

CHINA YONGSHENG LIMITED
(Company Registration No: 197302032R)

ANNOUNCEMENT IN RELATION TO THE VOLUNTARY CONDITIONAL CASH OFFER BY CIMB BANK BERHAD, SINGAPORE BRANCH FOR AND ON BEHALF OF TORRINGTON PLACE PTE. LTD.

- SGX-ST PUBLIC FLOAT REQUIREMENT

*All capitalised terms used and not defined herein shall have the same meanings given to them in the announcements made by China Yongsheng Limited (the “**Company**”) on 24 February 2016, 8 March 2016 and 28 March 2016.*

1. Introduction

The board of directors (the “**Board**”) of the Company refers to the:

- (i) voluntary conditional cash offer (the “**Offer**”) by CIMB, for and on behalf of Torrington Place Pte. Ltd. (the “**Offeror**”), for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of the Company, announced on 24 February 2016, which has been declared unconditional in all respects on 22 April 2016;
- (ii) offeree circular dated 28 March 2016 (the “**Offeree Circular**”) issued by the Company in connection with the Offer; and
- (iii) announcement made on 4 May 2016 by CIMB, for and on behalf of the Offeror, in relation to the level of acceptances of the Offer (the “**Acceptance Level Announcement**”).

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document.

2. SGX-ST Public Float Requirement, Suspension of Trading and Delisting

As announced in the Acceptance Level Announcement, as at 5.00 p.m. on 4 May 2016, the Offeror has received valid acceptances (which have not been withdrawn) in respect of 1,373,816,292 Shares, representing approximately 82.57% of the total number of issued Shares in the capital of the Company. Accordingly, at 5.00 p.m. (Singapore time) on 4 May 2016, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and the parties acting in concert with the Offeror, and (b) valid acceptances of the Offer (which have not been withdrawn), amounted to an aggregate of 1,498,398,492 Shares, representing approximately 90.05% of the total number of issued Shares in the capital of the Company.

Rule 723 of the SGX-ST Listing Manual Section B: Rules of Catalyst (the “**Catalist Rules**”) requires at least 10% of the total number of issued shares (excluding preference shares, convertible equity securities and treasury shares) in a class that is listed to be held by the public at all times (the “**Public Float Requirement**”), where “**public**” means persons other than:

- (a) directors, chief executive officer, substantial shareholders, or controlling shareholders of the company or its subsidiary companies; and
- (b) associates of the persons in paragraph (a).

The Company wishes to announce that based on the information in the Acceptance Level Announcement and taking into account the records and information available to the Company, the percentage of Shares held by the public as at 5.00 p.m. on 4 May 2016 is

approximately 9.95% and is therefore less than the requisite 10% under the Public Float Requirement.

Pursuant to Rule 1303(1) of the Catalist Rules, in a take-over situation, where the percentage of an issuer's total number of issued shares (excluding treasury shares) held in public hands falls below 10%, the SGX-ST will suspend trading of the listed securities of the issuer only at the close of the take-over offer.

Shareholders should note that the Offer remains open for acceptances until 5.30 p.m. (Singapore time) on 13 May 2016 (the **"Final Closing Date"**). The Offeror has stated that it has no intention of extending the Offer beyond the Final Closing Date, and has given notice that the Offer will not be open for acceptances beyond 5.30 p.m. (Singapore time) on the Final Closing Date. Shareholders who wish to accept the Offer should follow the procedures for the acceptance of the Offer as set out in the Offer Document and the accompanying relevant forms of acceptance.

Shareholders should read and carefully consider the advice of the IFA to the Independent Directors in relation to the Offer and the recommendation of the Independent Directors before deciding whether to accept or reject the Offer. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers.

In addition, under Rule 724(2) of the Catalist Rules, the Shares may be delisted from the SGX-ST if the percentage of Shares held in public hands is not restored to at least 10% after a period of three months, or such longer period as the SGX-ST may agree. As stated in paragraph 12.4 of the Offer Document, it is the intention of the Offeror to make the Company its wholly-owned subsidiary and to delist the Company from the SGX-ST. It is therefore not the intention of the Offeror to preserve the listing status of the Company and in the event that the trading of Shares on the SGX-ST is suspended pursuant to Rule 724, Rule 1105 or Rule 1303(1) of the Catalist Rules, the Offeror does not intend to undertake or support any action for any such trading suspension to be lifted by the SGX-ST.

The Company will make further announcements where necessary to inform Shareholders on the listing status of the Company.

3. Responsibility Statement

The Directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated 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, the announcements made by CIMB), the sole responsibility of the Directors of the Company has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board of
China Yongsheng Limited

Tan Swee Gek
Company Secretary
5 May 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Provenance Capital Pte. Ltd. (the **"Sponsor"**), for compliance with the Singapore*

Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

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