

## EXIT OFFER

by



### **PRIMEPARTNERS CORPORATE FINANCE PTE. LTD.**

(Incorporated in the Republic of Singapore)

(Company Registration No.: 200207389D)

for and on behalf of

### **MOUNTBATTEN RESOURCES PTE. LTD.**

(Incorporated in the Republic of Singapore)

(Company Registration No.: 201822470H)

to acquire all of the issued ordinary shares  
in the capital of

### **LTC CORPORATION LIMITED**

(Incorporated in the Republic of Singapore)

(Company Registration No.: 196400176K)

other than those already owned, controlled or agreed to be acquired by  
Mountbatten Resources Pte. Ltd., its related corporations or their respective nominees

## **EXTENSION OF CLOSING DATE**

### **1. INTRODUCTION**

PrimePartners Corporate Finance Pte. Ltd. ("**PPCF**") refers to the following:

- (i) the exit offer letter dated 29 October 2018 (the "**Exit Offer Letter**") in relation to the exit offer (the "**Exit Offer**") for all the issued ordinary shares in the capital of LTC Corporation Limited ("**LTC**"), other than those already owned, controlled or agreed to be acquired by Mountbatten Resources Pte. Ltd. (the "**Offeror**"), its related corporations or their respective nominees, in connection with the proposed voluntary delisting of LTC from the Official List of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") pursuant to Rules 1307 and 1309 of the listing manual of the SGX-ST; and
- (ii) the announcement issued by LTC on 26 November 2018 on the adjourned extraordinary general meeting (the "**Adjourned EGM**") to be convened on 11 December 2018 (the "**Adjourned EGM Announcement**").

All capitalised terms used and not defined herein shall have the same meanings given to them in the Exit Offer Letter, unless otherwise expressly stated or the context otherwise requires.

## **2. ADJOURNED EGM**

As stated in the Adjourned EGM Announcement, the directors of LTC will proceed to convene the Adjourned EGM to be held at Ballroom A, Swissotel Merchant Court, 20 Merchant Road, Singapore 058281 on 11 December 2018 at 9.30 a.m. (Singapore time) for the purpose of considering and, if thought fit, passing, with or without amendments, the Delisting Resolution as set out in the notice of the Adjourned EGM released by LTC on 26 November 2018.

## **3. EXTENSION OF CLOSING DATE**

In light of the Adjourned EGM, PPCF wishes to announce, for and on behalf of the Offeror, that the closing date for the Exit Offer is extended from 5.30 p.m. (Singapore time) on 28 November 2018 to 5.30 p.m. (Singapore time) on 27 December 2018 or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

**Accordingly, the Exit Offer shall close at 5.30 p.m. (Singapore time) on 27 December 2018 or such later date(s) as may be announced from time to time by or on behalf of the Offeror.**

All other terms of the Exit Offer set out in the Exit Offer Letter remain unchanged.

## **4. RESPONSIBILITY STATEMENT**

The directors of the Offeror (the “**Offeror Directors**”) (including any who may have delegated detailed supervision of the preparation 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, where appropriate, no material facts in relation thereto have been omitted from this Announcement, and the Offeror Directors jointly and severally accept responsibility accordingly.

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

Issued by

**PRIMEPARTNERS CORPORATE FINANCE PTE. LTD.**

For and on behalf of

**MOUNTBATTEN RESOURCES PTE. LTD.**

26 November 2018

**Any inquiries relating to the Exit Offer Letter or the Exit Offer should be directed to PrimePartners Corporate Finance Pte. Ltd. at (65) 6229 8088 during office hours.**

*Cautionary Note on 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”, “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “potential”, “strategy”, “forecast” and similar expressions or future and 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 may differ materially from those described in such forward-looking statements. Shareholders and other investors of LTC should not place undue reliance on such forward-looking statements. Neither the Offeror nor PPCF guarantees any future performance or event or undertakes any obligation to update publicly or revise any forward-looking statements.*