

FOR IMMEDIATE RELEASE

**Hercules Pte. Ltd. announces voluntary conditional cash offer
for Hupsteel Limited**

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Announcement dated 28 June 2019, unless otherwise expressly stated or the context otherwise requires.

- Offer Price of S\$1.20 per Offer Share, which represents a premium of approximately 58.60% over the VWAP per Share for the three (3)-month period
- The Shares have not been transacted on the SGX-ST at or above the Offer Price since May 2013
- Offer Price is final; the Offeror does not intend to revise the Offer Price
- Offer presents shareholders with a compelling cash exit opportunity to liquidate and realise their investment in the Shares at a premium to the prevailing market prices which would otherwise not be available given the low trading liquidity
- The Offeror has secured irrevocable undertakings representing 54.16% of the total number of Shares

Singapore, 28 June 2019 – Hercules Pte. Ltd. (the “**Offeror**”) has today launched a voluntary conditional cash offer (the “**Offer**”) for all of the issued and paid-up ordinary shares (“**Shares**”) in the capital of Hupsteel Limited (the “**Company**”), other than any Shares held in treasury and those Shares held, directly or indirectly, by the Offeror (the “**Offer Shares**”).

The Offeror is the bid vehicle for the Consortium Members which comprises members of the Lim family.

The offer price is S\$1.20 in cash for each Offer Share (the “**Offer Price**”), which represents a premium of approximately 51.90% over the last transacted price per Share of S\$0.790 on 27 June 2019, being the last full Market Day immediately prior to the Offer Announcement Date (the “**Last Trading Day**”). The Offer Price also represents a premium of approximately 58.33%, 58.60%, 58.56% and 54.32% over the volume weighted average price (“**VWAP**”) per Share for the one (1)-month, three (3)-month, six (6)-month and 12-month periods, respectively.

The Offer Price is final and the Offeror does not intend to revise the Offer Price. The Offeror believes that the Offer presents Shareholders with an attractive cash exit opportunity to realise their entire investment in Shares at a premium over the prevailing trading prices of the Shares without incurring brokerage and other trading costs. Furthermore, the Offer provides Shareholders who find it difficult to exit the Company as a result of the low trading volume in Shares with an opportunity to liquidate and realise their investment in the Shares at a premium to the prevailing market prices which would otherwise not be available given the low trading liquidity.

The Offer will be conditional upon the Offeror having received, by the close of the Offer, valid acceptances (which have not been withdrawn) in respect of such number of Offer Shares which, when taken together with the Shares owned, controlled or agreed to be acquired by the Offeror (either before or during the Offer and pursuant to the Offer or otherwise), will result in the Offeror holding such number of Shares carrying more than 90% of the voting rights attributable to the Shares

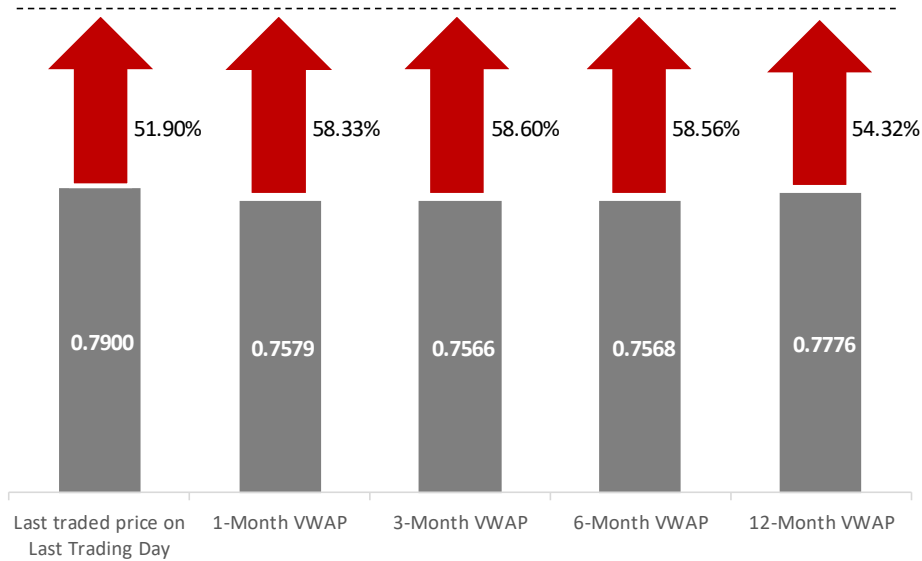
(excluding any Shares held in treasury) as at the close of the Offer. Pursuant to the irrevocable undertakings provided by Hennfa Investments Pte Ltd and each Consortium Member who holds Shares directly in the Company, the Offeror has received irrevocable undertakings to accept the Offer in respect of 66,100,020 Shares, representing approximately 54.16% of the total number of issued Shares (excluding any Shares held in treasury).

Oversea-Chinese Banking Corporation Limited is the financial adviser to the Offeror in connection with the Offer.

KEY TERMS OF THE OFFER

- Offer Price of **S\$1.20** in cash per Offer Share
- Offer Price is **final**
- Offer Price represents:
 - 51.90% premium over the last traded price per Share of S\$0.790 on 27 June 2019
 - 58.33%, 58.60%, 58.56%, and 54.32% premium over the 1-month, 3-month, 6-month and 12-month VWAP respectively

Offer Price: S\$1.20



- The Offer presents Shareholders with an opportunity to realise their entire investment in the Shares at a premium over the prevailing trading prices of the Shares without incurring brokerage and other trading costs
- The Offer provides Shareholders who find it difficult to exit the Company as a result of the low trading volume in the Shares with an opportunity to liquidate and realise their investment in the Shares at a premium to the prevailing market prices which would otherwise not be available given the low trading liquidity
- The Offeror has received irrevocable undertakings to accept the Offer in respect of 66,100,020 Shares, representing approximately 54.16% of the total number of issued Shares (excluding any Shares held in treasury)

This media release should be read in conjunction with the Offer Announcement dated 28 June 2019 issued by Oversea-Chinese Banking Corporation Limited for and on behalf of the Offeror. Further details on the Offer will be set out in the Offer Document to be despatched to Hupsteel shareholders in due course.

The directors of the Offeror (notwithstanding that they may have delegated detailed supervision of this press release (where relevant)) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this press release are fair and accurate and that no material facts have been omitted from this press release, 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 in relation to Hupsteel or its subsidiaries), the sole responsibility of the Offeror's directors has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this press release.

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About Hupsteel Limited

The principal activities of Hupsteel Limited and its subsidiaries consist of trading in industrial steel products and investment holding.