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MINDCHAMPS PRESCHOOL LIMITED
(Company Registration Number: 200814577H)
(incorporated in the Republic of Singapore on 25 July 2008)

OFFERING IN RESPECT OF 30,449,600 ORDINARY SHARES ("OFFERING SHARES") IN THE CAPITAL OF MINDCHAMPS PRESCHOOL LIMITED (THE "COMPANY" AND TOGETHER WITH ITS SUBSIDIARIES, THE "GROUP") FOR SUBSCRIPTION AND/OR PURCHASE AT THE OFFERING PRICE OF S$0.83 PER OFFERING SHARE COMPRISING:

I. AN INTERNATIONAL PLACEMENT OF 28,449,600 OFFERING SHARES TO INVESTORS, INCLUDING INSTITUTIONAL AND OTHER INVESTORS IN SINGAPORE, OF WHICH 2,438,000 OFFERING SHARES ARE RESERVED FOR THE MANAGEMENT, EMPLOYEES AND BUSINESS ASSOCIATES OF THE GROUP WHO HAVE CONTRIBUTED TO THE SUCCESS OF THE COMPANY (TO BE DETERMINED BY THE COMPANY AT ITS SOLE DISCRETION); AND

II. AN OFFERING OF 2,000,000 OFFERING SHARES BY WAY OF A PUBLIC OFFER IN SINGAPORE,

SUBJECT TO THE OVER-ALLOTMENT OPTION OF UP TO 1,808,900 SHARES (THE "OVER-ALLOTMENT OPTION").

*Capitalised terms used herein, unless otherwise defined, all have the meanings as defined in the prospectus of the Company registered by the Monetary Authority of Singapore on 17 November 2017 (the "**Prospectus**").*

DBS Bank Ltd. is the sole issue manager, bookrunner and underwriter to the Offering (the "**Sole Issue Manager, Bookrunner and Underwriter**"). The Sole Issue Manager, Bookrunnner and Underwriter assumes no responsibility for the contents of this announcement.

The Board of Directors of the Company wishes to announce that in connection with the Offering and for the purpose of Regulation 3A(2)(g) of the Securities and Futures (Market Conduct) (Exemptions) Regulations 2006, MindChamps Holdings Pte. Limited has granted the Sole Issue Manager, Bookrunner and Underwriter an over-allotment option exercisable by DBS Bank Ltd. (the "**Stabilising Manager**") (or

persons acting on its behalf), in full or in part, on one or more occasions, to purchase up to an aggregate of 1,808,900 Shares (representing approximately 5.9% of the total number of Offering Shares) at the Offering Price, solely to cover the over-allotment of the Offering Shares (if any), subject to any applicable laws and regulations, including the Securities and Futures Act and any regulations thereunder, from the Listing Date until the earlier of (a) the date falling 30 days from the Listing Date, or (b) the date when the Stabilising Manager (or persons acting on its behalf) has bought on the SGX-ST an aggregate of 1,808,900 Shares, representing approximately 5.9% of the total number of Offering Shares, to undertake stabilising actions. The exercise of the Over-allotment Option will not increase the total number of issued Shares immediately after the completion of the Offering.

In connection with the Offering, the Stabilising Manager (or persons acting on its behalf) may, at its discretion but to the extent permitted by applicable laws and regulations and in compliance therewith, over-allot and otherwise effect transactions (in the open market or otherwise) with a view to stabilising or maintaining the market price of the Shares at levels above those that would otherwise prevail in the open market. However, there is no assurance that the Stabilising Manager (or persons acting on its behalf) will undertake any stabilising action. Such transactions may be effected on the SGX-ST and in other jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulations, including the Securities and Futures Act and any regulations thereunder. Such stabilising actions, if commenced, may be discontinued at any time at the Stabilising Manager's sole discretion and shall not be effected after the earlier of (a) the date falling 30 days from the Listing Date; or (b) the date when the Stabilising Manager (or persons acting on its behalf) has bought on the SGX-ST an aggregate of 1,808,900 Shares, representing approximately 5.9% of the total number of Offering Shares, to undertake stabilising actions. An announcement will be made if and when the Over-allotment Option is exercised.

Issued by

DBS Bank Ltd.

For and on behalf of

MINDCHAMPS PRESCHOOL LIMITED
(Registration Number: 200814577H)

22 November 2017

IMPORTANT NOTICE

This announcement does not constitute or form part of an offer, solicitation or invitation of any offer, to buy or subscribe for any securities in Singapore or any other jurisdiction, nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever. The information in this announcement in respect of the Group is qualified in its entirety by, and is subject to, the more detailed information set out in the Prospectus. The information presented in this announcement is subject to change. Anyone wishing to purchase Shares should read the Prospectus before deciding whether to purchase Shares and will need to make an application in the manner set out in the Prospectus. Any decision to purchase Shares should be made solely on the basis of information contained in the Prospectus and no reliance should be placed on any information other than that contained in the Prospectus.

A copy of the Prospectus (and the application forms) may be obtained on request, subject to availability, during office hours, from the Sole Issue Manager, Bookrunner and Underwriter at its addresses stated in the Prospectus (12 Marina Boulevard, Marina Bay Financial Centre Tower 3, Singapore 018982).

This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States. Securities may not be offered, subscribed or sold in the United States absent registration under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements thereof and applicable state securities laws. The securities of the Company have not been and will not be registered under the Securities Act, or the securities laws of any state of the United States and accordingly, they may not be offered or sold within the United States or to or for the account or benefit of U.S. persons (as defined in Regulation under the Securities Act). Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the issuer or selling security holder and that will contain detailed information about the issuer and management, as well as financial statements. The Company does not intend to make a public offer of its securities in the United States. The information contained in this announcement does not constitute an offer of securities for sale in the United States or any other jurisdiction where it is unlawful to do so.

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