



LONGCHEER HOLDINGS LIMITED
(Incorporated in Bermuda)
(Company Registration No. 35673)

THE PROPOSED CONSOLIDATION OF EVERY TEN (10) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY INTO ONE (1) ORDINARY SHARE IN THE CAPITAL OF THE COMPANY – NOTICE OF BOOK CLOSURE DATE

1. INTRODUCTION

- 1.1 The board of directors ("**Board**") of Longcheer Holdings Limited ("**Company**") refers to the announcements released by the Company on 22 September, 2 October 2015 and the circular to shareholders of the Company ("**Shareholders**") dated 9 October 2015 ("**Circular**"), in relation to the consolidation of every ten (10) existing issued ordinary shares in the capital of the Company ("**Pre-Consolidation Shares**") registered in the name of each shareholder of the Company ("**Shareholder**") as at a books closure date to be determined by the Board, into one (1) ordinary share ("**Post-Consolidation Share**"), fractional entitlements to be disregarded ("**Share Consolidation**").
- 1.2 The Share Consolidation was approved by Shareholders at the Special General Meeting held on 26 October 2015.
- 1.3 Unless otherwise defined, all terms and references used herein shall bear the same meaning ascribed to them in the Circular.

2. NOTICE OF BOOKS CLOSURE DATE

- 2.1 NOTICE IS HEREBY GIVEN that the Register of Members and the share transfer books of the Company will be closed at 5.00 p.m. on 4 November 2015 ("**Books Closure Date**") in order to determine the entitlements of the Shareholders pursuant to the Share Consolidation.
- 2.2 On the Books Closure Date, every ten (10) Pre-Consolidation Shares registered in the name of each Shareholder as at the Books Closure Date will be consolidated into one (1) Post-Consolidation Share, fractional entitlements to be disregarded.

3. SHARE CONSOLIDATION

- 3.1 The Share Consolidation shall be effective from 9.00 a.m. on 5 November 2015 ("**Share Consolidation Effective Date**"), being the market day immediately following the Books Closure Date, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Post-Consolidation Shares held by each Shareholder (and Depositors, as the case may be) based on the number of Pre-Consolidation Shares held by them as at the Books Closure Date.
- 3.2 Shareholders should note that the number of Post-Consolidation Shares which they will be entitled to resulting from the Proposed Share Consolidation, based on their holdings of Shares as at the Books Closure Date, will be rounded down to the nearest whole Post-Consolidation Share and entitlements to any fractions of Post-Consolidation Shares arising from the

Proposed Share Consolidation will be disregarded. All fractional Post-Consolidation Shares arising from the implementation of the Proposed Share Consolidation will be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the best interests of the Company, including, but not limited to, aggregating and selling any or all of the same and retaining the net proceeds for the benefit of the Company and/or a purchase by the Company of any or all of the fractional Post-Consolidation Shares and the proceeds thereof retained by the Company for its benefit.

- 3.3 Each Post-Consolidation Share will rank *pari passu* in all respects with each other, and will be traded in board lots of one hundred (100) Post-Consolidation Shares.

4. SHARE CERTIFICATES

4.1 Deposit of Share Certificates with CDP

- (a) Shareholders who hold physical share certificates for the Pre-Consolidation Shares in their own names ("**Old Share Certificates**") and who wish to deposit the same with CDP and have their Post-Consolidation Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates with CDP, together with duly executed instruments of transfer in favour of CDP, no later than 12 Market Days prior to the Books Closure Date. After the Books Closure Date, CDP will not accept any Old Share Certificates for deposit.
- (b) After the Books Closure Date, CDP will only accept the deposit of share certificates for Post-Consolidation Shares ("**New Share Certificates**"). Shareholders who wish to deposit their share certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates to the Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, for cancellation and issuance of New Share Certificates in replacement thereof as described below. Upon receipt of the New Share Certificates in their own names, Shareholders may then proceed to deposit these New Share Certificates in their own names with CDP.

4.2 Issue of New Share Certificates

- (a) Depositors and Shareholders who have deposited their Old Share Certificates with CDP at least 12 Market Days prior to the Books Closure Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Share Consolidation.
- (b) Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, as soon as possible after they have been notified of the Books Closure Date for cancellation and exchange for New Share Certificates, and preferably, not later than five Market Days after the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Transfer Agent upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of Shareholders at their own risk within 10 Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

- (c) Shareholders are to deliver their respective Old Share Certificates to the Company's Share Transfer Agent or CDP in accordance with the provisions set out above.
- (d) Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Transfer Agent for cancellation.
- (e) Shareholders should notify the Share Transfer Agent if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members.

4.3 Share Certificates Not Valid for Settlement of Trades on the Mainboard of the SGX-ST

Shareholders are reminded that their physical share certificates are not valid for settlement of trading in the Shares on the Mainboard of the SGX-ST, as the Company is under a book-entry (scripless) settlement system. After the Share Consolidation Effective Trading Date, their Old Share Certificates will continue to be accepted by the Share Transfer Agent for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the Mainboard of the SGXST although they will continue to be *prima facie* evidence of legal title to Post-Consolidation Shares.

5. TRADING ARRANGEMENT FOR THE SHARES AND ODD LOTS

5.1 Trading Arrangements for the Shares

With effect from 9.00 a.m. on 2 November 2015 ("**Effective Trading Date**"), trading in the Shares will be in board lots of 100 Post-Consolidation Shares. Accordingly, ten (10) Pre-Consolidation Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Post-Consolidation Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Pre-Consolidation Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

5.2 Trading Arrangements for Odd Lots of Post-Consolidation Shares

- (a) All fractional entitlements arising upon the implementation of the Share Consolidation will be disregarded.
- (b) The Pre-Consolidation Shares are currently traded in board lots of one hundred (100) Pre-Consolidation Shares in the ready market. Following the Share Consolidation, the Securities Accounts of Depositors maintained with CDP may be credited with odd lots of Post-Consolidation Shares (that is, lots other than board lots of one hundred (100) Post-Consolidation Shares). Shareholders who receive odd lots of Post-Consolidation Shares pursuant to the Share Consolidation, and who wish to trade such odd lots of Post-Consolidation Shares on the SGX-ST can trade with a minimum size of one (1) Post-Consolidation Share on the SGX-ST's unit share market. The SGX's Unit Share Market allows for trading of odd lots in quantity less than the board lot size of one hundred (100) shares.

6. EXPECTED TIMETABLE OF KEY EVENTS

The table below sets out the indicative timetable for the Proposed Share Consolidation:

Time and Date	Event
27 October 2015 (Tuesday)	Issue of Notice of Books Closure Date for the Proposed Share Consolidation
5.00 p.m. on 30 October 2015 (Friday)	Last date and time for trading of Pre-Consolidation Shares (on a pre-consolidated basis)
9.00 a.m. on 2 November 2015 (Monday)	Effective Trading Date (commencement of trading of the Post-Consolidation Shares on the Mainboard of the SGX-ST)
5.00 p.m. on 4 November 2015 (Wednesday)	Books Closure Date for the Share Consolidation
9.00 a.m. on 5 November 2015 (Thursday)	Share Consolidation Effective Date

7. CONTACT INFORMATION

The address of the Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., is as follows:

Boardroom Corporate & Advisory Services Pte. Ltd.
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623,

The address of CDP is as follows:

The Central Depository Pte Limited
9 North Buona Vista Drive
#01-19/20
The Metropolis
Singapore 138588

**BY ORDER OF THE BOARD
LONGCHEER HOLDINGS LIMITED**

Dr Du Junhong
Executive Chairman
27 October 2015