



SMRT CORPORATION LTD
(Incorporated in the Republic of Singapore)
(Company Registration Number: 200001855H)

**PROPOSED ACQUISITION BY BELFORD INVESTMENTS PTE. LTD. (THE "OFFEROR")
OF THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF
SMRT CORPORATION LTD (THE "COMPANY") BY WAY OF A SCHEME OF ARRANGEMENT**

**UPDATE ON COURT HEARING TO SANCTION THE SCHEME AND NOTICE OF BOOKS
CLOSURE DATE**

1. Introduction

The board of directors of the Company (the "**Board**") refers to:

- (a) the scheme document (the "**Scheme Document**") despatched on 6 September 2016 to the shareholders of the Company in relation to the proposed acquisition by the Offeror, a wholly-owned subsidiary of Temasek Holdings (Private) Limited ("**Temasek**"), of all the issued and paid-up ordinary shares in the capital of the Company (other than those already held by Temasek) by way of a scheme of arrangement at a Scheme Price of S\$1.68 in cash for each Scheme Share under Section 210 of the Companies Act and in accordance with the Code and the terms and conditions of the Implementation Agreement; and
- (b) the announcement dated 29 September 2016 released by the Company in relation to the approval of the Scheme by the requisite majorities of the Scheme Shareholders at the Scheme Meeting held on 29 September 2016.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

2. Court Hearing to Sanction the Scheme

The Board wishes to announce that the Company has filed an application to the High Court of the Republic of Singapore ("**Court**") to sanction the Scheme and that the Court has directed that the application be heard on 17 October 2016.

Subject to the grant of the order of the Court sanctioning the Scheme under Section 210 of the Companies Act ("**Court Order**") and the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the Implementation Agreement, the Scheme shall become effective and binding upon the lodgement of the Court Order with ACRA.

3. Books Closure Date

Notice is hereby given that, subject to the grant of the Court Order, the Transfer Books and the Register of Members of the Company will be closed at **5.00 p.m. on 21 October**

2016 in order to determine the entitlements of the Scheme Shareholders under the Scheme.

4. Updated Indicative Timetable for the Scheme

Subject to the grant of the Court Order on 17 October 2016, Scheme Shareholders should note the updated indicative dates for the following events:

Date of Court hearing of the application to sanction the Scheme	:	17 October 2016
Last day of trading of the Shares	:	18 October 2016
Date of suspension of the Shares	:	19 October 2016
Books Closure Date	:	21 October 2016, 5.00 p.m.
Expected Record Date	:	21 October 2016 ⁽¹⁾
Expected Effective Date	:	24 October 2016 ⁽²⁾
Expected date for the payment of the Scheme Price	:	By 1 November 2016 ⁽¹⁾
Expected date that the Scheme Shares will be transferred to the Offeror	:	1 November 2016 ⁽¹⁾⁽³⁾
Expected date for the delisting of the Shares	:	After payment of the Scheme Price

Notes:

- (1) Assuming that the Effective Date is on 24 October 2016.
- (2) The Scheme will only become effective and binding if all the Scheme Conditions have been satisfied (or, where applicable, waived) in accordance with the Implementation Agreement and upon lodgement of the Court Order with ACRA. The Court Order will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix 10 to the Scheme Document.
- (3) Assuming the Scheme Price is paid on 1 November 2016.

Save for the date of the Court hearing of the application to sanction the Scheme, the above dates are indicative only and are subject to the grant of the Court Order on 17 October 2016. Please refer to future announcement(s) by the Company for the exact dates of these events.

5. Directors' Responsibility Statement

The directors of the Company (including any who may have delegated detailed supervision of the preparation 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, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept responsibility accordingly.

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

BY ORDER OF THE BOARD

Jacquelin Tay Gek Poh
Company Secretary

5 October 2016