up to the closing date of the Offer at 5.30 p.m. (Singapore time) on 1 March 2016 or such later date(s) as may be announced from time to time by or on behalf of the Offeror:

**Tricor Barbinder Share Registration Services**

(a division of Tricor Singapore Pte. Ltd.)  
80 Robinson Road  
#02-00  
Singapore 068898

**4. Closing Date**

**Shareholders should note that as stated in the Offer Document and the Offer Document Despatch Announcement, the Offer will close at 5.30 p.m. (Singapore time) on 1 March 2016 or such later date(s) as may be announced from time to time by or on behalf of the Offeror.**

**5. Responsibility Statement**

The Directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and, where appropriate, no material facts have been omitted and they jointly and severally accept responsibility accordingly; and jointly and severally accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Document), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement in its proper form and context.

**BY ORDER OF THE BOARD**

Tan Hoe San  
Executive Chairman and Managing Director  
16 February 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the SGX-ST Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr. Lance Tan, Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.