

Voluntary Conditional Cash Offer

by

SOUTSHORE PTE. LTD.

(Company Registration No.: 201530037K)
(Incorporated in the Republic of Singapore)

**to acquire all the issued and paid-up ordinary shares (excluding treasury shares)
in the capital of**

CHOSEN HOLDINGS LIMITED

(Company Registration No.: 199804325C)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by
the Offeror

DESPATCH OF OFFER DOCUMENT

1. INTRODUCTION

Southshore Pte. Ltd. ("**Offeror**") refers to the announcement dated 1 September 2015 ("**Offer Announcement**") in relation to the voluntary conditional cash offer ("**Offer**") for all the issued and paid-up ordinary shares ("**Shares**") in the capital of Chosen Holdings Limited ("**Company**") (excluding any Shares held by the Company as treasury shares), other than those already owned, controlled or agreed to be acquired by the Offeror ("**Offer Shares**").

The Offeror wishes to announce that the offer document dated 15 September 2015 containing the terms and conditions of the Offer ("**Offer Document**") has today been despatched to the shareholders of the Company ("**Shareholders**").

An electronic copy of the Offer Document is also available on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at www.sgx.com.

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

2. THE OFFER

2.1 No revision of Offer Price. Further to the Offer Announcement, the Offeror wishes to announce that it does not intend to revise the Offer Price of S\$0.24 in cash for each Offer Share.

2.2 Intentions in relation to Proposed Dividend. As stated in the Offer Announcement and the Offer Document, the Offer Shares will be acquired (a) fully-paid, (b) free from all claims, liens, equities, mortgages, charges, pledges, encumbrances, rights of pre-emption and other third party rights and interests of any nature whatsoever, and (c) together with all rights, benefits, entitlements and advantages attached to them as at the Offer Announcement Date, and thereafter attaching to them (including the right to receive and retain all dividends, rights, returns of capital and other distributions (if any) which may be announced, declared, made or paid thereon by the Company on or after the Offer Announcement Date).

Accordingly, if any dividend, right, return of capital or other distribution is announced, declared, made or paid by the Company on or after the Offer Announcement Date, the Offeror reserves its right to reduce the Offer Price by the amount of such dividend, right, return of capital or other distribution.

In this connection, and in the event the Offeror becomes a shareholder of the Company on or before the date that shareholders' approval is sought for the payment of any dividends of the Company (including the payment of a final dividend of S\$0.0083 per Share to be considered at the upcoming 17th annual general meeting of the Company), the Offeror intends to exercise all voting rights attached to the Shares held by it against any resolution to approve the payment of such dividends.

3. OFFER DOCUMENT

3.1 Forms of Acceptance. The following documents are included with the Offer Document:

- (a) in the case of an Offer Document sent to a Shareholder whose Offer Shares are deposited with The Central Depository (Pte) Limited ("**CDP**") ("**Depositor**"), a Form of Acceptance and Authorisation ("**FAA**"); or
- (b) in the case of an Offer Document sent to a Shareholder whose Offer Shares are not deposited with CDP and whose names appear in the register of members of the Company ("**Scripholder**"), a Form of Acceptance and Transfer ("**FAT**").

3.2 Request for Offer Document and Related Documents. If you are a Shareholder and do not receive the Offer Document, the FAA and/or the FAT within a week of the date of this Announcement, please contact CDP (if you are a Depositor) or M & C Services Private Limited (if you are a Scripholder), as the case may be, immediately at the addresses and the telephone numbers set out below.

The Central Depository (Pte) Limited

9 North Buona Vista Drive
#01-19/20 The Metropolis
Singapore 138588

Tel: (65) 6535 7511

M & C Services Private Limited

112 Robinson Road
#05-01
Singapore 068902

Tel: (65) 6227 6660

3.3 Procedures for Acceptance

Full details of the procedures for acceptance of the Offer are set out in Appendix B to the Offer Document, and in the accompanying FAA and/or FAT.

4. CLOSING DATE

The Offer will remain open for acceptance until 5.30 p.m. (Singapore time) on 13 October 2015 or such later date(s) as may be announced from time to time by or on behalf of the Offeror ("Closing Date").

5. OVERSEAS SHAREHOLDERS

The availability of the Offer to Shareholders whose addresses are outside Singapore, as shown on the register of members of the Company or, as the case may be, in the records of CDP (each, an **"Overseas Shareholder"**) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, any Overseas Shareholder should inform himself about and observe any applicable legal requirements. Where there are potential restrictions on sending this Offer Document, the FAA and/or the FAT to any overseas jurisdiction, the Offeror reserves the right not to send this Offer Document, the FAA and/or the FAT to any overseas jurisdiction. For the avoidance of doubt, the Offer is made to all Shareholders holding Offer Shares, including those to whom the Offer Document and acceptance forms have not been, or will not be, sent.

Copies of the Offer Document and any formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the law of that jurisdiction (a **"Restricted Jurisdiction"**) and will not be capable of acceptance by any such use, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable laws and regulations) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including, without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any jurisdiction where the making of or the acceptance of the Offer would violate the law of that jurisdiction and the Offer will not be capable of acceptance by any such use, means, instrumentality or facilities.

Subject to compliance with applicable laws, any Overseas Shareholder may, nonetheless, attend in person and obtain copies of this Offer Document, the FAA and the FAT, as the case may be, and any related documents, during normal business hours and up to 5.30 p.m. on the Closing Date, from the Offeror c/o CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588 or M & C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902, as the case may be. Alternatively, an Overseas Shareholder may, subject to compliance with applicable laws, write in to the Offeror c/o M & C Services Private Limited at the above-stated address to request that this Offer Document, the FAA or the FAT, as the case may be, and any related documents be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date.

It is the responsibility of an Overseas Shareholder who wishes to (a) request for this Offer Document, the FAA and/or the FAT, or (b) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with other necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholder shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror, its related corporations, CDP, the Share Registrar and any person acting on their behalf shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes,

imposts, duties or other requisite payments as the Offeror, its related corporations, CDP, the Share Registrar and/or any person acting on their behalf may be required to pay. In (a) requesting for this Offer Document, the FAA and/or FAT and any related documents, and/or (b) accepting the Offer, the Overseas Shareholder represents and warrants to the Offeror that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements.

Any Overseas Shareholder who is in doubt about his position should consult his professional adviser in the relevant jurisdiction.

6. INFORMATION RELATING TO CPFIS INVESTORS

Investors who have purchased Shares using their Central Provident Fund account contributions pursuant to the Central Provident Fund Investment Scheme ("**CPFIS Investors**") should receive further information on how to accept the Offer from their respective agent banks included under the Central Provident Fund Investment Scheme ("**CPF Agent Banks**") in due course. CPFIS Investors are advised to consult their respective CPF Agent Banks should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors should seek independent professional advice.

CPFIS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks accordingly by the deadline stated in the letter from their respective CPF Agent Banks. Subject to the Offer becoming or being declared to be unconditional as to acceptances in accordance with its terms, CPFIS Investors who accept the Offer will receive the payment of the Offer Price for their Offer Shares in their CPF investment accounts.

7. INDEPENDENT ADVICE

The views of the directors of the Company who are considered to be independent for the purposes of the Offer, and the views of the independent financial adviser to such directors of the Company on the Offer will be made available by the Company to Shareholders in due course, and in any event, within 14 days of the despatch of the Offer Document. Shareholders may wish to consider their advice before taking any action in relation to the Offer.

8. RESPONSIBILITY STATEMENT

The directors of the Offeror, Clearlake and SKPL (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, the omission of which would make any statement in this Announcement misleading, 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, information relating to the Company and its subsidiaries), the sole responsibility of the directors of the Offeror, Clearlake and SKPL have been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by

SOUTHSHORE PTE. LTD.

15 September 2015

Singapore

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

Southshore Pte. Ltd.

Wong Pei Shan

Director

Tel: +65 9487 4995

Email: info@shawkwei.com