



ASTI Holdings Limited
(Company Registration No. 199901514C)
(Incorporated in the Republic of Singapore)
(the "Company")

**UPDATE ON THE PROPOSED DISPOSAL OF THE ENTIRE ISSUED AND PAID-UP SHARE
CAPITAL OF SEMICONDUCTOR TECHNOLOGIES & INSTRUMENTS PTE LTD**

The board of directors (the "**Board**" or "**Directors**") of ASTI Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") refers to the Company's announcements dated 18 December 2017, 20 March 2018, 2 April 2018, 9 April 2018 and 27 July 2018 (the "**Announcements**") in relation to the proposed disposal by the Company of 100% of the entire issued and paid-up capital of its wholly owned subsidiary, Semiconductor Technologies & Instruments Pte Ltd (the "**Proposed Disposal**").

Unless otherwise defined herein, capitalised terms used herein shall bear the same meaning ascribed to them in the Announcements.

Pursuant to Clause 11.9(a) of the SPA, the Purchaser is entitled to transfer its rights under the Agreement to a Permitted Affiliate, which is defined as "... with respect to any Person, any other Person directly or indirectly controlling, controlled by, or under common control with such Person (including any subsidiary); where "**control**" hereunder means the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a Person, whether through: (a) ownership or control (whether direct or indirect) of more than 25% of the total share capital or voting rights attributable to the shares or other equity or ownership interests of that Person, whether by shareholding, contract or otherwise; or (b) the possession, direct or indirect, of control over the composition of the board of directors or management or other governing body of that Person whether through ownership of voting securities, by contract, or otherwise, and, without prejudice to the generality of the foregoing, the composition of such board or other governing body shall be deemed to be so controlled or jointly controlled if the Person holding the right may by the exercise of such power, directly or indirectly, appoint or remove more than half of the directors or other members of such board or other governing body".

The Purchaser has elected to exercise its rights under Clause 11.9(a) of the SPA and transferred its rights to Hangzhou Changxin Investment Management Co., Ltd ("**HZCX**"), a company incorporated in the People's Republic of China. The shareholders of HZCX are Shanghai Semiconductor Equipment and Material Investment Partnership LLP (30%) ("**SSEMIP**"), National Integrated Circuit Industry Investment Fund Co., Ltd. (30%), Ningbo Silicon Paradise Hehui Venture Investment Partnership LLP (30%) and Hangzhou Changchuan Technology Co., Ltd (10%). SSEMIP is an investment fund created in the form of limited partnership and is controlled by its general partner. The Purchaser, directly and indirectly, holds 60% of the ownership interest in the general partner.

HZCX is a special purpose vehicle established under the coordination of PDSTI for the purpose of carrying out its mergers and acquisition transactions. With the participation of the other shareholders, HZCX is structured to bring together proper strategic resources to ensure continued success of acquired targets, of which the STI Group will be the first acquisition.

The Company will make further announcements as and when appropriate.

By Order of the Board

Dato' Michael Loh Soon Gnee
Executive Chairman & Chief Executive Officer
ASTI Holdings Limited
3 September 2018