

## **STATS ChipPAC LTD.**

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199407932D)

### **ANNOUNCEMENT**

#### **Change of Control under Indentures governing 5.375% Senior Notes due 2016 and 4.5% Senior Notes due 2018 (collectively, the “Notes”) and Amendment of Indentures governing the Notes**

JCET-SC (Singapore) Pte. Ltd. (a) has yesterday announced that its offer for all the ordinary shares of STATS ChipPAC Ltd. (the “Company”) has become unconditional in all respects and (b) has, pursuant to the same, acquired a majority of the ordinary shares of the Company, which constituted a Change of Control (as defined in the indentures governing the Notes). The terms of the Notes require the Company to, within 30 days following any Change of Control, make an offer (the “Change of Control Offer”) to purchase any and all of the outstanding Notes at 101% of the aggregate principal amount of Notes repurchased, plus accrued and unpaid interest to, but not including, the date of purchase. This announcement shall not constitute the notice of Change of Control and Change of Control Offer required under the terms of the indentures governing the Notes. The Company will send such notice and make the Change of Control Offer in accordance with the terms of the indentures governing the Notes in due course.

Further, the Company has today entered into a senior bridge loan facility (the “Bridge Loan Facility”) and in connection therewith, granted first ranking security interests over all present and future assets of the Company and certain of its subsidiaries, subject to certain exceptions, and pledges over the share capital of certain of the Company’s subsidiaries (the “Collateral”).

Each of the indentures governing the Notes contains a limitation on liens covenant that restricts the Company and its Restricted Subsidiaries (as defined in the indentures governing the Notes) from, among other things, granting liens over their assets to secure senior obligations (other than permitted liens specified therein), unless they secure the Notes on an equal and rateable basis. In compliance with these indentures, concurrently with entering into the Bridge Loan Facility, the Company and certain of its subsidiaries have entered into an intercreditor deed (the “Intercreditor Deed”) with, among others, The Bank of New York Mellon, as trustee for the Notes (the “Trustee”), the facility agent under the Bridge Loan Facility, a common security agent and a Korea security agent to grant equal and rateable security over the Collateral for the benefit of the Senior Creditors (as defined therein), including the holders of the Notes. The Company and the Trustee have also concurrently entered into a supplemental indenture to each of the indentures governing the Notes to provide for the circumstances under which the security over the Collateral in favor of the holders of the Notes may be released, and the authorization of actions to be taken by the Trustee under the Intercreditor Deed.

The directors of the Company (including any 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 that no material facts have been

omitted from this announcement which might cause this announcement to be misleading in any material respect, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

Elaine Sin  
Senior Director, Corporate Legal and Company Secretary  
6 August 2015

**IMPORTANT NOTICE**

**This announcement is neither an offer to purchase nor a solicitation of an offer to sell securities.**