

Voluntary Conditional General Offer

by



DBS Bank Ltd.

(company registration no. 196800306E)
(incorporated in the Republic of Singapore)

for and on behalf of

Slater Pte. Limited

(company registration no. 201535564K)
(incorporated in the Republic of Singapore)

an investment vehicle of



Baring Private Equity Asia

to acquire all the issued and paid-up ordinary shares in the capital of

Interplex Holdings Ltd.

(company registration no. 198003886K)
(incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by
the Offeror, its related corporations and their respective nominees

Dealings disclosure

1. Introduction

DBS Bank Ltd. ("**DBS**" or the "**Financial Adviser**") refers to the offer document dated 14 March 2016 (the "**Offer Document**") pursuant to which a voluntary conditional general offer (the "**Offer**") was made for and on behalf of Slater Pte. Limited (the "**Offeror**"), in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers ("**Code**"), for all the issued and paid-up ordinary shares ("**Shares**") in the capital of Interplex Holdings Ltd. (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 Shares**").

A copy of the Offer Document is available on SGXNET.

Capitalised terms not defined in this announcement ("**Announcement**") shall have the respective meanings given to them in the Offer Document.

2. Dealings disclosure

Pursuant to Rule 12.1 of the Code, DBS wishes to announce, for and on behalf of the Offeror, that the following dealings¹ in Shares were made by the Offeror on 16 March 2016.

Name of purchaser	Slater Pte. Limited
Number of Shares acquired / agreed to be acquired	4,806,800
Percentage of total number of Shares (%) ²	0.88%
Price paid per Share acquired (excluding brokerage commission, clearing fees, Goods and Services Tax and stamp duties)	S\$0.82
Resultant aggregate number of Shares owned, controlled, or agreed to be acquired, directly or indirectly, by the Offeror and persons acting in concert with it ³	14,360,900
Resultant percentage of Shares owned, controlled, or agreed to be acquired, directly or indirectly, by the Offeror and persons acting in concert with it ³	2.62%

3. Closing Date

The Offer will remain open for acceptance until 5.30 p.m. (Singapore time) on 11 April 2016 (Monday) or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the “**Closing Date**”).

4. Directors’ responsibility statement

- 4.1 (a) The directors of the Offeror and of BPE GP Ltd and (b) the Designated Sub-Advisor Directors (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 (other than those relating to or expressed by the Company) are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.
- 4.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Offeror and of BPE GP Ltd and the Designated Sub-Advisor Directors 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 Announcement. The directors of the Offeror and of BPE GP Ltd and the Designated Sub-Advisor Directors do not accept any responsibility for any information relating to or any opinion expressed by the Company.

¹ In this Announcement, securities agreed to be acquired pursuant to a trade on the SGX-ST on a trading day shall be regarded as being acquired on such trading day, notwithstanding that settlement of that trade will occur on a later trading day.

² Unless otherwise stated, references in this Announcement to percentage or total number of Shares are based on a total of 548,282,143 Shares as at 8 March 2016 based on information provided by the Company to the Offeror in accordance with the Code. Figures are rounded to the nearest two decimal places. Any discrepancies in the figures included in this Announcement between the amounts shown and the totals thereof are due to rounding and accordingly, figures shown as totals in this Announcement may not be an arithmetic aggregation of the figures that precede them.

³ For the avoidance of doubt, this figure does not include Shares owned, controlled or agreed to be acquired pursuant to valid acceptances of the Offer, nor the 316,133,346 Shares owned by the Undertaking Shareholders and in respect of which the Undertaking Shareholders have undertaken to accept the Offer. Such Shares will be included in this figure when the Offer becomes or is declared unconditional in all respects.

Issued by
DBS Bank Ltd.

for and on behalf of
Slater Pte. Limited

16 March 2016

Any enquiries relating to this Announcement or the Offer should be directed during office hours to:

DBS Bank Ltd.
Strategic Advisory

Telephone: +65 6878 8657

Forward-looking statements

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include, but are not limited to, those using words such as “aim”, “anticipate”, “believe”, “estimate”, “expect”, “forecast”, “intend”, “plan”, “project”, “seek”, “strategy” and similar expressions or future conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Offeror's current expectations, beliefs, hopes, 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 or outcomes may differ materially from those expressed or implied in such forward-looking statements. Given the risks and uncertainties that may cause actual results or outcomes to differ materially from those expressed or implied in such forward-looking statements, Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Offeror and DBS guarantees any future performance or event or undertakes any obligation to update publicly or revise any forward-looking statements.