

MEMTECH INTERNATIONAL LTD.

(Incorporated in the Republic of Singapore)

Company Registration Number 200312032Z

VOLUNTARY CONDITIONAL CASH OFFER – APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. INTRODUCTION

The board of directors (the “**Board**”) of Memtech International Ltd. (the “**Company**”) refers to the offer announcement dated 14 May 2019 in relation to the voluntary conditional cash offer (the “**Offer**”) made by Oversea-Chinese Banking Corporation Limited, for and on behalf of M-Universe Investments Pte. Ltd., for all the issued ordinary shares (the “**Shares**”) in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror, its related corporations or their respective nominees, and the corresponding announcement made by the Company on 15 May 2019 (the “**Announcement**”).

All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed in the Announcement.

2. APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Further to the Announcement, the Board wishes to inform Shareholders that it has appointed PricewaterhouseCoopers Corporate Finance Pte Ltd (the “**IFA**”) as the independent financial adviser to advise the directors who are considered independent for the purpose of making a recommendation to Shareholders (the “**Independent Directors**”) in relation to the Offer.

The Offeree Circular containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors in relation to the Offer will be sent to Shareholders within 14 days from the date of despatch of the Offer Document.

In the meantime, Shareholders are advised to exercise caution when dealing with their Shares and to refrain from taking any action in respect of their Shares which may be prejudicial to their interests, until they or their advisers have considered the information and the recommendation of the Independent Directors as well as the advice of the IFA, which will be set out in the Offeree Circular.

3. DIRECTORS’ RESPONSIBILITY STATEMENT

The 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 are fair and accurate, and that no material facts have been omitted from this announcement, and they jointly and severally accept full responsibility accordingly.

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

By Order of the Board

Chuang Wen Fu
Executive Chairman
24 May 2019