

# ASIA-PACIFIC STRATEGIC INVESTMENTS LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200609901H)

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## PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 1,095,335,350 NEW ORDINARY SHARES OF THE COMPANY WITH WARRANTS – NOTICE OF BOOKS CLOSURE DATE

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### 1. INTRODUCTION

The Board of Directors (the “**Directors**”) of Asia-Pacific Strategic Investments Limited (the “**Company**”) refers to the Company’s circular dated 14 March 2014 (the “**Circular**”) in relation to the proposed renounceable non-underwritten rights issue (the “**Rights cum Warrants Issue**”) of up to 1,095,335,350 new ordinary shares of the Company (the “**Rights Shares**”) with up to 1,095,335,350 free detachable warrants (the “**Warrants**”), on the basis of five (5) Rights Shares for every one (1) existing Share held by shareholders of the Company (the “**Shareholders**”) as at a books closure date to be determined and one (1) Warrant for every one (1) Rights Share subscribed.

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Circular.

### 2. ADJUSTMENTS TO EXISTING WARRANTS

#### 2.1 2009 Warrants

The 2009 Warrants Adjustments will be as follows:

- (i) the exercise price of each 2009 Warrant will be adjusted from S\$1.23 to S\$0.30;
- (ii) every one (1) existing 2009 Warrant held by Entitled Warrantheolders will be entitled to another 3.1346 warrants (“**Adjustment 2009 Warrant(s)**”), fractional entitlements to be disregarded; and
- (iii) each Adjustment 2009 Warrant will carry the right to subscribe for one (1) new ordinary share in the capital of the Company.

As required by the terms of the 2009 Deed Poll, the Company’s auditors have on 14 January 2014 certified that the above adjustments have been made in accordance with the terms of the 2009 Deed Poll.

The effective date of the 2009 Warrants Adjustments shall be 30 April 2014, being the market day following the last date for the acceptance of and payment for Rights Shares with Warrants.

#### 2.2 2013 Warrants

The 2013 Warrants Adjustments will be as follows:

- (i) the exercise price of each 2013 Warrant will be adjusted from S\$0.05 to S\$0.01;
- (ii) every one (1) existing 2013 Warrant held by Entitled Warrantheolders will be entitled to another 3.1346 warrants (“**Adjustment 2013 Warrant(s)**”), fractional entitlements to be disregarded; and

- (iii) each Adjustment 2013 Warrant will carry the right to subscribe for one (1) new ordinary share in the capital of the Company.

As required by the terms of the 2013 Deed Poll, the Company's auditors have on 14 January 2014 certified that the above adjustments have been made in accordance with the terms of the 2013 Deed Poll.

The effective date of the 2013 Warrants Adjustments shall be 30 April 2014, being the market day following the last date for the acceptance of and payment for Rights Shares with Warrants.

### **2.3 Introducer Warrants**

The Introducer Warrants Adjustments will be as follows:

- (iv) the exercise price of each Introducer Warrant will be adjusted from S\$0.216 to S\$0.053;
- (v) every one (1) existing Introducer Warrant held by Entitled Warrantheolders will be entitled to another 3.1346 warrants ("**Adjustment Introducer Warrant(s)**"), fractional entitlements to be disregarded; and
- (vi) each Adjustment Introducer Warrant will carry the right to subscribe for one (1) new ordinary share in the capital of the Company.

As required by the terms of the Introducer Deed Poll, the Company's auditors have on 14 January 2014 certified that the above adjustments have been made in accordance with the terms of the Introducer Deed Poll.

The effective date of the Introducer Warrants Adjustments shall be 30 April 2014, being the market day following the last date for the acceptance of and payment for Rights Shares with Warrants.

### **3. NOTICE OF BOOKS CLOSURE DATE**

**NOTICE IS HEREBY GIVEN** that the register of Shareholders, the register of share transfers and the register of Warrantheolders of the Company will be closed at 5.00 p.m. (Singapore time) on 9 April 2014 (the "**Books Closure Date**") for the purpose of determining:

- (i) the provisional allotments of Rights Shares with Warrants of the Entitled Shareholders under the Rights cum Warrants Issue; and
- (ii) the adjustments pursuant to the 2009 Warrants Adjustments, the 2013 Warrants Adjustments and the Introducer Warrants Adjustments.

### **4. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS CUM WARRANTS ISSUE**

#### **4.1 Entitled Depositors**

Shareholders whose securities accounts with CDP are credited with Shares as at 5.00 p.m. (Singapore time) on the Books Closure Date (the "**Depositors**") will be provisionally allotted Rights Shares with Warrants on the basis of the number of Shares standing to the credit of their securities accounts with CDP as at 5.00 p.m. (Singapore time) on the Books Closure Date.

To be “**Entitled Depositors**”, Depositors must have registered addresses in Singapore with CDP as at the Books Closure Date or if they have registered addresses outside Singapore must provide CDP, at 4 Shenton Way, #02-01, SGX Centre 2, Singapore 068807, with addresses in Singapore not later than 5.00 p.m. (Singapore time) on the date being five (5) market days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares with Warrants.

#### **4.2 Entitled Scripholders**

Shareholders whose share certificates are not deposited with CDP and whose Shares are not registered in the name of CDP (the “**Scripholders**”) will have to submit duly completed and stamped transfers (in respect of Shares not registered in the name of CDP), together with all relevant documents of title, so as to be received up to 5.00 p.m. (Singapore time) on the Books Closure Date by the Company’s share registrar, B.A.C.S. Private Limited (the “**Share Registrar**”) in order to be registered to determine the transferee’s provisional allotments of Rights Shares with Warrants.

To be “**Entitled Scripholders**”, Scripholders must have registered addresses in Singapore with the Company as at the Books Closure Date or if they have registered addresses outside Singapore, must provide the Share Registrar at 63 Cantonment Road, Singapore 089758 with addresses in Singapore not later than 5.00 p.m. (Singapore time) on the date being five (5) market days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares with Warrants.

The Entitled Depositors and Entitled Scripholders shall be collectively referred to as “**Entitled Shareholders**” in this announcement.

#### **4.3 CPF Investment Scheme**

Persons who bought their Shares previously using their Central Provident Fund account savings (“**CPF Funds**”) may use the same for the payment of the Issue Price to accept their provisional allotments of Rights Shares with Warrants and (if applicable) apply for excess Rights Shares with Warrants, subject to the applicable rules and regulations of the Central Provident Fund. Such persons who wish to accept their provisional allotments of Rights Shares with Warrants will need to instruct their respective approved banks where they hold their CPF Investment Accounts, to accept their provisional allotment of Rights Shares with Warrants and (if applicable) apply for the excess Rights Shares with Warrants on their behalf in accordance with the Offer Information Statement. CPF Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares with Warrants directly from the market.

#### **4.4 Foreign Shareholders**

For practicable reasons and to avoid any violation of securities legislation applicable in countries other than Singapore, the Rights Shares with Warrants will not be offered to Shareholders with registered addresses outside Singapore as at the Books Closure Date and who have not, at least five (5) market days prior to the Books Closure Date, provided to CDP or the Share Registrar, as the case may be, addresses in Singapore for the service of notices and documents (the “**Foreign Shareholders**”). As such, no provisional allotments of the Rights Shares with Warrants will be made to, and no purported acceptance thereof or application therefore by Foreign Shareholders will be valid.

If it is practicable to do so, arrangements may be made, at the discretion of the Company, for provisional allotments of Rights Shares with Warrants which would otherwise be provisionally allotted to Foreign Shareholders to be sold “nil-paid” on the SGX-ST as

soon as practicable after dealings in the provisional allotments of Rights Shares with Warrants commence.

## 5. EXPECTED TIMETABLE OF KEY EVENTS

Entitled Shareholders should take note of the following important dates and times in respect of the Rights cum Warrants Issue:

Shares trade ex-Rights	: 7 April 2014 from 9.00 a.m.
Books Closure Date	: 9 April 2014 at 5.00 p.m.
Despatch of the Offer Information Statement, ARE and PAL (as the case may be) to Entitled Shareholders	: 14 April 2014
Commencement of trading of "nil-paid" rights	: 14 April 2014
Last date and time for splitting and trading of "nil-paid" rights	: 23 April 2014 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares with Warrants	: 29 April 2014 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for acceptance of and payment for Rights Shares with Warrants by renounces	: 29 April at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for application and payment for excess Rights Shares with Warrants	: 29 April at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Expected date for issue of Rights Shares with Warrants and Adjustment Warrants	: 7 May 2014
Expected date for crediting of Rights Shares and Warrants and Adjustment Warrants	: 8 May 2014
Expected date for refund of unsuccessful or invalid applications (if made through CDP)	: 8 May 2014
Expected date for the listing and commencement of trading of Rights Shares and Adjustment Warrants	: 8 May 2014 from 9.00 a.m.
Expected date for the listing and commencement of trading of Warrants (subject to there being an adequate spread of holdings of the Warrants to provide for an orderly market in the trading of the Warrants)	: 9 May 2014 from 9.00 a.m.

The above timetable is indicative only and may be subject to change. As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, upon consultation with its advisers and with the approval of the SGX-ST, the Sponsor and/or CDP, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce the same through a SGXNET announcement to be posted on the internet at the SGX-ST's website.

## 6. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors and substantial Shareholders has any interests, direct or indirect, in the Rights cum Warrants Issue, other than through each of their respective shareholding interests, direct and/or indirect, in the Company.

## 7. DOCUMENTS AVAILABLE FOR INSPECTION

Pursuant to the 2009 Deed Poll, the 2013 Deed Poll and the Introducer Deed Poll, copies of the following documents are available for inspection at the office of the share registrar/warrant agent of the Company, B.A.C.S. Private Limited, at 63 Cantonment Road Singapore 089758 during normal business hours on any weekdays (public holidays excepted) so long as any of the 2009 Warrants, the 2013 Warrants and the Introducer Warrants remain exercisable:

- (i) a signed copy of the certificate of the Company's auditors dated 14 January 2014, certifying the adjustments to the exercise price and/or number of warrants; and
- (ii) a certificate signed by a Director setting forth brief particulars of the event giving rise to the 2009 Warrants Adjustments, the 2013 Warrants Adjustments and the Introducer Warrants Adjustments, the exercise price and/or the number of warrants in effect prior to such adjustment, the adjusted exercise price and/or the number of warrants and the effective date of such adjustment.

The Company shall, on the request and at the expense of any Warrantholder, send a copy of the abovementioned documents to such Warrantholder.

## 8. RESPONSIBILITY STATEMENT

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 Rights cum Warrants Issue, the 2009 Warrants Adjustments, the 2013 Warrants Adjustments, the Introducer Warrants Adjustments, 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 this announcement in its proper form and context.

## BY ORDER OF THE BOARD

Dato' Dr. Choo Yeow Ming  
Chairman and Chief Executive Officer

1 April 2014

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This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Stamford Corporate Services Pte Ltd (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor had not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any statements or opinions made or reports contained in this announcement.

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