

MARY CHIA HOLDINGS LIMITED
Company Registration No. 200907634N
(Incorporated in Singapore)
(the “**Company**”)

**MANDATORY UNCONDITIONAL CASH OFFER BY CIMB BANK BERHAD, SINGAPORE BRANCH,
FOR AND ON BEHALF OF SUKI SUSHI PTE. LTD. (THE “OFFEROR”) TO ACQUIRE ALL THE
ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF THE COMPANY -**

DESPATCH OF THE OFFEREE CIRCULAR

1. INTRODUCTION

The board of directors (the “**Board**”) of Mary Chia Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the following announcements:

- (a) the announcement dated 24 August 2017 made by CIMB Bank Berhad, Singapore Branch (“**CIMB**”), for and on behalf of the Offeror, relating to the mandatory unconditional cash offer (the “**Offer**”) by the Offeror to acquire all the issued and paid-up ordinary shares in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror;
- (b) the corresponding announcement made by the Company on 25 August 2017 (the “**Company’s Announcement**”);
- (c) the announcement dated 29 August 2017 made by the Company on the appointment of independent financial adviser (the “**IFA**”) in connection with the Offer; and
- (d) the announcement dated 8 September 2017 made by CIMB, for and on behalf of the Offeror, relating to the despatch of the offer document dated 8 September 2017 containing the terms and conditions of the Offer to shareholders of the Company (“**Shareholders**”).

All capitalized terms not defined herein have the meanings ascribed to them in the Company’s Announcement.

2. DESPATCH OF THE OFFEREE CIRCULAR

The Board wishes to announce that the Company has today despatched to Shareholders a circular dated 22 September 2017 (the “**Offeree Circular**”) containing, amongst others, the advice of the IFA to the directors of the Company (the “**Directors**”) who are regarded as independent for the purpose of making recommendations to Shareholders in respect of the Offer under the Code (the “**Independent Directors**”) and the recommendation of the Independent Directors in respect of the Offer.

The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and carefully consider the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors before deciding whether to accept or reject the Offer. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers immediately.

3. CLOSING DATE

Shareholders should note that the Offer will close at **5.30 p.m. (Singapore time) on 6 October 2017**, being the last day for the lodgement of acceptances of the Offer (the “**Closing Date**”). **The Offeror does not intend to extend the Offer beyond 5.30 p.m. (Singapore time) on**

the Closing Date. Accordingly, acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

4. COPIES OF THE OFFEREE CIRCULAR

Shareholders who do not receive the Offeree Circular within two (2) days from the date hereof should contact B.A.C.S Private Limited, the share registrar of the Company (the “**Registrar**”), contact particulars for which are as follows:

B.A.C.S Private Limited
8 Robinson Road,
#03-00 ASO Building,
Singapore 048544

Electronic copies of the Offeree Circular are also available on the website of the SGX-ST at www.sgx.com.

5. OVERSEAS SHAREHOLDERS

The Offeree Circular and any related documents may not be sent to Shareholders whose addresses are outside Singapore as shown in the register of Shareholders as maintained by the Registrar, or, as the case may be, in the records of The Central Depository (Pte) Limited (“**Overseas Shareholders**”) due to potential restrictions on sending such documents to the relevant overseas jurisdictions. Any affected Overseas Shareholder may, nevertheless, obtain copies of the Offeree Circular during normal business hours and up to the Closing Date, from the office of the Registrar at 8 Robinson Road, #03-00 ASO Building, Singapore 048544. Alternatively, an Overseas Shareholder may write to the Registrar at the aforementioned address to request for the Offeree Circular and any related documents to 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.

6. RESPONSIBILITY STATEMENT

The Directors (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, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or publicly available sources, the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

YEUNG KOON SANG @ DAVID YEUNG
Lead Independent Director
22 September 2017

This announcement has been prepared by Mary Chia Holdings Limited (the “**Company**”) and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”) for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the

accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).