AN IMPORTANT NOTICE TO SHAREHOLDERS OF SPINDEX INDUSTRIES LIMITED (THE "**COMPANY**")

MANDATORY UNCONDITIONAL CASH OFFER

*The Offer Document, the Form of Acceptance and Authorisation for Offer Shares ("**FAA**") and the Form of Acceptance and Transfer for Offer Shares ("**FAT**") were despatched on 15 March 2017*

Unless otherwise defined, all capitalised terms used below shall bear the same meanings as ascribed to them in the Offer Document dated 15 March 2017.

SPINDEX

Cash Offer

S$0.850

For each Offer Share

- As at 5.00 p.m. (Singapore time) on 11 April 2017, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it, and (b) valid acceptances of the Offer, amount to an aggregate of 81,123,624 Shares, representing 70.32%[1,2] of the total number of issued Shares of the Company[3].
- The Offeror does **not** intend to revise the Offer Price.
- As at 17 April 2017, the Offer being made by the Offeror is the only firm take-over offer for the Company.

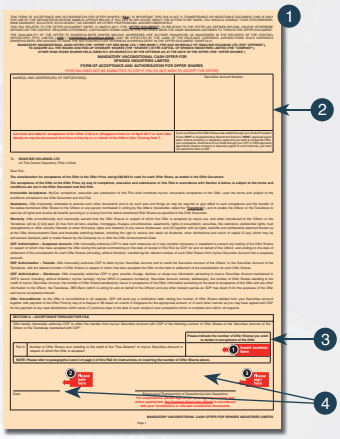
1. In this Notice, all references to the percentage shareholding of the issued share capital of the Company are based on the total number of issued Shares being 115,365,000 Shares.
2. In this Notice, all percentage figures are rounded up to the nearest two (2) decimal places.
3. Please refer to the announcement made by DBS Bank for and on behalf of the Offeror released on SGXNET on 11 April 2017.

Shareholders should consider the Offer Document, the Company's circular to the Shareholders dated 29 March 2017 (the "Circular"), the recommendation of the Independent Directors and the advice of the independent financial adviser to the Independent Directors on the Offer as set out in the Circular before taking any action in relation to the Offer.

IF YOU WISH TO ACCEPT THE OFFER:

1. Look for the FAA appended to the Offer Document.
2. Check or fill in your personal particulars and Securities Account Number.
3. Under **Part A**, fill in the number of Offer Shares in the "Free Balance" of your CDP Securities Account that you wish to tender in acceptance of the Offer.
4. Fill in the applicable date and proceed to sign off on the bottom right hand corner of the FAA.

Form of Acceptance and Authorisation



PAYMENT OF CASH OFFER

If you tender your Offer Shares in acceptance of the Offer, payment will be despatched to you within **7 business days** after receipt of such acceptance provided such acceptance is complete and valid in all respects and received not later than **5.30 p.m. (Singapore time) on Wednesday, 26 April 2017** or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

IF YOU HAVE MISPLACED THE ACCEPTANCE FORM(S)

Electronic copies of the FAA and the FAT are available from the website of the SGX-ST at www.sgx.com. The FAA and the FAT are appended to the announcement dated 15 March 2017 relating to the despatch of the Offer Document.

ACCEPTANCES SHOULD BE RECEIVED BY THE CLOSE OF THE OFFER AT 5.30 P.M. (SINGAPORE TIME) ON WEDNESDAY, 26 APRIL 2017

(or such later date(s) as may be announced from time to time by or on behalf of the Offeror)

If you have any enquiries, please call DBS Bank's Help Line during office hours

+65 6878 2150

The directors of the Offeror (including any who may have delegated detailed supervision of the preparation of this Notice) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notice are fair and accurate and that, where appropriate, no material facts in relation thereto have been omitted from this Notice, and the directors of the Offeror jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Offeror has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Notice.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF THAT JURISDICTION. THIS NOTICE SHALL NOT CONSTITUTE AN OFFER TO SELL OR A SOLICITATION OF AN OFFER TO SUBSCRIBE FOR OR BUY SECURITIES IN ANY JURISDICTION

致SPINDEX INDUSTRIES LIMITED ("**公司**")股东的重要通知

强制无条件现金收购要约

*要约文件，Form of Acceptance and Authorisation for Offer Shares ("**FAA**") 表格和*
*Form of Acceptance and Transfer for Offer Shares ("**FAT**")表格已于2017年3月15日寄发*

除非另有定义，此通知中所有术语的含义均以2017年3月15日寄发的要约文件中的定义为准。

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每股要约价格
S$0.850
现金

- 截止至于2017年4月11日下午5时（新加坡时间），（a）由要约方及其一致行动方所持有、控制或者同意收购的公司股票数量，以及（b）要约方收到对本要约的有效接受，共计是81,123,624股，即占公司已发行股票总数的70.32%[1,2,3]。
- 要约方**没有**意向提高要约价格。
- 截止至2017年4月17日，本要约是唯一的实际要约收购公司股票。

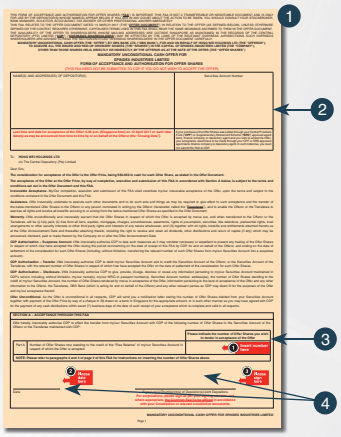
1. 此通知中所有提及公司已发行股票百分比的数额皆以已发行股票总数为115,365,000股计算。
2. 此通知中所有百分比的数额皆四舍五入至小数点后二位数。
3. 请参见星展银行于2017年4月11日代表要约方上载至SGXNET的公告。

对本要约采取任何行动之前，股东应该参考要约文件、公司于2017年3月29日对股东发出的通函（"通函"）、独立董事的推荐以及独立财务顾问针对本要约为独立董事出具的意见，该意见请参见通函。

如果您愿意接受本要约：

1. 请找出随附要约文件的FAA表格。
2. 检查或填写您的个人资料和股票账户号码。
3. 请在**Part A**填写您在CDP证券账户的"自由结余"项下打算出售的要约股票数目。
4. 填写适用日期以及在右下角签署FAA表格。

Form of Acceptance and Authorisation表格



现金要约的支付

如果您接受本要约，您将于我们收到您的有效接受要约表格的**七个工作日**内收到付款，前提是该接受要约表格必须填写完整和全面有效，并且在不迟于**2017年4月26日，星期三**（或者要约方或要约方代表可能随时公告的更迟日期）**下午5时30分（新加坡时间）**到达指定地址。

如果您遗失了要约接受表格

电子副本可以从新加坡证券交易所网站www.sgx.com下载。FAA表格和FAT表格随附于日期标注为2017年3月15日的有关寄发本要约文件的公告。

要约接受表格必须在不迟于2017年4月26日，星期三（或要约方或要约方代表可能随时公告的更迟日期）当日下午5时30分（新加坡时间）到达指定地址

如果您有任何疑问，欢迎在办公时间致电星展银行的帮助热线
+65 6878 2150

此中文版通知源自于英文版。如果中文版和英文版存在不一致之处，皆以英文版为准。

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