



Announcement in relation to the Pre-Conditional Voluntary General Offer for Interplex Holdings Ltd.

Introduction

The board of directors ("**Board**") of Interplex Holdings Ltd. (the "**Company**") wishes to inform the holders of the S\$200,000,000 6.90 per cent. Notes due 2019 ("**Noteholders**") that DBS Bank Ltd., for and on behalf of Slater Pte. Limited (the "**Offeror**"), an investment vehicle of Baring Private Equity Asia, has on 23 December 2015 issued an announcement ("**Pre-Conditional Offer Announcement**") relating to a pre-conditional voluntary general offer for all the issued and paid-up ordinary shares ("**Shares**") in the capital of the Company (excluding Shares held by the Company as treasury shares), other than those already owned, controlled or agreed to be acquired by the Offeror, its related corporations and their respective nominees (the "**Offer**").

A copy of the Pre-Conditional Offer Announcement is attached to this Announcement and is also available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com. Noteholders are advised to refer to the full text of the Pre-Conditional Offer Announcement for, *inter alia*, (i) the pre-conditions to the making of the Offer (the "**Pre-Conditions**") and (ii) the principal terms of the Offer (if and when made).

Defined terms used in this Announcement but not defined herein shall bear the same meaning as set out in the Pre-Conditional Offer Announcement.

Noteholders should note that the Offer will not be made unless and until the Pre-Conditions are fulfilled or waived by the Offeror (as the case may be) on or before 5:00 p.m. on 30 June 2016 or such later date as the Offeror may determine in consultation with the Securities Industry Council of Singapore, and as agreed by the Undertaking Shareholders. Accordingly, all references to the Offer in this Announcement refer to the possible Offer which will only be made if and when the Pre-Conditions are fulfilled or waived (as the case may be).

Directors' Responsibility Statement

The directors of the Company (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, information relating to the Offeror), the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

By Order of the Board of
INTERPLEX HOLDINGS LTD.

Soon Swee Har, Jocelin (Ms)
Company Secretary
23 December 2015, Singapore