

HIAP SENG INDUSTRIES LIMITED

(Company Registration No. 202200187H)
(Incorporated in the Republic of Singapore)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 607,500,000 NEW ORDINARY SHARES

- (1) LODGMENT OF OFFER INFORMATION STATEMENT AND DESPATCH AND DISSEMINATION OF DOCUMENTS**
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1. BACKGROUND

- 1.1. The board of directors (the “**Board**” or “**Directors**”) of Hiap Seng Industries Limited (the “**Company**”) refers to:
- (a) the announcement dated 11 October 2023 issued by Hiap Seng Engineering Limited (Judicial Managers appointed) (“**HSEL**”) in relation to the renounceable non-underwritten rights issue of up to 607,500,000 new ordinary shares in the capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.00543 for each Rights Share, on the basis of two (2) Rights Shares for every one (1) existing share held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded (the “**Rights Issue**”);
 - (b) the circular dated 6 November 2023 issued by HSEL for the purpose of providing shareholders with information pertaining to, and seeking shareholders’ approval for, among others, the Rights Issue;
 - (c) the announcement dated 24 January 2024¹ issued by the Company in relation to the approval-in-principle received from the SGX-ST on the Rights Issue, the notice of record date for the Rights Issue and the updated indicative timetable for the Rights Issue. The approval-in-principle of the SGX-ST is not to be taken as an indication of the merits of the Rights Shares, the Rights Issue, the Company and/or its subsidiaries;
 - (d) the announcement dated 16 February 2024 issued jointly by the Company and HSEL in relation to the completion of, among others, the Subscriber Transactions, the Debt Restructuring and the Transfer Listing;
 - (e) the joint statement by the Monetary Authority of Singapore (the “**MAS**”), the Securities Industry Council of Singapore and the Singapore Exchange Regulation on 29 June 2021 in relation to, among others, the extension of temporary measures to allow electronic dissemination of rights issue documents beyond 30 June 2021 which will be in place until revoked or amended (the “**Joint Statement**”); and
 - (f) the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020 (together with the Joint Statement, the “**Electronic Dissemination Measures**”).
- 1.2. Capitalised terms used but not defined herein shall have the meanings as ascribed to them in the Offer Information Statement (as defined below).
- 1.3. Any reference to the time of day and date herein shall be a reference to Singapore time and date respectively.

¹ The announcement was re-released on 5 February 2024 and 7 February 2024 to include additional information on the Rights Issue.

2. LODGMENT OF OFFER INFORMATION STATEMENT AND DESPATCH AND DISSEMINATION OF DOCUMENTS

- 2.1. The Company wishes to announce that the offer information statement dated 19 February 2024 in relation to the Rights Issue (the “**Offer Information Statement**”) and its accompanying application forms have today been lodged with the MAS.
- 2.2. Pursuant to the Electronic Dissemination Measures, physical copies of the Offer Information Statement will not be despatched to Entitled Shareholders. Instead, an electronic copy of the Offer Information Statement has been made available for viewing online in a Portable Document Format (PDF) format at, and may be accessed, downloaded and printed from, the following online locations (the “**Online Locations**”):
- (a) the SGX-ST’s website at the following URL:
- <https://www.sgx.com/securities/company-announcements?pagesize=20&value=HIAP%20SENG%20INDUSTRIES%20LIMITED&type=company>.
- (b) the Company’s corporate website at the following URL:
- <https://www.hiapseng.com/index.php>.
- 2.3. A physical copy of a notification letter (the “**OIS Notification Letter**”) specifying the Online Locations and containing, among others, instructions on how to access, download and print the electronic version of the Offer Information Statement will be despatched, together with the Application Form for Rights Shares (the “**ARS**”), the Application Form for Excess Rights Shares (the “**ARE**”) or the Provisional Allotment Letter in respect of the Rights Issue (the “**PAL**”), as the case may be, and the relevant envelope to Entitled Shareholders on or around 20 February 2024.
- 2.4. Entitled Depositors who do not receive the OIS Notification Letter, the ARS or the ARE may contact CDP during the period from the date the Rights Issue commences up to the Closing Date. Entitled Scripholders who do not receive the OIS Notification Letter or the PAL may obtain a copy from the Share Registrar during the period from the date the Rights Issue commences up to the Closing Date.
- 2.5. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Issue is only made in Singapore, and the Offer Information Statement, the OIS Notification Letter and the accompanying documents (including the ARS, the ARE or the PAL, as the case may be) will not be despatched or, as the case may be, disseminated to Foreign Shareholders. Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotments of Rights Shares will be made to Foreign Shareholders and no purported acceptance of the provisional allotments of Rights Shares or applications for Excess Rights Shares by Foreign Shareholders will be valid. In addition, no arrangements will be made for the Rights which would otherwise have been provisionally allotted to Foreign Shareholders to be sold “nil-paid” on the Mainboard of the SGX-ST.

3. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND APPLICATIONS FOR EXCESS RIGHTS SHARES

- 3.1. Acceptances of provisional allotments of Rights Shares and (if applicable) applications for Excess Rights Shares may be made by Entitled Shareholders:
- (a) in the case of Entitled Shareholders:
- (i) by way of the ARS and/or the ARE; and/or
- (ii) by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service; and
- (b) in the case of Entitled Scripholders, by way of the PAL.

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- 3.2. For Shareholders who hold Shares under the CPFIS, the SRS or through a finance company and/or Depository Agent can only accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares through their respective approved CPF agent banks (in the case of CPFIS Members), their relevant SRS Approved Banks (in the case of SRS Investors), or the respective finance companies and/or Depository Agents through which such Shareholders hold Shares. Such persons are advised to provide their respective approved CPF agent banks with whom they hold their CPF Investment Accounts, their respective SRS Approved Banks with whom they hold their SRS Accounts, and their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions no later than the deadlines set by such intermediaries, in order for such intermediaries to make the relevant acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares on their behalf in accordance with the terms and conditions in this Offer Information Statement by the Closing Date. **Any acceptance and/or (if applicable) application made by such investors directly through CDP, Electronic Application through ATMs of Participating Banks or through an Accepted Electronic Service, the Share Registrar and/or the Company will be rejected.**
- 3.3. More information on the procedures for acceptance, payment and excess application for the Rights Shares by Entitled Shareholders may be found in the Offer Information Statement, the ARS, the ARE or the PAL, as the case may be.

4. TRADING PERIOD FOR NIL-PAID RIGHTS

- 4.1. The trading period for the provisional allotments of Rights Shares (or “nil-paid” Rights) on the SGX-ST will commence at **9.00 a.m. on 20 February 2024** and will end at **5.00 p.m. on 28 February 2024**. The trading details of the Rights are as follows:

Trading Name	:	Hiap Seng Ind R
Trading Stock Code	:	FSXR
ISIN Code	:	SGXN23175445

- 4.2. Entitled Depositors who sell their “nil-paid” Rights during the period need not forward the ARE to the Purchasers as arrangements will be made by CDP for a separate ARS to be issued to the Purchasers. Purchasers should note that the ARE need not be forwarded to the Purchasers as arrangements will be made by CDP for a separate ARS to be issued to the Purchasers whose mailing addresses maintained with CDP are in Singapore. Purchasers should note that CDP will, for and on behalf of the Company, send the OIS Notification Letter with the ARS, accompanied by other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS’ OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP. For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or renounees) shall be entitled to apply for Excess Rights Shares in excess of their provisional allotments.
- 4.3. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Issue is only made in Singapore, the Offer Information Statement, the OIS Notification Letter and the accompanying documents (including the ARS, the ARE or the PAL, as the case may be) relating to the Rights Issue will not be despatched or disseminated to Foreign Purchasers. Such persons who wish to accept the provisional allotments of the Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

5. INDICATIVE TIMETABLE FOR KEY EVENTS

- 5.1. The timetable below lists certain important dates and times relating to the Rights Issue. All dates and times referred to below are Singapore dates and times:
1. Rights Issue Record Date : Thursday, 15 February 2024 at 5.00 p.m.
 2. Lodgment of the Offer Information Statement and accompanying application forms with the MAS and dissemination of the Offer : Monday, 19 February 2024

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Information Statement via the Online Locations

3. Despatch (or dissemination in accordance with such laws or regulations as may be applicable) of the Offer Information Statement, the OIS Notification Letter and the accompanying documents (including the ARS, the ARE or the PAL, as the case may be) to Entitled Shareholders : Tuesday, 20 February 2024
4. Commencement of trading of Rights : Tuesday, 20 February 2024 from 9.00 a.m.
5. First date and time for acceptance of and payment for the Rights Shares and/or application and payment for Excess Rights Shares⁽¹⁾ : Tuesday, 20 February 2024 (9.00 a.m. for Electronic Applications with ATMs of Participating Banks)
6. Last date and time for splitting and trading of Rights⁽¹⁾ : Wednesday, 28 February 2024 at 5.00 p.m.
7. Last date and time for acceptance of and payment for the Rights Shares and/or application and payment for Excess Rights Shares⁽¹⁾ : Tuesday, 5 March 2024 at 5.30 p.m. (9.30 p.m. for Electronic Applications through ATMs of the Participating Banks)
8. Last date and time for application and payment for Rights Shares by renounees⁽¹⁾ : Tuesday, 5 March 2024 at 5.30 p.m. (9.30 p.m. for Electronic Applications through ATMs of the Participating Banks)
9. Expected date of allotment, issuance and crediting of Rights Shares : Wednesday, 13 March 2024
10. Expected date for refund of unsuccessful applications (if made through CDP) : Wednesday, 13 March 2024
11. Expected date of commencement of trading of Rights Shares : Wednesday, 13 March 2024 from 9.00 a.m.

Note:

- (1) This does not apply to CPFIS Members, SRS Investors and investors who hold Shares through a finance company and/or Depository Agent. CPFIS Members, SRS Investors and investors who hold Shares through a finance company and/or Depository Agent should refer to the Offer Information Statement for details relating to the application procedure for them. Any acceptance and/or (if applicable) application made by these investors directly through CDP, Electronic Application through ATMs of Participating Banks or through an Accepted Electronic Service, the Share Registrar and/or the Company will be rejected. Such investors, where applicable, will receive notification letter(s) from their respective approved CPF agent banks with whom they hold their CPF Investment Accounts, their respective SRS Approved Banks with whom they hold their SRS Accounts, and their respective finance companies and/or Depository Agents, as the case may be, and should refer to such notification letter(s) for details of the last date and time to submit applications to their respective approved CPF agent banks with whom they hold their CPF Investment Accounts, their respective SRS Approved Banks with whom they hold their SRS Accounts, and their respective finance companies and/or Depository Agents, as the case may be.
- 5.2. As soon as practicable after the Closing Date, the Company will announce the results of the Rights Issue through an SGXNet announcement to be posted on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements?pagesize=20&value=HIAP%20SENG%20INDUSTRIES%20LIMITED&type=company>.
 - 5.3. The above timetable is indicative only and is subject to change. As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the SGX-ST and/or CDP (if necessary), modify the above timetable subject to any limitations

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under any applicable laws. In such an event, the Company will publicly announce the same through an SGXNet announcement at the SGX-ST's website at <https://www.sgx.com/securities/company-announcements?pagesize=20&value=HIAP%20SENG%20INDUSTRIES%20LIMITED&type=company>.

BY ORDER OF THE BOARD

Khua Kian Hua
Executive Director

19 February 2024

IMPORTANT NOTICE

This announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue or subscribe for, or any solicitation of any offer to acquire, any Rights or Rights Shares or to take up any entitlements to Rights or Rights Shares in any jurisdiction in which such an offer or solicitation is unlawful.

No person should acquire any Rights or Rights Shares except on the basis of the information contained in the Offer Information Statement to be lodged by the Company with the MAS. The information contained in this announcement is not for release, publication or distribution to persons in the United States of America (the "**United States**") and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. The issue, exercise or sale of Rights or Rights Shares and the acquisition or purchase of the Rights or Rights Shares are subject to specific legal or regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

The distribution and/or dissemination (electronic or otherwise) of the Offer Information Statement, the OIS Notification Letter and the accompanying documents (including the ARS, the ARE or the PAL, as the case may be), and/or the transfer of the Rights and the Rights Shares into jurisdictions other than Singapore may be prohibited or restricted by law. Persons into whose possession Offer Information Statement, the OIS Notification Letter and the accompanying documents (including the ARS, the ARE or the PAL, as the case may be) come or who access the Offer Information Statement and such other documents should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of such jurisdictions. Neither the content of the Company's website nor any website accessible by hyperlinks on the Company's website is incorporated in, or forms part of, this announcement.

The Rights and the Rights Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or under the securities laws of any state or other jurisdiction of the United States and, accordingly, they may not be offered, sold, resold, granted, delivered, allotted, taken up, exercised, pledged, transferred or renounced, directly or indirectly, within the United States, except pursuant to an applicable exemption from or a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. Accordingly, the Rights and the Rights Shares are being offered and sold only outside the United States in "offshore transactions" as defined in, and in reliance of Regulation S under the Securities Act. No public offering of securities is being made in the United States.