

**HU AN CABLE HOLDINGS LTD.**  
**滬安電力控股有限公司**  
(Incorporated in the Republic of Singapore on 26 May 2008)  
(2008年5月26日在新加坡成立)  
(Company Registration No. 200810320N)  
(公司註冊號: 200810320N)

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**THE PROPOSED SHARE CONSOLIDATION OF EVERY TWENTY (20) ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AS AT A BOOKS CLOSURE DATE TO BE DETERMINED BY THE BOARD OF DIRECTORS, INTO ONE (1) ORDINARY SHARE IN THE CAPITAL OF THE COMPANY, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED**

擬議的股份合併，將本公司截至董事決定股票過戶截止日之普通股股份，每二十（20）股合併為一（1）股普通股，畸零股份則將不計。

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**1. INTRODUCTION**  
引言

The board of directors (the “**Board**”) of Hu An Cable Holdings Ltd. (the “**Company**”) wishes to announce that the Company proposes to undertake a consolidation of every twenty (20) existing issued ordinary shares in the capital of the Company as at a books closure date (to be determined by the Directors) (the “**Books Closure Date**”) into one (1) ordinary share (the “**Consolidated Shares**”), fractional entitlements to be disregarded (the “**Proposed Share Consolidation**”).

滬安電力控股有限公司（簡稱“公司”與其子公司統稱“集團”）董事會（“董事會”）有意公告，公司擬議進行股份合併，即在截至股票過戶截止日（由公司董事決定）（“股票過戶截止日”）公司股本中的每二十（20）股現有的普通股份合併為一（1）股普通股份（“經合併的股份”），畸零股份則將不計（“擬議的股份合併”）。

**2. THE PROPOSED SHARE CONSOLIDATION**  
擬議的股份合併

**2.1 General**  
綜述

The Company proposes to undertake the Proposed Share Consolidation pursuant to which the Company will consolidate every twenty (20) existing Shares into one (1) Consolidated Share. Under the Proposed Share Consolidation, every twenty (20) existing Shares registered in the name of each Shareholder will be consolidated to constitute one (1) Consolidated Share. Each Consolidated Share will rank *pari passu* with each other, and will be traded in board lots of 100 Consolidated Shares.

公司擬議進行擬議的股份合併，目前現有的每二十（20）股合併為一（1）股合併股。在股份合併計畫下，每個股東名下登記的每二十（20）股現有股將合併為一（1）股合併股。每股合併股將享有一樣的權利並將會以100股合併股的交易單位進行交易。

**Shareholders should note that the number of Consolidated Shares which Shareholders will be entitled to, based on their holdings of existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of Consolidated Shares arising from the Proposed Share Consolidation will be disregarded. Fractions of a Consolidated Share arising from the Proposed Share Consolidation will be aggregated or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the best interests of the Company. Affected Shareholders will not be paid for any fractions of a Consolidated Share which are disregarded.**

股東應注意，股東有权可得到的合併股份的數目將按其在股票過戶截止日登記在其名下的現有股份數目進行合併且四捨五入至最近似整數及不計在完成擬議的股份合併後的合併股份的任何分數。在完成擬議的股份合併後的合併股份分數將會被匯總或按董事們認為是對公司有最大益處（可由董事們行使絕對的自由裁量權決定）的其他方法處理。受影響的股東將不會就其不被計入其可得的合併股的數量的合併股的任何分數得到任何補償。

As at the date of this announcement, the Company has an issued and paid-up share capital of S\$157,800,000 comprising 1,011,569,800 ordinary shares, which are listed on the Mainboard of the Singapore Exchange Securities Trading Limited (the “SGX-ST”). On the assumption that there will be no new Shares issued by the Company up to the Books Closure Date, following the implementation of the Proposed Share Consolidation, the Company will have an issued and paid-up share capital of S\$157,800,000 comprising 50,578,490 Consolidated Shares (subject to rounding).

在本公告發布之日公司的股本有 157,800,000 新加坡幣的已發行和繳足的股本，分成 1,011,569,800 股普通股並在新加坡交易所證券交易有限公司（“新交所”）的主板上市。在公司沒有在股票過戶截止日當天或之前發行新股份的假定下，在完成了擬議的股份合併後，公司將會有 157,800,000 新加坡幣的已發行和繳足的股本，分成 50,578,490 股合併股（可能需四捨五入計算）。

The Proposed Share Consolidation will have no impact on the issued and paid-up share capital of the Company. The Proposed Share Consolidation will also not involve the diminution of any liability in respect of unpaid capital or the payment to any Shareholder of any paid-up capital of the Company, and has no effect on the Shareholders’ funds of the Group. Shareholders will not be required to make any payment to the Company in respect of the Proposed Share Consolidation. The Proposed Share Consolidation will not cause any changes to the percentage shareholding of each Shareholder, other than non-material changes due to rounding.

擬議的股份合併將不會影響公司的已發行和繳足股本。擬議的股份合併也不會涉及減免任何就未繳足股本應承擔的繳交義務或向任何股東返回任何公司的已繳股本，並不會對集團的應歸股東權益有任何的影響。股東不會就擬議股份合併被要求向公司支付任何的款項。除因四捨五入所導致之非重大變動外，預計股份合併作業將不會使各股東之持股百分比發生任何變動。

## 2.2 Rationale for the Proposed Share Consolidation 擬議股份合併之理由

The SGX-ST and the Monetary Authority of Singapore had introduced, with effect from March 2015, a minimum trading price of S\$0.20 for Mainboard-listed stocks as a continuing listing requirement (the “MTP Requirement”).

新交所及新加坡金融管理局已推行（自 2015 年 3 月起生效）最低交易價格新幣 0.2 元之主板股票持續掛牌規定（「MTP 規定」）。

Pursuant to the MTP Requirement, issuers who are unable to record a 6-month volume-weighted average price of its Shares of S\$0.20 or above at each of the quarterly review dates, which will first commence in March 2016, will be placed on the watch-list. Affected issuers who fail to take remedial actions during the cure period of 36 months may be delisted from the Mainboard of the SGX-ST.

依據 MTP 規定，若發行人無法使其股價在每季審核日（自 2016 年 3 月起）之 6 個月交易量加權平均價格維持在新幣 0.2 元或以上，則該等股票將會被列入觀察名單。受影響的發行人無法於 36 個月期間內採取補救行動，將會被新交所從主板除牌。

Accordingly, the Board believes that the Proposed Share Consolidation will generally be beneficial to the Company and its Shareholders in facilitating compliance with the MTP Requirement.

因此，董事會認為擬議的股份合併將對本公司及股東帶來好處，因將有助於公司股票符合MTP規定。

**However, Shareholders should note that there is no assurance that the Proposed Share Consolidation will achieve the desired results, nor is there assurance that such results (if achieved) can be sustained in the longer term.**

然而，股東應注意，我們並無法保證擬議股份合併將可達成預計成果，也無法保證能夠長期維持（若能達到）該等成果。

### 2.3 Approvals and Conditions 批准與條件

The Proposed Share Consolidation is subject to, *inter alia*, 擬議的股份合併以下列條件為前提，尤其：

- (a) the approval of Shareholders by way of an ordinary resolution at an extraordinary general meeting of the Company (the “EGM”) to be convened to approve the Proposed Share Consolidation; and  
召開特別股東大會獲取股東批准擬議的股份合併之普通決議；及
- (b) the approval in-principle from the SGX-ST for the listing of and quotation for the Consolidated Shares arising from the Proposed Share Consolidation.  
就擬議的股份合併所引發的掛牌及報價獲取新交所的原則批准。

An application will be made to the SGX-ST for permission to deal in and for the listing of and quotation for up to 50,578,490 Consolidated Shares on the Mainboard of the SGX-ST (the “Approval In-principle”). An announcement will be made in due course upon receipt of the Approval In-principle from the SGX-ST.

向新交所提交申請獲取許可在新交所主板掛牌及報價50,578,490經合併的股份（“原則批准”）。在收到新交所的原則批准文件後適時發佈公告。

Subject to receipt of the Approval In-principle, a circular containing, *inter alia*, further information on the Proposed Share Consolidation, will be despatched to Shareholders in due course.

在收到原則批准文件後，將在適當時間向股東分發包含擬議股份合併詳細信息的股東通報。

### 2.4 Effect on the Company’s Taiwan Depository Receipts (“TDRS”) 對於公司台灣存托憑證（“TDRS”）的影響

As at the date of this announcement, the Company has in issue an amount of 155,783,704 TDRs with a conversion ratio of 1.25 Shares for 1 TDR. Pursuant to the Proposed Share Consolidation, the conversion ratio of the TDRs will be adjusted to 0.0625 Shares for 1 TDR. 截至本公告日期，公司已發行155,783,704股TDR，按 1.25 股本公司普通股交換 1 股 TDR 之比率。根據擬議的股份合併，TDR轉換率將變更為0.0625股換1股TDR。

## 3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS 董事與大股東的利益

None of the Directors and substantial Shareholders of the Company has any interest, direct or indirect, in the Proposed Share Consolidation (other than through their respective shareholdings in the Company).

公司董事與大股東在擬議的股份合併事宜中均沒有任何直接或間接的利益。

**4. CAUTION IN TRADING**  
**謹慎交易**

Shareholders are advised to exercise caution in trading their existing Shares and should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

公司建議股東謹慎交易其現有股份，且如果股東對於其所應採取的行動有任何疑問，股東應諮詢其股票經紀人、銀行投資經理、律師或其他專業顧問。

**5. DIRECTORS' RESPONSIBILITY STATEMENT**  
**董事責任聲明**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Share Consolidation, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in the announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the announcement in its proper form and context.

本公司董事連帶及個別承擔本公告所提供資訊之正確性的全部責任，並在進行所有合理查詢之後，就其所知與所信，確認本公告已針對擬議的股份合併之所有重大事實進行完整且真實的披露，本公司、其子公司、以及董事不知悉任何疏忽可能導致本公告任何陳述具有誤導性。若公告中之資訊係從已公佈或其他公開可取得之來源、或從已指明的來源所擷取，則董事唯一的責任係確保該等資訊已自該等來源確實且正確地擷取，及 / 或以適當的格式與文字複製於本公告中。

**BY ORDER OF THE BOARD**  
**經董事會授權公佈**

Dai Zhixiang  
戴志祥  
CEO and Executive Chairman  
首席執行官兼董事會執行主席  
23 March 2015  
2015年3月23日