

## EXIT OFFER

in connection with

### THE VOLUNTARY DELISTING OF SINOTEL TECHNOLOGIES LTD. FROM THE OFFICIAL LIST OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

by

#### DELOITTE & TOUCHE CORPORATE FINANCE PTE LTD

(Company Registration Number: 200200144N)  
(Incorporated in the Republic of Singapore)

for and on behalf of

#### ADVANCE TECHNOLOGY HOLDING LTD

(Company Number: 1863143)  
(Incorporated in the British Virgin Islands)

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



#### SINOTEL TECHNOLOGIES LTD.

(Company Registration Number: 200614275R)  
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by  
Advance Technology Holding Ltd and parties acting or deemed to be acting in concert with it

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### DESPATCH OF NOTICE PURSUANT TO SECTION 215(3) OF THE COMPANIES ACT, CAP. 50

#### 1. INTRODUCTION

Deloitte & Touche Corporate Finance Pte Ltd ("**Deloitte**") refers to the exit offer letter dated 28 January 2016 (the "**Exit Offer Letter**") issued by Deloitte, for and on behalf of Advance Technology Holding Ltd (the "**Offeror**"), to the shareholders of Sinotel Technologies Ltd. (the "**Company**") in relation to the voluntary delisting of the Company from the Official List of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") pursuant to Rules 1307 and 1309 of the listing manual of the SGX-ST and the exit offer in cash (the "**Exit Offer**") by Deloitte, for and on behalf of the Offeror, to acquire all the issued ordinary shares in the capital of the Company (the "**Shares**"), other than those Shares held, directly or indirectly, by the Offeror as at the date of the Exit Offer (the "**Offer Shares**"). The Exit Offer has closed at 5.30 p.m. on 4 March 2016.

All capitalised terms not defined herein shall have the same meaning ascribed to them in the Exit Offer Letter, unless otherwise stated or the context otherwise requires.

## 2. SHAREHOLDERS' RIGHTS UNDER SECTION 215(3) OF THE COMPANIES ACT

- 2.1 As stated in the Exit Offer Letter, pursuant to Section 215(3) of the Companies Act, if the Offeror acquires such number of Shares which, together with the Shares held by it, its related corporations and their respective nominees, comprise 90% or more of the total number of issued Shares, the Shareholders who have not accepted the Exit Offer (the "**Non-Assenting Shareholders**") have a right to require the Offeror to acquire their Shares on the same terms as set out in the Exit Offer Letter.
- 2.2 As the Offeror has at 5.30 p.m. on 4 March 2016 received acceptances pursuant to the Exit Offer which, together with the Shares held by it, its related corporations and their respective nominees, comprise more than 90% of the total number of issued Shares, **the Non-Assenting Shareholders will have the right to require the Offeror to acquire their Shares on the same terms as set out in the Exit Offer Letter.**
- 2.3 In connection with the foregoing, the Non-Assenting Shareholders may, within three (3) months from the date of the Form 58 (as defined herein), that is, **on or before 11 June 2016**, give notice to the Offeror in the manner set out in the Letter (as defined herein) to require the Offeror to acquire their Shares.

## 3. DESPATCH OF NOTICE PURSUANT TO SECTION 215(3) OF THE COMPANIES ACT

Accordingly, Deloitte, for and on behalf of the Offeror, wishes to inform Shareholders that the Offeror will despatch to Non-Assenting Shareholders the following documents:

- (a) a letter in relation to, *inter alia*, the right of Non-Assenting Shareholders under Section 215(3) of the Companies Act to require the Offeror to acquire the Shares held by them on the same terms as set out in the Exit Offer Letter (the "**Letter**"); and
- (b) the relevant notice in the form prescribed under the Companies Act in relation to Section 215(3) of the Companies Act, namely Form 58 ("**Form 58**").

Copies of the Letter and Form 58 are attached to this announcement.

**Non-Assenting Shareholders who wish to exercise their right under Section 215(3) of the Companies Act are advised to seek their own independent legal advice.**

Issued by

**Deloitte & Touche Corporate Finance Pte Ltd**

For and on behalf of  
Advance Technology Holding Ltd  
11 March 2016

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Any enquiries relating to this announcement should be directed during office hours to:

**Deloitte & Touche Corporate Finance Pte Ltd**

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Executive Director  
Tel: (65) 6531 5000