

JCET-SC (SINGAPORE) PTE. LTD.

DESPATCHES THE COMPOSITE DOCUMENT RELATING TO THE

VOLUNTARY CONDITIONAL GENERAL OFFER

FOR

STATS CHIPPAC LTD.

Singapore, 16 July 2015 – JCET-SC (Singapore) Pte. Ltd. (the “**Offeror**” or “**JCET**”) is pleased to announce the despatch of the Composite Document detailing the terms of the Offer for STATS ChipPAC Ltd. (“**STATS**” or the “**Company**”) and which includes the recommendations of the Independent Directors of the Company in respect of the Offer, and the accompanying Acceptance Forms.

Shareholders have until **5:30 p.m. on 13 August 2015** (or such later date(s) as may be announced from time to time by or on behalf of the Offeror) to accept the Offer by returning the Acceptance Forms.

The Taiwan Subsidiaries of the Company are not within the scope of the Offer and are intended to be distributed out of the STATS Group pursuant to the Capital Reduction and Distribution before the Offer becomes or is declared unconditional in all respects.

- 1. A Shareholder who accepts the Offer will receive the Offer Price of S\$0.46577 for each Offer Share from the Offeror pursuant to the Offer.**
- 2. An eligible Shareholder who held Shares as at 13 July 2015 (being the Books Closure Date) will also be entitled to receive from the Company the following pursuant to the Distribution, for each Share held as at the Books Closure Date:**

EITHER

- (a) the Basic Entitlement (if such Shareholder **does not** take any action with respect to the Distribution) in the form of:
 - (i) S\$0.0091953 in cash¹; and
 - (ii) one (1) unlisted Taiwan HoldCo Share.

OR

- (b) the Full Cash Entitlement (if such Shareholder **exercises** or is deemed to have exercised the Cash Election) in the form of:

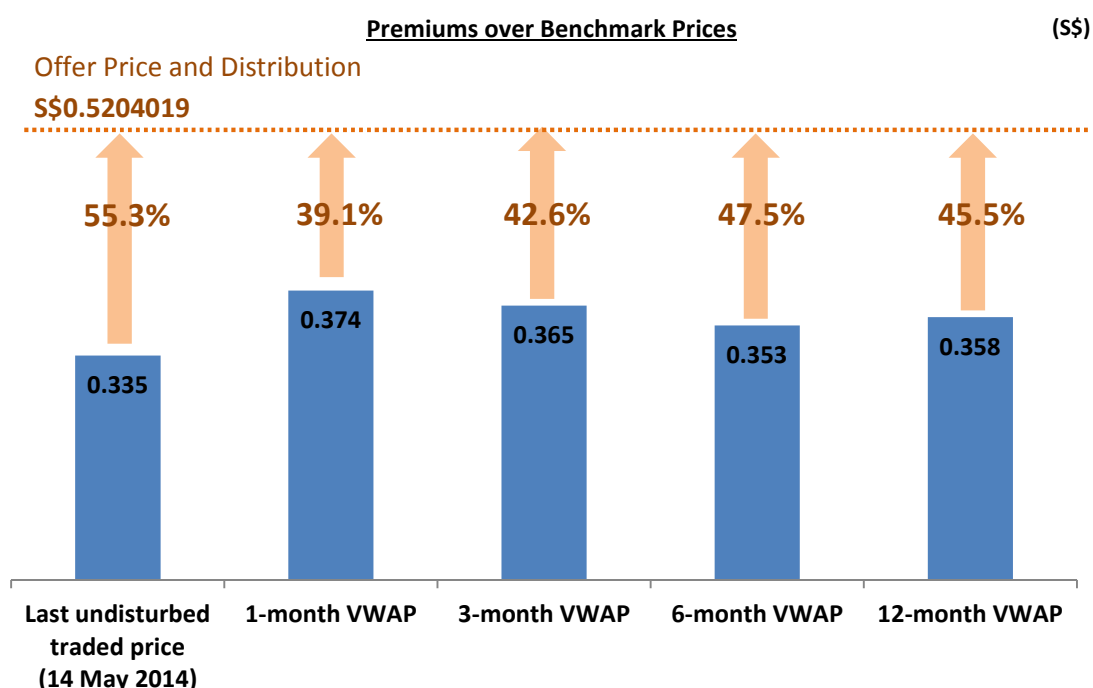
¹ The Distribution will be paid in US\$. For illustrative purposes only, the amounts have been converted to S\$ based on the exchange rate of US\$1 to S\$1.3500, being the prevailing exchange rate as at 8 July 2015 (being the Latest Practicable Date), as extracted from Bloomberg L.P.

- (i) S\$0.0091953 in cash¹; and
- (ii) in lieu of one (1) unlisted Taiwan HoldCo Share, S\$0.0454367 in cash¹.

An eligible Shareholder will only be able to receive **either** the Basic Entitlement **or** the Full Cash Entitlement, but not both.

3. The aggregate of the Offer Price and the Distribution² are at premium vis-a-vis the following pricing benchmarks.

An eligible Shareholder who held Shares as at 13 July 2015 will be able to receive **up to** a maximum of **S\$0.5204019 per Offer Share** from the aggregate of the Offer Price and the Distribution².



Notes:

- (i) Source: Bloomberg L.P
- (ii) Percentages rounded to the nearest one decimal place.
- (iii) The VWAP comparisons are with reference to the relevant periods up to and including 14 May 2014, being the date prior to the SGX-ST Query Date

Mr Wang, Chairman of JCET, commented, *"I am very pleased to be able to offer the Shareholders of STATS the opportunity to realise value for their investment in STATS. In my view, a 55% premium over the last undisturbed trading price is a very attractive premium and reflects the strategic value we have assigned to the acquisition of STATS."*

² Assuming Shareholders accept the Offer and make a Cash Election, and using the illustrative amount set out in paragraph 2 of this announcement.

4. The Offer provides Shareholders with a clean exit opportunity.

The Offer represents a unique opportunity for Shareholders to realise their investment in STATS in cash and without incurring any brokerage or other trading costs.

5. Shareholder holding 83.7% of the Shares has undertaken to accept the Offer.

STSPL (a wholly-owned subsidiary of Temasek Holdings (Private) Limited) owns 83.7% of the Shares and has, subject to certain conditions, undertaken:

- (a) to accept the Offer; and
- (b) not to accept any Competing Proposal whether or not such Competing Proposal or other offer is at a higher price than the Offer Price

Accordingly, the current Offer is the **only** Offer capable of turning unconditional as to acceptances.

6. No increase in Offer Price.

The Offeror does not intend to increase the Offer Price.³

7. Offeror does not intend to preserve the listing status of the Company.

The Offeror intends to make the Company its wholly-owned subsidiary. If and when entitled, the Offeror intends to exercise its rights of compulsory acquisition. The Offeror also does not intend to take steps for the lifting of any trading suspension of the Shares by the SGX-ST in the event that, *inter alia*, less than 10% of the Shares are held in public hands.

8. Recommendations of the Independent Directors of the Company and the advice of the IFA.

As set out in the IFA Letter, the **IFA is of the opinion that as at the Latest Practicable Date, the financial terms of the Offer are, on balance, fair and reasonable**, and not prejudicial to the interests of the Shareholders from a market perspective. As set out in the Offeree's Letter, the **Independent Directors, having considered carefully the terms of the Offer and the advice given and recommendation made by the IFA in the IFA Letter, concur with the recommendation of the IFA in respect of the Offer**, and accordingly, the **Independent Directors recommend that Shareholders accept the Offer, unless Shareholders are able to obtain a price higher than the Offer Price on the open market, taking into account all brokerage commissions or transaction costs in connection with open market transactions.**

As set out in the Offeree's Letter, in making their recommendations, the Independent Directors have not had regard to the specific objectives, financial situation, tax status, risk profiles or unique needs and constraints of any individual Shareholder. Accordingly, the Independent

³ Save that it reserves the right to do so if a competitive situation arises.

Directors recommend that any individual Shareholder who may require advice in the context of his specific investment portfolio should consult his stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

This summary of the IFA's advice and recommendations of the Independent Directors must be read together, and is subject to, the entirety of the IFA Letter and the Offeree's Circular.

All capitalised terms shall bear the same meanings as ascribed to them in the Composite Document.

Please contact the Offeror's Financial Advisers at the following hotlines during office hours if you have any enquiries about the Offer, or if you need assistance to complete the relevant Acceptance Forms:

Deutsche Bank AG
+852 2203 8068

China International Capital
Corporation (Singapore) Pte. Limited
+65 6572 1999

DBS Bank Ltd.
+65 6878 2142

This press release should be read in conjunction with the full text of the Composite Document dated 16 July 2015 issued by the Offeror's Financial Advisers (on behalf of the Offeror), and the Board of the Company. Shareholders should carefully consider the full text of the Composite Document, including the IFA Letter and the Offeree's Circular, before making any decision in relation to the Offer. Copies of the Composite Document may be obtained from the Singapore Exchange website (www.sqx.com).

The directors of the Offeror and JCET (as the ultimate parent company of the Offeror) (including any who may have delegated detailed supervision of this press release) have taken all reasonable care to ensure that facts stated and all opinions expressed in this press release (other than those relating to or expressed by the Company or the IFA) are fair and accurate and that no material facts have been omitted from this press release, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or publicly available sources, the sole responsibility of the directors of the Offeror and JCET has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this press release. The directors of the Offeror and JCET do not accept any responsibility for any information relating to or any opinion expressed by the Company or the IFA.

Forward-looking Statements

All statements other than statements of historical facts included in this press release 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", "strategy", "forecast" and similar expressions or future and conditional verbs such as "will", "would", "should", "could", "may" or "might". These statements reflect the Offeror's current expectations, beliefs, 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. None of the Offeror nor the Offeror's Financial Advisers guarantees any future performance or event or undertakes any obligation to update publicly or revise any forward-looking statements.