

VOLUNTARY UNCONDITIONAL CASH OFFER

by



RHT CAPITAL PTE. LTD.

(Company Registration Number: 201109968H)
(Incorporated in the Republic of Singapore)

for and on behalf of

UNITED TECH INDUSTRIES LIMITED

聯科實業有限公司

(BVI Company Number: 1937050)
(Incorporated in the British Virgin Islands)

to acquire all of the issued and paid-up ordinary shares in the capital of



CHANGTIAN PLASTIC & CHEMICAL LIMITED

(Company Registration Number: 39836)
(Incorporated in Bermuda)

other than those already owned, controlled or agreed to be acquired by
the Offeror (as defined herein) and the parties acting in concert with it

DEALINGS DISCLOSURE AND LEVEL OF ACCEPTANCES ON 28 JUNE 2017

1. INTRODUCTION

RHT Capital Pte. Ltd. ("**RHT Capital**") refers to:

- (a) the announcement dated 29 May 2017 made by RHT Capital, for and on behalf of United Tech Industries Limited 聯科實業有限公司 ("**Offeror**") in relation to the voluntary unconditional cash offer ("**Offer**") for all issued and paid-up ordinary shares of a par value of S\$0.50 each ("**Shares**") in the capital of Changtian Plastic & Chemical Limited ("**Company**") other than those Shares already owned, controlled or agreed to be acquired, directly or indirectly, by the Offeror and the parties acting in concert with it; and
- (b) the formal offer document dated 19 June 2017 containing the terms and conditions of the Offer ("**Offer Document**") despatched to the shareholders of the Company on 19 June 2017.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document, unless otherwise expressly stated or the context otherwise requires.

2. DEALINGS

Pursuant to Rule 12.1 of the Singapore Code on Take-overs and Mergers, RHT Capital wishes to announce, for and on behalf of the Offeror, that the following dealings in the Shares on the SGX-ST were made by the Offeror on 28 June 2017:

(i)	Total number of Shares acquired by the Offeror	8,500
(ii)	Percentage of total number of issued Shares ⁽¹⁾ represented by the number of Shares acquired	0.01%
(iii)	Price per Share acquired (excluding brokerage commission, clearing fees, stamp duties and Goods and Services Tax)	S\$1.30 per Share

3. LEVEL OF ACCEPTANCES OF THE OFFER

Pursuant to Rule 28.1 of the Code, RHT Capital wishes to announce, for and on behalf of the Offeror, that:

(a) **Acceptances of the Offer**

As at 5.00 p.m. (Singapore time) on 28 June 2017, the Offeror has received valid acceptances amounting to 4,504,675 Shares, representing approximately 6.83% of the total number of issued Shares.

(b) **Shares held on or before the Offer Announcement Date**

As at the Offer Announcement Date, the Offeror and parties acting in concert with it collectively owned, controlled or had agreed to acquire an aggregate of 52,753,130 Shares⁽²⁾, representing approximately 79.93% of the total number of issued Shares.

(c) **Shares acquired or agreed to be acquired after the Offer Announcement Date and up to 5.00 p.m. (Singapore time) on 28 June 2017 (other than pursuant to valid acceptances of the Offer)**

Following the Offer Announcement Date and up to 5.00 p.m. (Singapore time) on 28 June 2017, save for the acquisition by the Offeror of an aggregate of 3,399,100

¹ Unless otherwise stated, in this Announcement, all references to the total number of issued Shares shall be to 65,999,998 Shares.

² This refers to the aggregate of 52,753,130 Shares (representing approximately 79.93% of the total number of issued Shares) held by the Undertaking Shareholders, being parties acting in concert with the Offeror and who have provided Irrevocable Undertakings to the Offeror as disclosed in the Offer Document.

Shares, representing approximately 5.15% of the total number of issued Shares, the Offeror and parties acting in concert with it have not acquired or agreed to acquire any Shares (other than pursuant to valid acceptances of the Offer).

4. RESULTANT SHAREHOLDINGS

Accordingly, as at 5.00 p.m. (Singapore time) on 28 June 2017, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it; and (b) valid acceptances of the Offer, amount to an aggregate of 60,656,905 Shares, representing approximately 91.90% of the total number of issued Shares.

5. TRADING AND LISTING STATUS

Under Rule 1105 of the Listing Manual, upon an announcement by the Offeror that acceptances have been received pursuant to the Offer that brings the Shares held by the Offeror and parties acting in concert with it to above 90.0% of the total number of issued Shares excluding treasury shares, the SGX-ST may suspend the trading of the Shares on the SGX-ST until such time when the SGX-ST is satisfied that at least 10.0% of the total number of issued Shares excluding treasury shares are held by at least 500 shareholders who are members of the public. Under Rule 1303(1) of the Listing Manual, where the Offeror succeeds in garnering acceptances exceeding 90.0% of the total number of issued Shares excluding treasury shares, thus causing the percentage of the total number of issued Shares excluding treasury shares held in public hands to fall below 10.0%, the SGX-ST will suspend the trading of the Shares only at the close of the Offer.

In addition, under Rule 724(1) of the Listing Manual, if the percentage of the total Shares held in public hands falls below 10.0%, the Company must as soon as practicable, announce the fact and the SGX-ST may suspend trading of all the Shares. Rule 724(2) of the Listing Manual states that the SGX-ST may allow the Company a period of three (3) months, or such longer period as the SGX-ST may agree, to raise the percentage of Shares in public hands to at least 10.0%, failing which the Company may be delisted.

In the event that the trading of the Shares on the SGX-ST is suspended pursuant to Rule 724(1), Rule 1105 or Rule 1303(1) of the Listing Manual, the Offeror does not intend to undertake or support any action for any such trading suspension by the SGX-ST to be lifted. It is the intention of the Offeror to privatise the Company and to delist the Company from the SGX-ST, should the option be available to the Offeror.

6. RESPONSIBILITY STATEMENT

The director of the Offeror has 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 the director of the Offeror accepts responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the responsibility of the director of the Offeror has been to ensure, through reasonable enquiries, that such information has been accurately and correctly extracted from those sources or, as the case may be, accurately reflected or reproduced in this Announcement in its proper form and context.

Issued by
RHT CAPITAL PTE. LTD.

For and on behalf of
UNITED TECH INDUSTRIES LIMITED
聯科實業有限公司

28 June 2017

Forward-Looking Statements

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “aim”, “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “potential”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Offeror’s current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information.

Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Offeror nor RHT Capital undertakes any obligation to update publicly or revise any forward-looking statements.

Any inquiries relating to this Announcement or the Offer should be directed during office hours to RHT Capital Pte. Ltd. at telephone number (65) 6381 6888.