

Swiber Holdings Limited  
(Judicial Managers Appointed)  
Co. Reg. No. 200414721N

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## SUPPLEMENTAL TERM SHEET IN RELATION TO THE PROPOSED ACQUISITION OF INTERLINK POWER & ENERGY HOLDINGS PTY LTD

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### 1. INTRODUCTION

- 1.1 Swiber Holdings Limited (Judicial Managers Appointed) (the "**Company**") refers to its announcement dated 1 November 2017 (the "**1 November 2017 Announcement**") in relation to a term sheet dated 1 November 2017 (the "**1 November 2017 Term Sheet**") entered into by the Company in relation to the proposed acquisition by the Company (or such nominee(s) designated by the Company) of 100% of the total issued shares in the capital of Interlink Power & Energy Holdings Pty Ltd ("**Interlink**") from the shareholders of Interlink (the "**Vendors**") (the "**Proposed Acquisition**").
- 1.2 As announced in the 1 November 2017 Announcement, the 1 November 2017 Term Sheet is not intended to be legally binding, except for certain legally binding provisions relating to, amongst others, exclusivity and confidentiality, and is subject to the Parties entering into definitive agreements in relation to the Proposed Acquisition (the "**Definitive Agreements**") on terms to be agreed between the Parties.
- 1.3 Further to the 1 November 2017 Announcement, the Company wishes to announce that the Company and the Vendors have on 18 December 2017 entered into a supplemental term sheet in relation to the Proposed Acquisition (the "**Supplemental Term Sheet**") to extend and amend the validity period of the 1 November 2017 Term Sheet, further details of which are set out in paragraph 2 below.
- 1.4 All capitalised terms used in this announcement shall, unless otherwise defined herein, have the same meanings ascribed to them in the 1 November 2017 Announcement.

### 2. SUPPLEMENTAL TERM SHEET

- 2.1 As announced in the 1 November 2017 Announcement, the 1 November 2017 Term Sheet shall automatically terminate upon (a) the execution of the Definitive Agreements; (b) any of the Conditions Precedent not capable of being fulfilled; (c) mutual consent in writing; or (d) the expiry of the Exclusivity Period (unless otherwise extended in writing), whichever date being the earliest.
- 2.2 The Parties have mutually agreed not to extend the Exclusivity Period (being a period of 45 days commencing from the date of the 1 November 2017 Term Sheet). Accordingly, the Exclusivity Period has expired on 15 December 2017, and the Parties have agreed pursuant to the Supplemental Term Sheet to delete the provisions relating to the Exclusivity Period set out in the 1 November 2017 Term Sheet.
- 2.3 Notwithstanding the expiry of the Exclusivity Period, discussions with the Vendors in relation to the Proposed Acquisition remain on-going, and the Parties have agreed pursuant to the Supplemental Term Sheet that the validity period of the 1 November 2017 Term Sheet shall be amended with effect from 15 December 2017 such that the 1 November 2017 Term Sheet shall

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automatically terminate upon the occurrence of the earliest of the following: (a) the execution of the Definitive Agreements; (b) any of the Conditions Precedent not capable of being fulfilled; (c) mutual consent in writing; (d) the giving of not less than 30 days' prior written notice of termination by any Party; or (e) 31 March 2018 (or such later date as may be mutually agreed in writing).

- 2.4 Save as amended by the provisions of the Supplemental Term Sheet, all other provisions of the 1 November 2017 Term Sheet shall remain in full force and effect in accordance with the terms of the 1 November 2017 Term Sheet.

### 3. FURTHER ANNOUNCEMENTS

The Company will make further announcements, in compliance with the requirements of the Listing Manual of the SGX-ST, upon the execution of the Definitive Agreements (if any) and/or when there are material developments in respect of the Proposed Acquisition.

By Order of the Judicial Managers  
Bob Yap Cheng Ghee  
Joint and Several Judicial Manager  
18 December 2017

By Order of the Board  
Raymond Kim Goh  
Chairman  
18 December 2017