

STATS ChipPAC LTD.

(Incorporated in the Republic of Singapore)
(Company Registration Number: 199407932D)

ANNOUNCEMENT

VOLUNTARY CONDITIONAL GENERAL OFFER BY JCET-SC (SINGAPORE) PTE. LTD. FOR STATS CHIPPAC LTD.

LOSS OF FREE FLOAT

1. Introduction

The Board of Directors (the "**Board**") of STATS ChipPAC Ltd. (the "**Company**") refers to:

- (i) the Offer Document and the Offeree's Circular as set out in the composite document dated 16 July 2015 (the "**Composite Document**") despatched to all shareholders of the Company ("**Shareholders**") on 16 July 2015, in connection with the voluntary conditional general offer (the "**Offer**") for all the issued and paid-up ordinary shares (excluding issued and paid-up ordinary shares held by the Company as treasury shares but including shares issued and paid-up upon the valid exercise or vesting of Options and Awards) ("**Shares**") in the capital of the Company, other than those already owned, controlled or agreed to be acquired by JCET-SC (Singapore) Pte. Ltd. (the "**Offeror**"), its related corporations and their respective nominees (the "**Offer Shares**");
- (ii) the announcement dated 5 August 2015 made for and on behalf of the Offeror pursuant to which the Offer was declared to be unconditional in all respects (the "**Offer Unconditional Announcement**"); and
- (iii) the announcement dated 5 August 2015 made for and on behalf of the Offeror pursuant to which the Offeror announced that it has received sufficient acceptances in respect of the Offer such that it is entitled to exercise its right of compulsory acquisition (the "**Relevant Announcement**").

Copies of the Composite Document, the Offer Unconditional Announcement and the Relevant Announcement are available on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at www.sgx.com.

Unless otherwise defined, capitalised terms used in this Announcement shall have the respective meanings ascribed to them in the Composite Document.

2. Loss of Free Float

As stated in the Relevant Announcement, as at 5.00 p.m. (Singapore time) on 5 August 2015, the total number of Shares (i) acquired or agreed to be acquired by the Offeror and parties acting in concert with it during the Offer Period and (ii) for which valid acceptances of the

Offer have been received is 1,987,962,329, representing approximately 90.27 per cent. of the total number of Shares.¹

Accordingly, based on the information in the Relevant Announcement, the Board wishes to inform Shareholders that, as at 5.00 p.m. (Singapore time) on 5 August 2015, the percentage of the total number of Shares which are held in public hands has fallen below 10 per cent. and, accordingly, the Company no longer meets the free float requirement prescribed by Rule 723 of the Listing Manual of the SGX-ST (“Listing Manual”).

Pursuant to Rule 723 of the Listing Manual, the Company is required to ensure that at least 10 per cent. of the total number of Shares is at all times held by the public. Further, pursuant to Rule 724(1) of the Listing Manual, if the percentage of the Shares held in public hands falls below 10 per cent., the Company must, as soon as practicable, announce that fact and the SGX-ST may suspend trading of all the Shares.

Rule 724(2) of the Listing Manual states that the SGX-ST may allow the Company a period of three months, or such longer period as the SGX-ST may agree, to raise the percentage of the Shares in public hands to at least 10 per cent. (the “**Free Float Requirement**”), failing which the Company may be delisted. Shareholders should note that the Offer Document states that the Offeror intends to make the Company its wholly-owned subsidiary and does not intend to preserve the listing status of the Company. Accordingly, the Offeror does not intend to take steps for the lifting of any trading suspension of the Shares by the SGX-ST in the event that, *inter alia*, less than 10 per cent. of the total number of Shares are held in public hands. Shareholders should refer to the Offer Document for further information.

3. Suspension of Trading

As the Company no longer meets the Free Float Requirement, Shareholders should note that the SGX-ST will suspend trading of the Shares on the close of the Offer. Appropriate announcements will be made by the Company to update Shareholders in due course.

4. Compulsory Acquisition

The Offeror has also announced in the Relevant Announcement that:

- (i) as at 5:00 p.m. on 5 August 2015, the Offeror has received valid acceptances pursuant to the Offer in respect of not less than 90 per cent. of the total number of issued Shares (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer and excluding any Shares held by the Company as treasury shares). Accordingly, the Offeror is entitled to, and will, exercise its right under section 215(1) of the Companies Act to compulsorily acquire all the Shares of Shareholders who have not accepted the Offer, at a price equal to the Offer Price of S\$0.46577 in cash for each Share; and

¹ The percentage referred to in the Relevant Announcement has been computed based on a total of 2,202,218,293 Shares as at 8 July 2015 based on the electronic instance information search results from Accounting and Corporate Regulatory Authority of Singapore in respect of the Company on 8 July 2015. As of 5 August 2015, the Company has 2,202,218,293 Shares in issue.

- (ii) the Offeror does not intend to extend the Offer beyond 5.30 p.m. (Singapore time) on 27 August 2015.

Shareholders should refer to the Relevant Announcement for further information.

5. Responsibility Statement

The Directors (including any 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 which might cause this Announcement to be misleading in any material respect, 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 Offer Document, the Offer Unconditional Announcement and the Relevant Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Elaine Sin
Senior Director, Corporate Legal and Company Secretary
5 August 2015

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

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