



TSH Corporation Limited

(Company Registration Number: 200003865N)

(Incorporated in the Republic of Singapore)

PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF SLOSHED! PTE. LTD.

- PROPOSED SHARE CONSOLIDATION OF EVERY TWENTY (20) EXISTING SHARES INTO ONE (1) CONSOLIDATED SHARE
- NOTICE OF BOOKS CLOSURE DATE

All capitalised terms used herein shall, unless otherwise defined herein, bear the meanings ascribed to them in the circular to shareholders of the Company dated 31 December 2018 (the "Circular").

1. INTRODUCTION

The Board of Directors (the "**Board**") of TSH Corporation Limited (the "**Company**") refers to the Company's announcements on 31 August 2018, 21 September 2018, 23 November 2018, 28 December 2018 and 31 December 2018 relating to the Proposed Acquisition by the Company of Slosed! Pte. Ltd. (collectively, the "**Announcements**") and the Circular.

The Proposed Transactions have been approved by Shareholders at the EGM held today.

2. NOTICE OF BOOKS CLOSURE DATE FOR THE PROPOSED SHARE CONSOLIDATION

2.1 **NOTICE IS HEREBY GIVEN** that the Register of Members and Share Transfer Books of the Company will be closed at 5.00 p.m. on 4 February 2019 (the "**Books Closure Date**") for the purposes of determining the entitlements of Shareholders to the Consolidated Shares pursuant to the Proposed Share Consolidation, whereupon the Register of Members and the Depository Register will be updated to reflect the number of Consolidated Shares held by Shareholders (or Depositors, as the case may be) based on their shareholdings as at the Books Closure Date.

2.2 Pursuant to the Proposed Share Consolidation, every twenty (20) existing Shares registered in the name or standing to the credit of the Securities Account (as the case may be) of each Shareholder or Depositor as at the Books Closure Date will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded.

2.3 The Proposed Share Consolidation shall be effective from 9.00 a.m. on the Market Day immediately following the Books Closure Date, being 7 February 2019 ("**Effective Date**").

2.4 Shareholders should note that the number of Consolidated Shares which they are entitled to pursuant to the Proposed Share Consolidation, based on their shareholdings as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions thereof arising from the Proposed Share Consolidation will be disregarded. All fractional Shares arising from the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including (a) disregarding the fractional entitlements; or (b) if practical and permissible, aggregating and selling the same and retaining the net proceeds for the benefit of the Company. Affected Shareholders will not be paid for any fractional Shares which are disregarded.

- 2.5 Each Consolidated Share will rank *pari passu* with each other and will be traded in board lots of 100 Consolidated Shares.

3. SHARE CERTIFICATES

3.1 Deposit of Old Share Certificates with CDP

Shareholders who hold old physical share certificates for the existing Shares in their own names (“**Old Share Certificates**”) and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates, together with the duly executed instruments of transfer in favour of CDP, no later than 12 Market Days prior to the Books Closure Date.

After the Books Closure Date, CDP will only accept for deposit new share certificates for Consolidated Shares (“**New Share Certificates**”). Shareholders who wish to deposit their New Share Certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates to the Company’s Share Registrar for cancellation and issue of New Share Certificates in replacement thereof as described below.

3.2 Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least 12 Market Days prior to the Books Closure Date need not take any action. The Company will arrange with CDP to facilitate the exchange of New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Company’s Share Registrar as soon as possible after they have been notified of the Books Closure Date, and preferably, not later than five (5) Market Days after the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar for the receipt of the Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of the Shareholders at their own risk within 10 Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have been tendered to the Company’s Share Registrar for cancellation.

Shareholders should notify the Company’s Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their address from that reflected in the Register of Members of the Company.

3.3 Share certificates not valid for settlement of trades on SGX-ST

Shareholders who hold physical share certificates are reminded that their Old Share Certificates will not be valid for settlement of trading in the Consolidated Shares on the SGX-ST (as the Company is under a book-entry settlement system) but will continue to be accepted for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period by the Company’s Share Registrar. The New Share Certificates will not be valid for delivery for trades done on the SGX-ST although they will continue to be *prima facie* evidence of legal title.

4. TRADING ARRANGEMENTS FOR THE CONSOLIDATED SHARES AND ODD LOTS

4.1 Trading Arrangements for the Consolidated Shares

With effect from 9.00 a.m. on 1 February 2019 (the “**Effective Trading Date**”), trading in the Consolidated Shares will be in board lots of 100 Consolidated Shares. Trading in the

existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date, being 31 January 2019.

4.2 Trading Arrangements for Odd Lots

The existing Shares are currently traded in board lots of 100 Shares in the ready market. Following the Proposed Share Consolidation, the Securities Accounts maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 100 Consolidated Shares). Shareholders who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade such odd lots on the SGX-ST should note that the unit share market has been set up to allow trading in odd lots with a minimum size of one (1) Consolidated Share on the SGX-ST. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of Consolidated Shares. It should be noted that the market for trading of such odd lots of Consolidated Shares may be illiquid.

5. INDICATIVE TIMETABLE

The table below sets out the indicative timetable for the Proposed Share Consolidation:

Time and date	Event
5.00 p.m. on 31 January 2019 (Thursday)	Last date and time for trading of existing Shares (on pre-consolidated basis)
9.00 a.m. on 1 February 2019 (Friday)	Effective Trading Date (commencement of trading of the Consolidated Shares on the SGX-ST)
5.00 p.m. on 4 February 2019 (Monday)	Books Closure Date
9.00 a.m. on 7 February 2019 (Thursday)	Effective Date (Proposed Share Consolidation becomes effective)

6. CONTACT INFORMATION

The address of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., is as follows:

50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

The address of CDP is as follows:

9 North Buona Vista Drive
#01-19/20 The Metropolis
Singapore 138588

By Order of the Board

Dr Yu Lai Boon
Non-Executive Chairman and Independent Director
25 January 2019

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited ("**Sponsor**"), for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement.*

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

The contact person for the Sponsor is Ms Alicia Sun (Tel: (65) 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.