Registration No: 199105392H

PRE-CONDITIONAL VOLUNTARY CONDITIONAL CASH OFFER FOR TAT HONG HOLDINGS LTD

1. Introduction

The board of directors (the "**Board**") of Tat Hong Holdings Ltd (the "**Company**") refers shareholders of the Company ("**Shareholders**") to the announcement (the "**Pre-Conditional Offer Announcement**") issued on 11 January 2018 by Oversea-Chinese Banking Corporation Limited (the "**Financial Adviser**"), for and on behalf of THSC Investments Pte. Ltd. (the "**Offeror**), that subject to and contingent upon the satisfaction of the Pre-Conditions (as defined in the Pre-Conditional Offer Announcement), the Offeror intends to make a voluntary conditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**Shares**") in the capital of the Company, other than those Shares already held by the Company as treasury shares and those Shares already held, directly or indirectly, by the Offeror as at the date of the Offer.

As disclosed in the Pre-Conditional Offer Announcement, the Offeror is owned by Standard Chartered Private Equity (Singapore) Pte. Ltd. ("**SCPE**") and TH60 Investments Pte. Ltd. ("**TH60**"), and is incorporated for the purposes of making the Offer.

A copy of the Pre-Conditional Offer Announcement is available on the website of the Singapore Exchange Securities Trading Limited at http://www.sgx.com. Shareholders are advised to refer to the full text of the Pre-Conditional Offer Announcement for, *inter alia*, the principal terms of the Offer.

Shareholders should note that the Offer will not be made unless and until all the Pre-Conditions have been satisfied on or before 5.00 p.m. on 11 July 2018, being the date falling six months from the date of the Pre-Conditional Offer Announcement, or such other date as SCPE and TH60 may mutually agree in writing in consultation with the Securities Industry Council of Singapore.

2. Independent Financial Advisor

If and when the Offer is made:

(i) the Board will, appoint an independent financial adviser (the "**IFA**") to advise the directors of the Company who are considered to be independent for the purposes of the Offer (the "**Independent Directors**"). An announcement relating to the same will be made by the Company in due course; and

(ii) a circular containing the advice of the IFA and the recommendation of the Independent Directors in respect of the Offer (the "**Offeree Circular**") will be sent to Shareholders

within 14 days from the date of the despatch of the formal offer document to be issued by the Financial Adviser for and on behalf of the Offeror.

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

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 (the omission of which would render any statement in this Announcement misleading in any material aspect), 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 Pre-Conditional Offer Announcement), the sole responsibility of the directors of the Company has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

By Order of the Board
Tat Hong Holdings Ltd

Jennie Hong Chok Hane
Group Chief Financial Officer / Company Secretary

12 January 2018