



SIM LIAN GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 200004760C)

EXERCISE OF RIGHT OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT BY THE OFFEROR

*Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the announcement 9 August 2016 issued by the Company relating to the Offer for all the Shares in the capital of the Company (the “**Offeree Announcement**”).*

1. INTRODUCTION

The Board of Directors (the “**Board**” or the “**Directors**”) of Sim Lian Group Limited (the “**Company**”) refers to:

- (a) the voluntary conditional cash offer (the “**Offer**”) by Oversea-Chinese Banking Corporation Limited (“**OCBC Bank**”), for and on behalf of Coronation 3G Pte. Ltd. (the “**Offeror**”), for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of Sim Lian Group Limited (the “**Company**”), other than those already owned, controlled or agreed to be acquired by the Offeror as at 8 August 2016, but including Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror, which was declared unconditional in all respects on 5 September 2016 and which closed at 5.30 p.m. (Singapore time) on 10 October 2016; and
- (b) the announcement dated 24 October 2016 by OCBC Bank for and on behalf of the Offeror relating to the exercise by the Offeror of its right of compulsory acquisition to acquire the Shares held by the Dissenting Shareholders (“**Remaining Shares**”).

2. EXERCISE OF RIGHT OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT AND DELISTING

The Board would like to announce that it received a written notice from the Offeror that it is entitled to and has exercised its right of compulsory acquisition to acquire the Remaining Shares at the Offer Price of S\$1.08 for each Remaining Share.

The Company will be delisted from the Official List of the SGX-ST following the completion of the compulsory acquisition by the Offeror. The Company will make a further announcement upon the completion of the compulsory acquisition together with details on the date and time of the delisting.

3. RESPONSIBILITY STATEMENT

The Directors (including any Director who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, 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 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

Ang Lay Hua
Joint Company Secretary

25 October 2016