

OFFER INFORMATION STATEMENT DATED 20 APRIL 2017

(Lodged with the Singapore Exchange Securities Trading Limited (the “SGX-ST”) acting as agent on behalf of the Monetary Authority of Singapore (the “Authority”) on 20 April 2017)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL, TAX, OR OTHER PROFESSIONAL ADVISER(S) IMMEDIATELY.

The securities offered are issued by Ley Choon Group Holdings Limited (the “Company”), an entity whose shares are listed for quotation on Catalist (as defined herein).

Companies listed on Catalist may carry higher investment risk when compared with larger or more established companies listed on the Main Board of the SGX-ST. In particular, companies may list on Catalist without a track record of profitability and there is no assurance that there will be a liquid market in the securities traded on Catalist. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser.

This offer is made in or accompanied by an offer information statement (the “Offer Information Statement”), together with copies of the Provisional Allotment Letter (the “PAL”), the Application Form for Rights Shares and Excess Rights Shares (the “ARE”) and the Application Form for Rights Shares (the “ARS”), which have been lodged with the SGX-ST, acting as agent on behalf of the Authority.

Neither the Authority nor the SGX-ST has examined or approved the contents of this Offer Information Statement. Neither the Authority nor the SGX-ST assumes any responsibility for the contents of this Offer Information Statement, including the correctness or accuracy of any of the statements or opinions made or reports contained herein. Neither the Authority nor the SGX-ST has, in any way, considered the merits of the securities being offered for investment. The lodgement of this Offer Information Statement with the SGX-ST, acting as agent on behalf of the Authority, does not imply that the Securities and Futures Act (Chapter 289) of Singapore, or any other legal or regulatory requirements, or requirements in the SGX-ST’s listing rules, have been complied with.

Acceptance of applications will be conditional upon the issue of the Rights Shares (as defined below) and the listing of the Rights Shares. Monies paid in respect of any application accepted will be returned if the listing of the Rights Shares does not proceed.

An application has been made for permission for the Rights Shares to be listed for quotation on Catalist. The listing and quotation notice had been obtained from the SGX-ST on 30 March 2017 for the dealing in and listing and quotation of the Rights Shares on Catalist, subject to compliance with the SGX-ST’s listing requirements. The listing and quotation notice granted by the SGX-ST for the dealing in and listing and quotation of the Rights Shares on Catalist is in no way reflective of and is not an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities. The Rights Shares will be admitted to Catalist after all certificates relating thereto have been issued and the allotment letters from The Central Depository (Pte) Limited (“CDP”) have been despatched.

This Offer Information Statement has been prepared solely in relation to the issue of the Rights Shares and shall not be relied upon by any other person or for any other purpose.

After the expiration of six (6) months from the date of lodgement of this Offer Information Statement, no person shall make an offer of Rights Shares, or allot, issue or sell any Rights Shares, on the basis of this Offer Information Statement; and no officer or equivalent person or promoter of the Company will authorise or permit the offer of any Rights Shares, or the allotment, issue or sale of any Rights Shares, on the basis of this Offer Information Statement. Your attention is drawn to the section entitled “Risk Factors” of this Offer Information Statement which you should read carefully.

All the documentation relating to the Rights Issue has been seen and approved by the directors of the Company and they collectively and individually accept full responsibility for the accuracy of the information given in this Offer Information Statement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Offer Information Statement misleading. Where information in this Offer Information Statement 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 Offer Information Statement in its proper form and context.

This Offer Information Statement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, RHT Capital Pte. Ltd. (the “Sponsor”) for compliance with the relevant rules of the SGX-ST, this being the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this Offer Information Statement. The Sponsor has given its written consent to the inclusion herein of its name in the form and context in which it appears in this Offer Information Statement. The contact person for the Sponsor is Mr Nathaniel C.V., Registered Professional, RHT Capital Pte. Ltd. at Six Battery Road, #10-01, Singapore 049909, telephone no. (65) 6381 6757.



LEY CHOON GROUP HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 198700318G)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 592,406,996 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE “RIGHTS SHARES”), AT AN ISSUE PRICE OF S\$0.015 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING ORDINARY SHARE IN THE ISSUED AND PAID UP CAPITAL OF THE COMPANY HELD BY SHAREHOLDERS OF THE COMPANY AS AT THE BOOKS CLOSURE DATE (AS DEFINED HEREIN), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE “RIGHTS ISSUE”)

IMPORTANT DATES AND TIMES

Last date and time for splitting	:	4 May 2017 at 5:00 p.m.
Last date and time for acceptance and payment	:	11 May 2017 at 5:00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))
Last date and time for renunciation and payment	:	11 May 2017 at 5:00 p.m.
Last date and time for excess application and payment	:	11 May 2017 at 5:00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))

IMPORTANT NOTICE

Capitalised terms used below which are not otherwise defined herein shall have the same meanings as ascribed to them under the “**Definitions**” section of this Offer Information Statement.

For Entitled Depositors (which excludes Entitled Scripholders, CPFIS Shareholders and investors who hold Shares through finance companies or Depository Agents), acceptances of the Rights Shares and/or (if applicable) applications for excess Rights Shares may be made through CDP or by way of an Electronic Application at any ATM of a Participating Bank.

For Entitled Scripholders, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares may be made through the Share Registrar, RHT Corporate Advisory Pte. Ltd.

For investors who hold Shares through finance companies or Depository Agents and CPFIS Shareholders, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares must be done through their respective finance companies or Depository Agents, and in the case of CPFIS Shareholders, their respective approved CPF agent banks. Any application made directly to the CDP, Electronic Applications, the Share Registrar and/or the Company will be rejected.

For CPFIS Shareholders, acceptances of their Rights Shares and (if applicable) application for excess Rights Shares can only be made using, subject to applicable CPF rules and regulations, their CPF Funds. In the case of insufficient CPF Funds or stock limit, CPFIS Shareholders could top up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares. CPF Funds cannot, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.

SRS Shareholders who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective account opened with the relevant approved bank under the SRS (“SRS Accounts”). Such SRS Shareholders who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares using SRS monies, must instruct the relevant approved banks in which they hold their SRS Accounts to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares on their behalf in accordance with the Offer Information Statement. Any application made directly to CDP or through the ATM of any Participating Bank appointed and named in this Offer Information Statement by such SRS Shareholders will be rejected. For the avoidance of doubt, monies in SRS Accounts may not be used for the purchase of the provisional allotments of Rights Shares directly from the market. Such SRS Shareholders should refer to important details in this Offer Information Statement relating to the offer procedure in connection with the Rights Issue. SRS Shareholders should consult their relevant approved banks regarding the terms and conditions governing such acceptances and applications, as well as the procedures that may be involved in relation to the above.

For renouncees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares represented by the provisional allotment of Rights Shares purchased must be done through the respective finance companies or Depository Agents, as the case may be. Such renouncees and Purchasers are advised to provide their respective finance companies or Depository Agents, as the case maybe, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances on their behalf by the Closing Date. Any acceptance of the Rights Shares made directly through CDP, Electronic Applications, the Share Registrar and/or the Company will be rejected.

IMPORTANT NOTICE

The existing Shares are listed and quoted on Catalist.

Persons wishing to subscribe for the Rights Shares offered by this Offer Information Statement should, before deciding whether to so subscribe, carefully read this Offer Information Statement in its entirety in order to make an informed assessment of the assets and liabilities, profits and losses, financial position, risk factors, performance and prospects of the Group, and the rights and liabilities attaching to the Rights Shares. They should make their own independent enquiries and investigations of any bases and assumptions upon which financial projections, if any, are made or based, and carefully consider this Offer Information Statement in light of their personal circumstances (including financial and taxation affairs). It is recommended that such persons seek professional advice from their stockbroker, bank manager, solicitor, accountant or other professional adviser before deciding whether to acquire the Rights Shares or invest in the Company.

No person has been authorised to give any information or to make any representations, other than those contained in this Offer Information Statement in connection with the Rights Issue and, if given or made, such information or representations must not be relied upon as having been authorised by the Company.

Save as expressly stated in this Offer Information Statement, nothing contained herein is, or may be relied upon as, a promise or representation as to the future performance or policies of the Group. Neither the delivery of this Offer Information Statement nor the issue of the Rights Shares shall, under any circumstances, constitute a continuing representation, or give rise to any implication, that there has been no change in the affairs of the Group, or any of the information contained herein since the date hereof. Where such changes occur after the date hereof and are material, or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement of the same to the SGX-ST and, if required, lodge a supplementary or replacement Offer Information Statement with the SGX-ST acting as agent on behalf of the Authority. All Entitled Shareholders and their renounees should take note of any such announcement and, upon the release of such announcement or lodgement of such supplementary or replacement document, as the case may be, shall be deemed to have notice of such changes.

Neither the Company nor the Sponsor is making any representation in this Offer Information Statement to any person regarding the legality of an investment in the Rights Shares and/or the Shares by such person under any investment or any other laws or regulations. No information in this Offer Information Statement should be considered to be business, financial, legal or tax advice. Each prospective investor should consult his own professional or other adviser for business, financial, legal or tax advice regarding an investment in the Rights Shares and/or the Shares.

The Sponsor makes no representation, warranty or recommendation whatsoever as to the merits of the Rights Issue, the Rights Shares, the Shares, the Company, the Group or any other matter related thereto or in connection therewith. Nothing in this Offer Information Statement or the accompanying documents shall be construed as a recommendation to accept or purchase the Rights Shares and/or the Shares. Prospective subscribers of the Rights Shares should rely on their investigation of the financial condition and affairs of the Company and the Group as well as their own appraisal and determination of the merits of investing in the Company and the Group and shall be deemed to have done so.

IMPORTANT NOTICE

This Offer Information Statement and its accompanying documents have been prepared solely for the purpose of the acceptance and subscription of the Rights Shares under the Rights Issue and may not be relied upon by any person other than Entitled Shareholders (and their renouncees and Purchasers) to whom it is despatched by the Company or for any other purpose.

This Offer Information Statement, the PAL, the ARE and the ARS, may not be used for the purpose of, and do not constitute an offer, invitation or solicitation to anyone in any jurisdiction or under any circumstances in which such offer, invitation or solicitation is unlawful or not authorised or to any person to whom it is unlawful to make such an offer, invitation or solicitation.

The distribution of this Offer Information Statement and/or its accompanying documents may be prohibited or restricted by law in certain jurisdictions under the relevant securities laws of those jurisdictions. Shareholders or any other person having possession of this Offer Information Statement and/or its accompanying documents are advised to inform themselves of and observe such prohibitions and restrictions at their own expense and without liability to the Company. Please refer to the section entitled “Eligibility of Shareholders to Participate in the Rights Issue” of this Offer Information Statement for further information.

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DEFINITIONS

For the purpose of this Offer Information Statement, the PAL, the ARE and the ARS, the following definitions apply throughout unless the context otherwise requires or unless otherwise stated:

- "9MFY2016"** : The nine months period ended 31 December 2015
- "9MFY2017"** : The nine months period ended 31 December 2016
- "Act" or "Companies Act"** : The Companies Act (Chapter 50) of Singapore, as amended, modified, or supplemented from time to time or re-enactment thereof for the time being in force
- "Announcement"** : The announcement released by the Company on 24 February 2017 in relation to the Rights Issue
- "ARE"** : Application and acceptance form for Rights Shares and excess Rights Shares to be issued to Entitled Depositors in respect of their provisional allotments of Rights Shares under the Rights Issue
- "ARS"** : Application and acceptance form for Rights Shares to be issued to purchasers of the provisional allotments of Rights Shares under the Rights Issue traded on Catalist through the book entry (scripless) settlement system
- "Associate"** : (a) In relation to any Director, the Chief Executive Officer of the Company, Substantial Shareholder or a Controlling Shareholder (being an individual) means:
- (i) his immediate family,
 - (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object, and
 - (iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more;
- (b) In relation to a Substantial Shareholder or a Controlling Shareholder (being a company) means any other company which is its Subsidiary or holding company or is a Subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more
- "ATM"** : Automated teller machine of a Participating Bank
- "Authority"** : The Monetary Authority of Singapore

DEFINITIONS

<i>“Books Closure Date”</i>	:	5:00 p.m. on 20 April 2017, being the time and date at and on which the Register of Members and the share transfer books of the Company will be closed to determine, in relation to the Entitled Shareholders, their provisional allotments of Rights Shares under the Rights Issue; and in the case of Entitled Depositors, at and on which their provisional allotments of Rights Shares under the Rights Issue will be determined
<i>“Board”</i>	:	The board of directors of the Company as at the date of this Offer Information Statement
<i>“Business Day”</i>	:	A day (other than a Saturday, Sunday or public holiday) on which banks, the SGX-ST, CDP and the Share Registrar are open for business in Singapore
<i>“CAG”</i>	:	Changi Airport Group (Singapore) Pte Ltd
<i>“Catalist”</i>	:	The Catalist Board of the SGX-ST
<i>“CDP”</i>	:	The Central Depository (Pte) Limited
<i>“Chin Kuan”</i>	:	Chin Kuan Engineering and Contractors Pte Ltd
<i>“Closing Date”</i>	:	(a) 5.00 p.m. on 11 May 2017, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance and/or excess application and payment, and renunciation and payment of the Rights Shares under the Rights Issue through CDP or the Share Registrar; or (b) 9.30 p.m. on 11 May 2017, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance and/or excess application and payment of the Rights Shares under the Rights Issue through an ATM of a Participating Bank
<i>“Code”</i>	:	The Singapore Code on Take-overs and Mergers, as amended, modified or supplemented from time to time
<i>“Company”</i>	:	Ley Choon Group Holdings Limited
<i>“Constitution”</i>	:	The constitution of the Company, as amended from time to time
<i>“Control”</i>	:	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of a company

DEFINITIONS

“Controlling Shareholders”	:	A person who: <ul style="list-style-type: none"> (a) holds directly or indirectly 15% or more of the nominal amount of all voting shares in the Company. The SGX-ST may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or (b) in fact exercises Control over the Company
“Council” or “SIC”	:	The Securities Industry Council of Singapore
“CPF”	:	Central Provident Fund
“CPF Board”	:	The board of the CPF established pursuant to the Central Provident Fund Act (Chapter 36) of Singapore
“CPF Funds”	:	Monies standing to the credit of the CPF savings account of CPF members under the CPFIS-OA
“CPFIS”	:	CPF Investment Scheme
“CPFIS-OA”	:	CPF Investment Scheme – Ordinary Account
“CPFIS Shareholders”	:	Shareholders who bought Shares under the CPFIS
“Debt Restructuring Agreement”	:	The debt restructuring agreement dated 23 September 2016 and made between (a) the Company and the other companies listed in Part I of Schedule 1 thereof, as debtors, (b) the financial institutions listed in Part II of Schedule 1 thereof, as super senior creditors, (c) the financial institutions listed in Part III of Schedule 1 thereof, as group 1 senior creditors, (d) the financial institutions listed in Part IV of Schedule 1 thereof, as group 2 senior creditors, (e) the financial institution listed in Part V of Schedule 1 thereof, as junior creditor, (f) the Ernst & Young Solutions LLP, as monitoring accountant and (g) the Madison Pacific Trust Limited, as security agent. Details of the Debt Restructuring Agreement are disclosed in the Company’s announcement dated 26 September 2016
“Directors”	:	Directors of the Company as at the date of this Offer Information Statement
“EGM”	:	Extraordinary General Meeting
“Electronic Application”	:	Acceptance of the Rights Shares and (if applicable) application for the excess Rights Shares made through an ATM of a Participating Bank in accordance with the terms and conditions of this Offer Information Statement and on the screens of the ATM of the Participating Bank

DEFINITIONS

<i>“Entitled Depositors”</i>	:	Shareholders with Shares standing to the credit of their Securities Account and whose registered addresses with CDP are in Singapore as at the Books Closure Date or who have registered addresses outside Singapore and provided CDP with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Books Closure Date
<i>“Entitled Scripholders”</i>	:	Shareholders whose (i) share certificates are not deposited with CDP, (ii) Shares are registered in their own names and (iii) registered addresses with the Share Registrar are in Singapore as at the Books Closure Date or who have registered addresses outside Singapore and provided the Share Registrar with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Books Closure Date, and persons who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date
<i>“Entitled Shareholders”</i>	:	Entitled Depositors and Entitled Scripholders
<i>“EPS”</i>	:	Earnings per share
<i>“Excess Applications”</i>	:	Applications by Entitled Shareholders of Rights Shares in excess of their provisional allotments of Rights Shares
<i>“Existing Share Capital”</i>	:	The existing issued and paid-up share capital of the Company of 592,406,996 Shares (excluding treasury shares) as at the Latest Practicable Date
<i>“Foreign Purchasers”</i>	:	Persons purchasing the provisional allotments of Rights Shares through the book-entry (scripless) settlement system whose registered addresses with CDP are outside Singapore
<i>“Foreign Shareholders”</i>	:	Shareholders with registered addresses outside Singapore and who have not, at least three (3) Market Days prior to the Books Closure Date, provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents
<i>“FY2013”</i>	:	Financial year ended 31 December 2013
<i>“FY2014”</i>	:	Financial year ended 31 December 2014
<i>“FY2016”</i>	:	Financial year ended 31 March 2016
<i>“Group”</i>	:	The Company and its Subsidiaries

DEFINITIONS

“Hiap Hoe”	:	Hiap Hoe Investment Pte. Ltd.
“Irrevocable Undertaking”	:	The undertaking given by the Undertaking Shareholder to the Company to, amongst others, subscribe for and/or procure the subscription of its <i>pro-rata</i> entitlement of the Rights Shares, if any, up to an aggregated maximum number of 296,379,500 Rights Shares
“Issue Price”	:	The issue price of the Rights Shares, being S\$0.015 for each Rights Share
		The Issue Price:
		(i) represents a discount of approximately 68.8% to the closing market price of S\$0.048 for trades done on Catalist on 23 February 2017 (being the last Market Day on which the Shares were transacted on Catalist prior to the release of the Announcement);
		(ii) represents a discount of approximately 53.1% to the theoretical ex-rights price of S\$0.032 per Share (calculated based on the closing market price of S\$0.048 for trades on Catalist on 23 February 2017); and
		(iii) a discount of approximately 69.4% to the closing price of S\$0.049 per Share for trades on Catalist on the Latest Practicable Date
“Jay Machinery”	:	Jay Machinery Pte. Ltd.
“JTC”	:	Jurong Town Corporation
“Latest Practicable Date”	:	17 April 2017, being the latest practicable date prior to the printing of this Offer Information Statement
“LC Yantai”	:	Ley Choon (Yantai) Eco-Green Construction Materials Ltd. 立堵(烟台)环保建材科技有限公司
“LCCE”	:	Ley Choon Constructions and Engineering Pte Ltd
“LCDPL”	:	Ley Choon Development Pte Ltd
“LC EWC”	:	Ley Choon EWC Sdn Bhd
“Listing Manual”	:	The Listing Manual Section B: Rules of Catalist issued by the SGX-ST, as may be amended, supplemented or revised from time to time
“LTA”	:	Land Transport Authority

DEFINITIONS

“Main Board”	:	The Main Board of the SGX-ST
“Market Day”	:	A day on which the SGX-ST is open for trading in securities
“Maximum Subscription Scenario”	:	Based on the Existing Share Capital and assuming that all of the Entitled Shareholders subscribe and pay for their <i>pro rata</i> entitlements of Rights Shares, the Company will issue 592,406,996 Rights Shares under the Rights Issue
“Minimum Subscription Scenario”	:	Based on the Existing Share Capital and assuming that none of the other Entitled Shareholders subscribes for their pro rata Rights Shares under the Rights Issue and the Undertaking Shareholder is required to subscribe for an aggregate of 296,379,500 Rights Shares, the Company will issue 296,379,500 Rights Shares under the Rights Issue
“MOM”	:	Ministry of Manpower
“MYE”	:	Man-year entitlement
“Multiform”	:	Multiform Developments & Construction Pte Ltd
“NAV”	:	Net Asset Value
“NEA”	:	National Environment Agency
“NTA”	:	Net tangible assets
“Offer Information Statement”	:	This offer information statement and, where the context admits, the PAL, the ARE, the ARS and all accompanying documents including any supplementary or replacement document which may be issued by the Company in connection with the Rights Issue
“PAL” or “Provisional Allotment Letter”	:	The provisional allotment letter issued to Entitled Scripholders, setting out the provisional allotments of Rights Shares under the Rights Issue of such Entitled Scripholders
“Pan Alliance”	:	Pan Alliance Technology International Pte. Ltd.
“Participating Banks”	:	DBS Bank Ltd (including POSB), Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited, and each of them a “Participating Bank”
“Pasir Panjang Property”	:	The development project at No. 241 Pasir Panjang Road, Singapore 118596
“PG”	:	PowerGas Limited

DEFINITIONS

“PRC”	:	The People’s Republic of China
“PUB”	:	Public Utilities Board
“Purchasers”	:	The purchasers of the provisional allotments of Rights Shares traded on Catalist under the book-entry (scripless) settlement system
“Record Date”	:	In relation to any dividends, rights, allotments or other distributions, the date as at the close of business (or such other time as may have been notified by the Company), on which Shareholders must be registered or the Securities Accounts of Shareholders must be credited with Shares, as the case may be, in order to participate in such dividends, rights, allotments or other distributions
“Register of Members”	:	Register of members of the Company
“Rights Issue”	:	The renounceable non-underwritten rights issue by the Company of up to 592,406,996 Rights Shares at an issue price of S\$0.015 for each Rights Share, on the basis of one (1) Rights Share for every one (1) existing Share held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
“Rights Shares”	:	Up to 592,406,996 new Shares to be allotted and issued by the Company pursuant to the Rights Issue, and each a “Rights Share”
“RTO”	:	The reverse take-over of Ultro Technologies Limited by LCCE as set out in the circular to the shareholders dated 21 June 2012
“Securities Account”	:	Securities account maintained by a Depositor with CDP but does not include a securities sub-account maintained with a Depository Agent
“SFA” or “Securities and Futures Act”	:	The Securities and Futures Act (Chapter 289) of Singapore, as amended, modified, or supplemented from time to time or re-enactment thereof for the time being in force
“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“SGXNET”	:	The SGXNET Corporate Announcement System, being a system network used by listed companies to send information and announcements to SGX-ST or any other system networks prescribed by SGX-ST
“Share Registrar”	:	RHT Corporate Advisory Pte. Ltd.

DEFINITIONS

“Shareholders”	:	Registered holders of Shares in the Register of Members of the Company or, where CDP is the registered holder, the term “Shareholders” shall, in relation to such Shares and where the context admits, mean the Depositors who have Shares entered against their names in the Depository Register. Any reference to Shares held by or shareholdings of Shareholders shall include Shares standing to the credit of their respective Securities Accounts
“Shares”	:	Ordinary shares in the capital of the Company
“Singapore”	:	The Republic of Singapore
“Sponsor”	:	RHT Capital Pte. Ltd.
“SRS”	:	Supplementary Retirement Scheme
“SRS Approved Banks”	:	Approved banks in which SRS Members hold their accounts under the SRS
“SRS Funds”	:	Monies standing to the credit of the SRS accounts of SRS Members under the SRS
“SRS Members”	:	Members under the SRS
“Subsidiary”	:	Has the meaning ascribed to it in section 5 of the Companies Act
“Substantial Shareholder”	:	A person who holds directly and/or indirectly 5% or more of the total issued share capital of the Company
“S\$” and “cents”	:	Singapore dollars and cents, respectively, the lawful currency of Singapore
“Teacly”	:	Teacly (S) Pte. Ltd.
“Undertaking Shareholder” or “Zheng Choon”	:	Zheng Choon Holding Pte. Ltd.
“Underground Utilities Infrastructure”	:	Water pipes, NEWater pipes, high pressure gas pipes, high voltage power cables, fibre optic cables and sewer pipeline rehabilitation
“Unit Share Market”	:	The unit share market of the SGX-ST which allows for the trading of odd lots in quantities less than the board lot size
“%” or “per cent.”	:	Percentage or per centum

DEFINITIONS

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them respectively in Section 81SF of the SFA.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall, where applicable, include corporations.

Any reference to the time of day in this Offer Information Statement, the PAL, the ARE or the ARS shall be a reference to Singapore time unless otherwise stated. Any reference to a date and/or time in this Offer Information Statement, the PAL, the ARE or the ARS in relation to the Rights Issue (including but not limited to the Closing Date and the last dates and times for splitting, acceptance and payment, renunciation and payment, and excess application and payment) shall include such other dates(s) and/or time(s) as may be announced from time to time by or on behalf of the Company.

Any reference in this Offer Information Statement, the PAL, the ARE or the ARS to any enactment is reference to that enactment for the time being amended or re-enacted. Any term defined under the Act, the SFA or the Listing Manual or such statutory modification thereof and used in this Offer Information Statement shall, where applicable, have the meaning ascribed to it under the Act, SFA, or the Listing Manual or such statutory modification thereof, as the case may be, unless otherwise provided.

All discrepancies in the figures included herein between the listed amounts and totals thereof are due to rounding. Accordingly, figures shown as totals in this Offer Information Statement may not be an arithmetic aggregation of the figures that precede them.

Any reference to “**we**”, “**us**” and “**our**” in this Offer Information Statement is a reference to the Group or any member of the Group as the context requires.

EXPECTED TIMETABLE OF KEY EVENTS

The important dates and times for the Rights Issue are as follows:

Shares trade ex-rights	:	18 April 2017 from 9.00 a.m.
Books Closure Date	:	20 April 2017 at 5:00 p.m.
Despatch of Offer Information Statement (together with the ARE or PAL, as the case may be) to the Entitled Shareholders	:	25 April 2017
Commencement of trading of “nil-paid” rights	:	25 April 2017 from 9.00 a.m.
Last date and time for splitting rights	:	4 May 2017 at 5.00 p.m.
Last date and time for trading of “nil-paid” rights	:	4 May 2017 at 5.00 p.m.
Last date and time for acceptance and payment of Rights Shares	:	11 May 2017 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 by renouncees	:	11 May 2017 at 5.00 p.m.
Last date and time for application and payment of excess Rights Shares	:	11 May 2017 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Expected date for issuance of Rights Shares	:	18 May 2017
Expected date for crediting of Rights Shares	:	19 May 2017
Expected date for refund of unsuccessful applications (if made through CDP)	:	19 May 2017
Expected date for listing and commencement of trading of Rights Shares	:	19 May 2017

Pursuant to Rule 820(1) of the Listing Manual, the Rights Issue will not be withdrawn after the Shares have commenced ex-Rights trading. Based on the above timetable, the Shares are expected to commence ex-Rights trading on 18 April 2017 from 9.00 a.m.

The above timetable is indicative only and is subject to change. As at the Latest Practicable Date, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the Sponsor, SGX-ST, and/or CDP, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

1. ENTITLED SHAREHOLDERS

Entitled Shareholders are entitled to participate in the Rights Issue and to receive this Offer Information Statement, together with the ARE or the PAL, as the case may be, and its accompanying documents at their respective Singapore addresses.

Entitled Depositors who do not receive this Offer Information Statement and the AREs may obtain them from CDP during the period up to the Closing Date. Entitled Scripholders who do not receive this Offer Information Statement and the PALs may obtain them from the Share Registrar during the period up to the Closing Date.

Entitled Shareholders will be provisionally allotted the Rights Shares on the basis of their shareholdings as at the Books Closure Date. Entitled Shareholders are at liberty to accept (in full or in part), decline, renounce or, in the case of Entitled Depositors only, trade on Catalist during the rights trading period prescribed by the SGX-ST, their provisional allotments of the Rights Shares and are eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue. For the avoidance of doubt, only Entitled Shareholders (and not the Purchasers or the renounees) shall be entitled to apply for additional Rights Shares in excess of their provisional allotments.

All dealings in, and transactions of, the provisional allotments of Rights Shares through Catalist will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs which are issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on Catalist.

Entitled Depositors should note that all correspondences and notices will be sent to their last registered addresses with CDP. Entitled Depositors are reminded that any request to CDP to update their records or effect any change in address must reach CDP not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days before the Books Closure Date.

Entitled Scripholders should note that all correspondences and notices will be sent to their last registered addresses with the Company. Entitled Scripholders are reminded that any request to the Company to update their records or effect any change in address must reach Ley Choon Group Holdings Limited, c/o RHT Corporate Advisory Pte. Ltd., 9 Raffles Place, #29-01 Republic Plaza Tower 1, Singapore 048619, not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days before the Books Closure Date. Entitled Scripholders may open Securities Accounts with CDP if they have not already done so and to deposit their share certificates with CDP prior to the Books Closure Date so that their Securities Accounts may be credited by CDP with their Shares and the Rights. Entitled Scripholders should note that their Securities Accounts will only be credited with the Shares on the twelfth (12th) Market Day from the date of lodgement of the share certificates with CDP or such later date subject to the completion of the lodgement process.

For SRS Members who have subscribed for or purchased Shares under the SRS, subject to applicable SRS rules and regulations, they must use SRS Funds to pay for the acceptance of their entitlements to the Rights Shares and (if applicable) Excess Applications.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

SRS Shareholders, who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares using SRS Funds, must instruct their respective SRS Approved Banks to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares on their behalf in accordance with this Offer Information Statement. SRS Shareholders who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their respective SRS Approved Banks before instructing their respective SRS Approved Banks to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares. SRS Members are advised to provide their respective SRS Approved Banks with the appropriate instructions no later than the deadlines set by their respective SRS Approved Banks in order for their respective SRS Approved Banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. **SRS Funds may not, however, be used for the purchase of the Rights Shares directly from the market. Any acceptance and/or application of the SRS Members to accept their provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares made directly through CDP, the Share Registrar, the Company and/or by way of an Electronic Application will be rejected.**

CPFIS Shareholders may use, subject to applicable CPF rules and regulations, their CPF Funds to pay for the Rights Shares. CPFIS Shareholders who have acquired the Shares using their respective CPF Funds under the CPFIS-OA, can only use their respective CPF Funds to pay for the Rights Shares. In the case of insufficient CPF funds or stock limit, the CPFIS Shareholders could top up cash into their respective approved banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares directly from the market. **CPF Funds cannot, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market.**

CPFIS Shareholders who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares using CPF Funds will need to instruct the respective approved banks, where such CPFIS Shareholders hold their CPF investment accounts, to accept their provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares on their behalf in accordance with this Offer Information Statement. CPFIS Shareholders are advised to provide their respective approved banks with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. **Any acceptance and/or application by CPFIS Shareholders to accept their provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares made directly through CDP, the Share Registrar, the Company and/or by way of an Electronic Application will be rejected.**

The Rights Shares which are not otherwise taken up or allotted for any reason shall be used to satisfy applications for excess Rights Shares (if any) as the Directors may, in their absolute discretion, deem fit.

In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and that Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board of Directors, and the Undertaking Shareholder will rank last in priority for the rounding of odd lots and allotment of excess Rights Shares. The Company will not make any allotment and issue of any excess Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

The procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of Rights Shares and the application for excess Rights Shares, including the different modes of acceptances or application and payment, are contained in Appendices A, B and C of this Offer Information Statement and in the PAL, the ARE and the ARS.

2. FOREIGN SHAREHOLDERS

This Offer Information Statement and its accompanying documents relating to the Rights Issue have not been and will not be lodged, registered or filed in any jurisdiction other than in Singapore. The distribution of the Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or unless relevant securities requirements, whether legal or administrative, are complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders.

Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of the Rights Shares has been made or will be made to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid.

The Offer Information Statement and its accompanying documents will also not be despatched to persons purchasing the provisional allotment of the Rights Shares through the book-entry (scripless) settlement system if their registered addresses with CDP are outside Singapore (the “**Foreign Purchasers**”). Foreign Purchasers who wish to accept the provisional allotments of the Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore. Further, any renouncee of an Entitled Scripholder, whose address as stated in the PAL is outside Singapore, will not be entitled to accept the provisional allotment of the Rights Shares renounced to him. The Company further reserves the right to reject any acceptances of the Rights Shares and/or any application for excess Rights Shares where it believes, or has reason to believe, that such acceptance or application may violate the applicable legislation of any jurisdiction.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders to be sold “**nil-paid**” on Catalist as soon as practicable after dealings in the provisional allotment of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred in relation thereto.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed among Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares standing to the credit of their respective Securities Accounts as at the Books Closure Date and sent to them at their own risk by ordinary post. If the amount of net proceeds distributable to any single Foreign Shareholder is less than S\$10.00, such net proceeds will be retained or dealt with as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, the Sponsor, the Share Registrar or CDP in connection therewith.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

Where such provisional allotments of Rights Shares are sold “**nil-paid**” on Catalist, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder shall have any claim whatsoever against the Company, the Sponsor, the Share Registrar or CDP in respect of such sales or proceeds thereof, such provisional allotments of Rights Shares or the Rights Shares represented by such provisional allotments.

If such provisional allotments of Rights Shares cannot be sold or are not sold on Catalist as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be used to satisfy excess applications or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company or CDP in connection therewith.

Shareholders should note that the special arrangements described above would apply only to Foreign Shareholders.

Notwithstanding the above, Shareholders and any other person having possession of this Offer Information Statement and its accompanying documents are advised to inform themselves of and to observe any legal requirements applicable thereto. No person in any territory outside Singapore receiving this Offer Information Statement and/or its accompanying documents may treat the same as an offer, invitation or solicitation to subscribe for any Rights Shares unless such offer, invitation or solicitation could lawfully be made without compliance with any registration or other legal requirements in those territories.

This Offer Information Statement and/or its accompanying documents are not intended for distribution outside of Singapore.

TRADING

Upon listing and quotation on Catalist, the Rights Shares, when issued, will be traded under the book entry (scripless) settlement system. All dealings in, and transactions (including transfers) of the Rights Shares, effected through Catalist and/or CDP shall be made in accordance with CDP's **"Terms and Conditions for Operation of Securities Accounts with CDP"**, the **"Terms and Conditions for CDP to act as Depository for the Rights Shares"**, as the same may be amended from time to time. Copies of the above are available from CDP.

To facilitate scripless trading, Entitled Scripholders and their renounees who wish to accept and (if applicable) apply for Rights Shares should open Securities Accounts with CDP in their own names if they do not already maintain such Securities Accounts in order that the number of Rights Shares and, if applicable, the excess Rights Shares that may be allotted to them may be credited by CDP into their Securities Accounts. Entitled Scripholders and their renounees who wish to accept and/or apply for the excess Rights Shares and have their Rights Shares credited by CDP into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their renounees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who have provided incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in the Securities Accounts currently maintained with CDP will be issued physical certificates for the Rights Shares allotted to them and if applicable, the excess Rights Shares allotted to them. Physical certificates, if issued, will be forwarded to them by ordinary post at their own risk but will not be valid for delivery pursuant to trades done on Catalist although they will continue to be *prima facie* evidence of legal title.

If an Entitled Scripholder's address stated in the PAL is different from the address registered with CDP, he must inform CDP of his updated address promptly, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with CDP.

A holder of physical Share certificate(s), or an Entitled Scripholder who has not deposited his share certificate(s) with CDP but wishes to trade on the SGX-ST, must deposit with CDP the share certificates, together with the duly executed instruments of transfer in favour of CDP, and have his Securities Account credited with the number of Rights Shares and/or existing Shares, as the case may be, before he can effect the desired trade.

Shareholders should note that most counters on the SGX-ST trade in lot sizes of 100 shares. Following the Rights Issue, Shareholders who hold odd lots of the Rights Shares, (i.e. less than 100 Shares) and who wish to trade in odd lots of Shares on Catalist should note that they are able to do so on the Unit Share Market. The market for trading of such odd lots of Shares may be illiquid. Such Entitled Depositors may start trading in their provisional allotments of Rights Shares as soon as dealings therein commence on Catalist. Shareholders who hold odd lots of the Rights Shares (i.e. less than 100 Shares) and who wish to trade in odd lots on Catalist should note that there is no assurance that they can acquire such number of Shares to make up one (1) board lot of 100 Shares, or to dispose of their odd lots (whether in part or in whole) on Catalist.

CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

All statements contained in this Offer Information Statement, statements made in press releases and oral statements that may be made by the Company or its officers, Directors or employees acting on its behalf, that are not statements of historical fact, constitute “**forward-looking statements**”. Some of these statements can be identified by words that have a bias towards the future or, are forward-looking such as “**anticipate**”, “**believe**”, “**could**”, “**estimate**”, “**expect**”, “**forecast**”, “**if**”, “**intend**”, “**may**”, “**plan**”, “**possible**”, “**probable**”, “**project**”, “**should**”, “**will**” and “**would**” or similar words. However, these words are not the exclusive means of identifying forward-looking statements. All statements regarding the Group’s expected financial position, business strategy, plans and future prospects of the Group’s industry are forward looking statements. These forward-looking statements, including statements as to the Group’s revenue and profitability, prospects, future plans and other matters discussed in this Offer Information Statement regarding matters that are not historical facts, are only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group’s actual, future results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

Given the risks and uncertainties that may cause the Group’s actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Information Statement, undue reliance must not be placed on these statements.

The Group’s actual results may differ materially from those anticipated in these forward-looking statements. Neither the Company nor any other person represents or warrants that the Group’s actual future results, performance or achievements will be discussed in those statements.

Further, the Company disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances for any reason, even if new information becomes available or other events occur in the future. However, the Company, if required, may lodge a supplementary or replacement document with the SGX-ST acting as agent on behalf of the Authority, in the event, *inter alia*, it becomes aware of a new circumstance that has arisen after the lodgement of this Offer Information Statement with the SGX-ST acting as agent on behalf of the Authority, that is material or is required to be disclosed by law and/or the SGX-ST. The Company is also subject to the provisions of the Listing Manual regarding corporate disclosure.

TAKE-OVER LIMITS

The Code regulates the acquisition of ordinary shares of public companies including the Company. Except with the consent of the Council, where:

- (i) any person acquires whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by parties acting in concert with him) carry 30% or more of the voting rights of the Company; or
- (ii) any person who, together with parties acting in concert with him, holds not less than 30% but not more than 50% of the voting rights in the Company and such person, or any party acting in concert with him, acquires in any period of six (6) months additional shares carrying more than 1% of the voting rights,

such person must extend a mandatory offer immediately for the remaining Shares in the Company in accordance with the provisions of the Code. In addition to such person, each of the principal members of the group of persons acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

Shareholders who are in doubt as to their obligations, if any, to make a mandatory general offer under the Code as a result of any acquisition of Rights Shares pursuant to the Rights Issue should consult the Council and/or their professional advisers immediately.

Depending on the level of subscription for the Rights Shares, the Company will, if necessary, scale down the subscription for the Rights Shares by any Shareholder to avoid placing the relevant Shareholder in the position of incurring a mandatory general offer obligation under the Code as a result of other Shareholders not taking up their Rights Shares entitlement fully.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART II – IDENTITY OF DIRECTORS, ADVISERS AND AGENTS

DIRECTORS

1. Provide the names and addresses of each of the directors or equivalent persons of the relevant entity.
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The names and addresses of each of the Directors are as follows:

Name	Address	Designation
Toh Choo Huat	c/o 3 Sungei Kadut Drive Singapore 729556	Executive Chairman and Chief Executive Officer
Dr Low Boon Hwee	c/o 3 Sungei Kadut Drive Singapore 729556	Executive Director and Group Technical Director
Ling Chung Yee Roy	c/o 3 Sungei Kadut Drive Singapore 729556	Lead Independent Director
Chia Soon Hin William	c/o 3 Sungei Kadut Drive Singapore 729556	Independent Director
Teo Ho Beng	c/o 3 Sungei Kadut Drive Singapore 729556	Non-Executive Director

ADVISERS

2. Provide the names and addresses of:

- (a) the issue manager to the offer, if any;
 - (b) the underwriter to the offer, if any; and
 - (c) the legal adviser for or in relation to the offer, if any.
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- (a) the issue manager to the Rights Issue, if any;

Nil. There is no issue manager.

- (b) the underwriter to the Rights Issue, if any; and

Nil. The Rights Issue is not underwritten.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

(c) the legal adviser for or in relation to the Rights Issue, if any.

Wong Tan & Molly Lim LLC
80 Robinson Road #17-02
Singapore 068898

REGISTRARS AND AGENTS

3. Provide the names and addresses of the relevant entity's registrars, transfer agents and receiving bankers for the securities being offered, where applicable.

Share Registrar and Share Transfer Office	: RHT Corporate Advisory Pte. Ltd. 9 Raffles Place, #29-01 Republic Plaza Tower 1 Singapore 048619
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Receiving Bank	: United Overseas Bank 80 Raffles Place UOB Plaza Singapore 048624
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Transfer Agent	: Not applicable.
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART III – OFFER STATISTICS AND TIMETABLE

OFFER STATISTICS

1. For each method of offer, state the number of the securities being offered.
-

Method of Offer	:	Renounceable and non-underwritten Rights Issue
Basis of Allotment	:	One (1) Rights Share for every one (1) existing Share held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
Number of Rights Shares	:	Up to 592,406,996 Rights Shares

METHOD AND TIMETABLE

2. Provide the information referred to in paragraphs 3 to 7 of this Part to the extent applicable to –
- (a) the offer procedure; and
 - (b) where there is more than one group of targeted potential investors and the offer procedure is different for each group, the offer procedure for each group of targeted potential investors.
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Noted. Please refer to Paragraphs 3 to 7 below of this Part III.

3. State the time at, date on, and period during which the offer will be kept open, and the name and address of the person to whom the purchase or subscription applications are to be submitted. If the exact time, date or period is not known on the date of lodgement of the offer information statement, describe the arrangements for announcing the definitive time, date or period. State the circumstances under which the offer period may be extended or shortened, and the duration by which the period may be extended or shortened. Describe the manner in which any extension or early closure of the offer period shall be made public.
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Please refer to the Section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement for details of the offer period of the Rights Issue.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

The procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of Rights Shares and the application for excess Rights Shares, including the different modes of acceptances or application and payment, are contained in Appendices A to D of this Offer Information Statement and in the PAL, the ARE and the ARS.

As at the Latest Practicable Date, the Company does not expect the timetable under the Section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement to be modified. However, the Company may, and with the approval of the SGX-ST, the Sponsor and/or CDP, modify the timetable, subject to any limitation under any applicable laws or regulations. In that event, the Company will publicly announce any modification to the timetable or the Closing Date, through a SGXNET announcement to be posted on the internet at the SGX-ST’s website at <http://www.sgx.com>.

4. State the method and time limit for paying up for the securities and, where payment is to be partial, the manner in which, and dates on which, amounts due are to be paid.

The Rights Shares and excess Rights Shares are payable in full upon acceptance and/or application. Details of the methods of payment for the Rights Shares and the excess Rights Shares are contained in Appendices A to D to this Offer Information Statement and in the PAL, the ARE and the ARS.

Please refer to the section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement for the last date and time for payment for the Rights Shares and, if applicable, excess Rights Shares.

5. State, where applicable, the methods of and time limits for –

- (a) the delivery of the documents evidencing title to the securities being offered (including temporary documents of title, if applicable) to subscribers or purchasers; and
 - (b) the book-entry transfers of securities being offered in favour of subscribers or purchasers.
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The Rights Shares will be provisionally allotted to the Entitled Shareholders on or about 24 April 2017 by crediting the provisional allotments into the Securities Accounts of the respective Entitled Depositors or through the despatch of the relevant PALs to the Entitled Scripholders, based on their respective shareholdings in the Company as at the Books Closure Date.

In the case of Entitled Scripholders and their renounees with valid acceptances and successful applications of excess Rights Shares and who have, *inter alia*, failed to furnish or furnished incorrect or invalid Securities Account numbers in the relevant form comprised in the PAL, share certificate(s) representing such number of Rights Shares will be sent to such Entitled Shareholders by ordinary post, at their own risk, to their mailing addresses in Singapore as maintained with the Share Registrar within ten (10) Market Days after the Closing Date.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

In the case of Entitled Depositors and Entitled Scripholders and their renouncees (who have furnished valid Securities Account numbers in the relevant form(s) comprised in the PAL) with valid acceptances for the Rights Shares and successful applications for excess Rights Shares, share certificate(s) representing such number of Rights Shares will be sent to CDP within ten (10) Market Days after the Closing Date and CDP will thereafter credit such number of Rights Shares to their relevant Securities Accounts. CDP will then send to the relevant subscribers, at their own risk, within fourteen (14) days, a notification letter stating the number of Rights Shares credited to their Securities Accounts.

Please refer to Appendices A to D of this Offer Information Statement and the ARE, the ARS and the PAL for further details.

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- 6. In the case of any pre-emptive rights to subscribe for or purchase the securities being offered, state the procedure for the exercise of any right of pre-emption, the negotiability of such rights and the treatment of such rights which are not exercised.**
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Not applicable. No pre-emptive rights have been offered.

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- 7. Provide a full description of the manner in which results of the allotment or allocation of the securities are to be made public and, where appropriate, the manner for refunding excess amounts paid by applicants (including whether interest will be paid).**
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Results of the Rights Issue

The Company will publicly announce the results of the allotment or the allocation of the Rights Shares, as soon as it is practicable after the Closing Date through a SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

Manner of Refund

Where any acceptance for the Rights Shares and/or application for excess Rights Shares is invalid or unsuccessful, the amount paid on acceptance or application, or the surplus application monies, as the case may be, will be refunded to the relevant applicant by CDP on behalf of the Company without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date by any one or a combination of the following:

- (a) where the acceptance and/or application had been made through Electronic Applications through an ATM, by crediting the relevant applicant's bank account with the relevant Participating Bank at the relevant applicant's own risk, the receipt by such bank being a good discharge to the Company and CDP of their obligations, if any, thereunder;

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

- (b) where the acceptance and/or application had been made through the Share Registrar, by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent by ordinary post at the relevant applicant's risk to the relevant applicant's mailing address as recorded with the Share Registrar; and/or
- (c) where the acceptance and/or application had been made through CDP, by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent by ordinary post at the relevant applicant's own risk to the relevant applicant's mailing address as maintained with CDP or the Company or in such other manner as they may have agreed with CDP for the payment of any cash distributions, as the case may be.

The details of refunding excess amounts paid by applicants are contained in Appendices A to D of this Offer Information Statement and in the PAL, ARE and the ARS.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART IV – KEY INFORMATION

USE OF PROCEEDS FROM OFFER AND EXPENSES INCURRED

1. In the same section, provide the information set out in paragraphs 2 to 7 of this Part.
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Please refer to Paragraphs 2 to 7 below of this Part IV.

2. **Disclose the estimated amount of the proceeds from the offer (net of the estimated amount of expenses incurred in connection with the offer) (referred to in this paragraph and paragraph 3 of this Part as the net proceeds). Where only a part of the net proceeds will go to the relevant entity, indicate the amount of the net proceeds that will be raised by the relevant entity. If none of the proceeds will go to the relevant entity, provide a statement of that fact.**
-

Based on the Existing Share Capital, the gross proceeds arising are approximately S\$8.8 million under the Maximum Subscription Scenario and S\$4.4 million under the Minimum Subscription Scenario.

The estimated expenses of the Rights Issue are expected to be S\$0.2 million. The aggregate payment for the subscription of the Undertaking Shareholder's pro-rata entitlement of the Rights Shares under the Rights Issue is to be satisfied partially by the offsetting of the outstanding amounts owed to the Undertaking Shareholder by the Company of approximately S\$3.4 million (the "**ZC Outstanding Loan**") pursuant to the loan agreement entered into between the same parties on 8 April 2015.

The estimated net proceeds (the "**Net Proceeds**") after deducting estimated expenses of S\$0.2 million are expected to be approximately S\$8.6 million under the Maximum Subscription Scenario and S\$4.2 million under the Minimum Subscription Scenario (before offsetting the ZC Outstanding Loan).

All of the Net Proceeds will go to the Company.

3. **Disclose how the net proceeds raised by the relevant entity from the offer will be allocated to each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the order of priority of such uses, as well as the amount and sources of other funds needed. Disclose also how the proceeds will be used pending their eventual utilisation for the proposed uses. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. Where the offer is not fully underwritten on a firm commitment basis, state the minimum amount which, in the reasonable opinion of the directors or equivalent persons of the relevant entity, must be raised by the offer of securities.**
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

The Company intends to use the entire Net Proceeds under the Maximum Subscription Scenario and the Minimum Subscription Scenario in accordance to the proportions set out below:

Use of Proceeds	Maximum Scenario (\$\$)		Minimum Scenario (\$\$)	
Offsetting the ZC Outstanding Loan	3,400,000	40%	3,400,000	81%
Funding new projects or investments when opportunities arise for business expansion	2,100,000	24%	300,000	7%
General working capital	3,100,000	36%	500,000	12%
Net proceeds arising from the Rights Issue	8,600,000		4,200,000	

Pending the deployment of the Net Proceeds, such proceeds may be deposited with banks and/or financial institutions, invested in short-term money market instruments and/or marketable securities, or used for any other purposes on a short-term basis as the Directors may deem appropriate in the interests of the Group.

The Company will make periodic announcements on the utilisation of the Net Proceeds as and when such proceeds are materially disbursed and will provide a status report on the use of the Net Proceeds in the Company's annual report(s). Where the proceeds have been used for working capital, the Company will also provide a breakdown with specific details on the use of proceeds for working capital in the announcements and status reports.

In the event that any part of the Company's proposed uses of the Net Proceeds does not materialise or proceed as planned, the Directors will carefully evaluate the situation and may reallocate the proceeds to other purposes and/or hold such funds on short-term deposits for as long as the Directors deem it to be in the interest of the Company and the Shareholders. Any change in the use of the Net Proceeds will be subject to the provisions of the Listing Manual and appropriate announcements will be made by the Company on SGXNET.

Based on the reasonable opinion of the Directors as at the date of this Offer Information Statement, there is no minimum amount which must be raised from the Rights Issue.

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4. **For each dollar of the proceeds from the offer that will be raised by the relevant entity, state the estimated amount that will be allocated to each principal intended use and the estimated amount that will be used to pay for expenses incurred in connection with the offer.**
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

Based on the intended use of Net Proceeds as set out in paragraph 3 of this Part, for each dollar of gross proceeds raised from the Rights Issue, the estimated amount that will be allocated for the intended use and to pay for costs and expenses incurred in relation to the Rights Issue are as follows:

For each dollar of gross proceeds raised	Maximum Subscription Scenario (\$)	Minimum Subscription Scenario (\$)
Working capital purposes	0.35	0.10
Estimated costs and expenses relating to the Rights Issue	0.03	0.06
Offset against the ZC Outstanding Loan	0.39	0.77
Funding new projects or investments when opportunities arise for business expansion	0.23	0.07

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5. **If any of the proceeds to be raised by the relevant entity will be used, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business, briefly describe the asset and state its purchase price. If the asset has been or will be acquired from an interested person of the relevant entity, identify the interested person and state how the cost to the relevant entity is or will be determined.**
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As at the Latest Practicable Date, there is no intention to use the Net Proceeds, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business. Nevertheless, in the event that an opportunity arises for the Company to acquire any specific asset which the Directors deem to be in the interest of the Company to acquire, the Company may, subject to approval of Shareholders being obtained if required by the Listing Manual, utilise part of the Net Proceeds to finance such acquisition.

6. **If any of the proceeds to be raised by the relevant entity will be used to finance or refinance the acquisition of another business, briefly describe the business and give information on the status of the acquisition.**
-

As at the Latest Practicable Date, there is no intention to use the Net Proceeds, directly or indirectly, to acquire or refinance the acquisition of another business other than in the ordinary course of business. Nevertheless, in the event that an opportunity arises for the Company to acquire any other business which the Directors deem to be in the interest of the Company to acquire, the Company may, subject to approval of Shareholders being obtained if required by the Listing Manual, utilise part of the Net Proceeds to finance such acquisition.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

7. If any material part of the proceeds to be raised by the relevant entity will be used to discharge, reduce or retire the indebtedness of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, of the group, describe the maturity of such indebtedness and, for indebtedness incurred within the past year, the uses to which the proceeds giving rise to such indebtedness were put.

As stated above at Paragraph 3, the Company will utilise approximately S\$3.4 million of the proceeds from the Rights Issue to offset the ZC Outstanding Loan which had been provided to the Company for the purposes of providing working capital for the business of the Group. The final maturity date of the ZC Outstanding Loan is 31 December 2017.

8. In the section containing the information referred to in paragraphs 2 to 7 of this Part or in an adjoining section, disclose the amount of discount or commission agreed upon between the underwriters or other placement or selling agents in relation to the offer and the person making the offer. If it is not possible to state the amount of discount or commission, the method by which it is to be determined must be explained.

In view of the Irrevocable Undertaking, the Rights Issue is not underwritten and no placement or selling agents have been appointed in relation to the Rights Issue.

However, some of the Participating Banks will be charging the Company a fee for providing Electronic Application services through their ATMs. In the case of Overseas-Chinese Banking Corporation, a lump sum service fee of S\$5,000 is payable by the Company. In the case of DBS Bank Ltd, a brokerage fee of 0.75% based on the final price of Rights Shares in respect of each successful acceptance or application effected through their ATMs subject to a fixed minimum fee of no less than S\$10,000 will be payable by the Company.

INFORMATION ON THE RELEVANT ENTITY

9. Provide the following information:

- (a) the address and telephone and facsimile numbers of the relevant entity's registered office and principal place of business (if different from those of its registered office);

Registered Office and Principal Place of Business

Address : 3 Sungei Kadut Drive Singapore 729556
Tel : (65) 6757 0900
Fax : (65) 6757 0100

- (b) the nature of the operations and principal activities of the relevant entity or, if it is the holding company or holding entity of a group, of the group; and
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

The Group focuses on the following two key business segments:

- (i) pipes and roads segment which comprises underground utilities infrastructure construction and maintenance, sewer pipeline rehabilitation and road and airfield construction and maintenance; and
- (ii) construction materials segment which comprises asphalt pre-mix production and construction waste recycling.

The other operations of the Group relate to general corporate activities and others.

As at the Latest Practicable Date, the subsidiaries and associated companies of the Company are as follows:

Name of Subsidiary	Country of incorporation	Principal activities	Ownership interest (%)
<u>Held by the Company</u>			
LCCE	Singapore	Non-building construction and manufacture of asphalt premix	100
Ley Choon (M) Sdn Bhd	Malaysia	Inactive	100
LC Yantai	PRC	Recycling of construction waste and development of eco-green construction products; and production and sale of asphalt concrete, dry mortar concrete, concrete block and sands	100
<u>Held by LCCE</u>			
Chin Kuan	Singapore	Mixed construction activities and civil engineering	100
Teacly	Singapore	Non-building construction, building cleaning and maintenance services	100
Multiform	Singapore	Road construction and mixed construction activities	100
<u>Held by Teacly</u>			
Pan Alliance	Singapore	Water and gas pipe-line and sewer construction	100

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

- (c) the general development of the business from the beginning of the period comprising the 3 most recent completed financial years to the latest practicable date, indicating any material change in the affairs of the relevant entity or the group, as the case may be, since –
- (i) the end of the most recent completed financial year for which financial statements of the relevant entity have been published; or
 - (ii) the end of any subsequent period covered by interim financial statements, if interim financial statements have been published;

The significant developments in the Group's business in chronological order from the beginning of the period comprising the three (3) most recent completed financial years to the Latest Practicable Date are set out below. The significant developments included in this section have been extracted from the related announcement released by the Company via SGXNET and the information presented herein is correct as at the date of each of the relevant announcements. Shareholders are advised to refer to the public announcements released by the Company on SGXNET for further details on these developments.

FY2013

On 17 January 2013, the Company announced that LCCE had successfully secured a contract worth approximately S\$16.2 million for sewer diversion works by LTA.

On 18 January 2013, the Company announced that Jay Machinery and/or its nominees, had not obtained the necessary approval from JTC and Jay Machinery was not able to exercise the Jay Machinery Option.

On 6 February 2013, the Company announced that Teacly had entered into a share purchase agreement with Liew Chee Kian and Ng Chee Seong, the other two shareholders of Pan Alliance, to acquire 150,000 issued ordinary shares in the capital of Pan Alliance for an aggregate cash consideration of S\$389,738.00 on the terms and subject to the conditions of the agreement. The sale shares represented the remaining 30.0% of the issued share capital of Pan Alliance that Teacly did not already own.

On 15 February 2013, the Company announced that the aforementioned acquisition had been completed, and as a result, the Company now holds directly 100% equity interest in Pan Alliance and Pan Alliance has become an indirect wholly-owned subsidiary of the Company.

On 18 February 2013, the Company announced that LCCE, had on 28 January 2013 entered into a conditional option to purchase with Teng Hong Holdings Pte Ltd and/or its nominees, for the sale of the whole of 61 Senoko Drive, Singapore 758238, at a purchase price of S\$14.18 million.

On 18 March 2013, the Company announced that the purchase of No. 241 Pasir Panjang Road, Singapore 118596 had been completed on 15 March 2013.

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On 18 April 2013, the Company announced that the Group had successfully secured contracts worth approximately S\$19.5 million for, *inter alia*, supply and installation of water service connections, watermain repairs and asphalt pavement works.

The Company announced on 17 July 2013 that its subsidiary in Negara Brunei Darussalam, Ley Choon EWC Sdn Bhd had successfully secured contracts worth approximately Brunei Dollar 29.6 million which are in respect of the construction of a flyover bridge at Jalan Gadong, Jalan Telanai, Negara Brunei Darussalam and for works involving the sewerage schemes at Berangan, Kianggeh and Subok, Negara Brunei Darussalam.

On 23 July 2013, the Company released a press release in relation to the commissioning of its second asphalt premix plant.

On 31 July 2013, the Company announced that LTA had awarded the following contracts worth approximately S\$63.9 million in total to LCCE:

- (a) a contract worth approximately S\$24.9 million in relation to the planned maintenance of roads, road related facilities and road structures in central sector; and
- (b) a contract worth approximately S\$39.0 million in relation to the planned maintenance of expressways, road related facilities and road structures.

On 31 July 2013, the Company also announced that it had on 31 July 2013 entered into separate subscription agreement with two investors, Hiap Hoe and Mr Teo Kian Huat (collectively, the “**Subscribers**”) pursuant to which the Subscribers will agree to subscribe for, in aggregate, up to 98,734,000 new ordinary shares in the issued and paid up capital of the Company (the “**Placement Shares**”) (the “**Placement**”), comprising:

- (a) 88,268,000 new ordinary shares by Hiap Hoe; and
- (b) 10,466,000 new ordinary shares to Mr Teo Kian Huat.

On 5 August 2013, the Company announced that Teacly had successfully secured a contract worth approximately S\$6.5 million for the supply, laying and diversion of ductile iron and/or steel watermain from PUB.

On 13 August 2013, the Company announced the receipt of the approval-in-principle from SGX-ST in relation to the Placement Shares and on 16 August 2013, the Company announced the completion of the Placement.

The Company announced on 24 September 2013 that the Group had secured the following contracts worth approximately S\$30.6 million in total:

- (a) a contract worth approximately S\$13.7 million for the laying and commissioning of gas transmission pipeline from Jalan Bahar to old Choa Chu Kang Road awarded by PowerGas Limited to LCCE;
- (b) a contract worth approximately S\$9.9 million for the laying and commissioning of gas transmission pipeline from Old Choa Chu Kang Road to Choa Chu Kang Way awarded by PowerGas Limited to Teacly;

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- (c) a contract worth approximately S\$2.2 million for the final premix surfacing, reinstatement and ancillary works at Tuas South Lane, Woodlands Close and Yishun Industrial Street awarded by JTC to LCCE; and
- (d) a subcontract agreement worth approximately S\$4.8 million entered into between LCCE and ILJIN Electric Co., Ltd, Singapore branch for the supply and installation of 66kV XLPE power cables, auxiliary cables and accessories, NDC 139 Route B and E.

On 30 September 2013, the Company announced the completion of the sale of 61 Senoko Drive Singapore 758238 at a sale price of S\$14,180,000.00.

On 23 December 2013, the Company announced that it had on 20 December 2013 entered into a non-legally binding term sheet with The Islamic Bank of Asia Limited for the proposed issue of convertible instruments worth approximately S\$15 million.

FY2014

On 2 January 2014, the Company announced the appointment of Dr Low Boon Hwee as an Executive Director with effect from 1 January 2014.

On 20 January 2014, the Company announced that Chin Kuan had successfully secured a contract worth approximately S\$7.0 million awarded by PUB. The aforementioned contract was for watermain repairs and other contract work for network services (East Division).

On 13 February 2014, the Company announced that the Company had on 13 February 2014 entered into a master murabaha facility agreement (the “**2014 Master Murabaha Facility Agreement**”) with The Islamic Bank of Asia Limited as the bank and the commodity agent (for the provision of a Singapore dollar murabaha facility (the “**Facility**”) in an aggregate amount of up to S\$15,000,000. The Company announced its receipt of the approval-in-principle from SGX-ST on 11 April 2014 and held the EGM in respect of the Facility on 7 May 2014. As announced on 7 May 2014, the Company announced that at the EGM held on 7 May 2014, all resolutions relating to matters as set out in the notice of EGM dated 22 April 2014 were duly passed.

On 28 February 2014, the Company announced the appointments of Mr Toh Kai Sheng, Adam and Mr Toh Kok Hean, Brayden as Executive Officers of the Company.

On 7 March 2014, the Company announced the cessation of Mr Toh Geok Boon as General Manager (Pipeline Operations) and Head of Tender Department of the Group with effect from 9 March 2014.

On 22 April 2014, the Company announced that the Group had successfully secured the following contracts which are worth approximately S\$7.3 million in total:

- (a) a contract for the supply and laying of NEWater and Industrial Water Mains awarded by PUB to Pan Alliance;
- (b) a contract for the supply and installation of Water Connection Works in east division for Zone E1 awarded by PUB to Chin Kuan; and

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

- (c) a contract for the supply and installation of Water Connection Works in west division for Zone W1 awarded by PUB to Chin Kuan.

On 3 June 2014, the Company announced that Teacly had secured a contract worth approximately S\$38.2 million awarded by the Ministry of Local Government and Provincial Councils Sri Lanka. The aforementioned contract was for the rehabilitation of selected 10km of sewer lines and assessment of 125km of sewer lines within Colombo Municipal Council Area.

On 9 June 2014, the Company announced that the Group had successfully secured the following contracts which are worth approximately S\$20.4 million in total:

- (a) a contract in relation to watermain repairs and other contract work for network services (west) division from 2014 to 2016 awarded by the PUB to LCCE;
- (b) a contract in relation to the supply, laying and diversion of 100mm to 1800mm diameter ductile iron and/or steel watermain from 2014 to 2016 awarded by PUB to LCCE;
- (c) a contract in relation to the maintenance and servicing of installations in water supply (network) from 2014 to 2016 awarded by PUB to Chin Kuan;
- (d) a contract in relation to the supply and laying of watermain in east division for Zone E2 from 2014 to 2016 awarded by PUB to Teacly; and
- (e) a contract in relation to the supply and laying of watermain in west division from 2014 to 2016 awarded by PUB to LCCE.

On 25 August 2014, the Company announced that the Group had successfully secured the following contracts which are worth approximately S\$14.5 million in total:

- (a) a contract for the trial trenching works for water projects awarded by PUB to Pan Alliance;
- (b) a contract for the supply and laying of watermain in east division for 2014 to 2016 for Zone E1 awarded by PUB to Pan Alliance; and
- (c) a contract for the gas transmission pipelines and facilities project works awarded by PowerGas Limited to Teacly.

On 8 September 2014, the Company announced that LCCE had secured a contract of approximately S\$16.8 million awarded by PowerGas Limited. The aforementioned contract was in respect of laying of gas transmission pipelines from Woodlands Avenue 10 to Senoko Road.

On 19 September 2014, the Company released a press release in relation to the official opening of its second asphalt recycling plant.

On 12 November 2014, the Company announced the cessation of Mr Lim Fan as the Chief Financial Officer of the Company and the appointment of Mr Ng Kok Peng as the Chief Financial Officer of the Company with effect from 12 November 2014.

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FY2016

On 2 January 2015, the Company announced the appointment of Mr Toh Kai Hock as Information Technology and Human Resources Director of the Group with effect from 1 January 2015.

On 13 February 2015, the Company announced the cessation of Mr Ng Kok Peng as the Chief Financial Officer of the Company with effect from 13 February 2015.

On 13 February 2015, the Company announced that Mr Toh Kai Sheng, Adam has been promoted from the Group's Head of Operational Information to the Group's Financial Controller.

On 21 May 2015, the Company announced that LCCE had secured a contract of approximately S\$25.0 million awarded by PUB. The aforementioned contract was in respect of the supply, laying and installation of water pipeline from Jalan Kampong Chantek to Dunearn Road.

On 2 June 2015, the Company announced that LCCE had on 31 May 2015 entered into a conditional sale and purchase agreement with Nur EWC Sdn. Bhd. ("**NUR EWC**") and Musa Bin Haji Adnin ("**MBHA**"), pursuant to which LCCE has agreed to sell, and NUR EWC and MBHA have agreed to purchase an aggregate of 255,000 ordinary shares in the issued and paid up share capital of LC EWC, representing 51.0% of the total number of issued shares in LC EWC, for an aggregate consideration of S\$486,570, upon the terms and subject to the conditions of the sale and purchase agreement. As the sale shares herein represent the entire interest of LCCE in LC EWC, LCCE has ceased to have any interest in LC EWC and LC EWC has ceased to be a subsidiary of the Company following the completion of the disposal herein.

On 18 June 2015, the Company announced that LCCE had been awarded a tender for a contract worth approximately S\$24.8 million by the Changi Airport Group (Singapore) Pte Ltd. The aforementioned contract was in respect of the resurfacing of taxiways at Singapore Changi Airport.

On 29 June 2015, the Company announced it was proposing to undertake a renounceable non-underwritten rights issue of up to 148,101,749 new ordinary shares of the Company, at an issue price of S\$0.040, for each rights share, on the basis of one (1) rights share for every four (4) existing ordinary shares of the Company held by the entitled shareholders as at the date and time to be determined by the Directors, at and on which the register of members and the transfer books of the Company will be closed to determine the provisional allotments of rights shares of the entitled shareholders under the rights issue, fractional entitlements to be disregarded.

On 16 July 2015, the Company announced the appointment of Mr Tan Kwang Hwee, William as the Chief Financial Officer of the Company with effect from 16 July 2015.

On 16 July 2015, the Company announced that the Group had engaged professional advisors to conduct a review of its business, overall financial position and commitments.

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On 6 August 2015, the Company announced the cessations of Mr Chow Wen Kwan, Mr Ang Miah Khiang and Mr Lee Gee Aik as Independent Directors of the Company with effect from 6 August 2015.

On 18 August 2015, the Company announced that the Group had successfully secured the following contracts which are worth approximately S\$6 million in total:

- (a) a contract for watermain repairs and other contract work for network services (west) division from 2015 to 2017 awarded by PUB to Pan Alliance; and
- (b) a contract for the supply and laying of watermains in east division for Zone E2 from 2015 to 2017 awarded by PUB to Chin Kuan.

On 28 September 2015, the Company announced the cessations of Mr Toh Swee Kim, Mr Toh Chew Leong and Mr Tan Teck Wei as Executive Directors of the Company and the appointments of Mr Chia Soon Hin William and Prof Ling Chung Yee Roy as Independent Directors of the Company and Mr Teo Ho Beng as Non-Executive Director of the Company with effect from 28 September 2015.

On 12 October 2015, the Company announced that Chin Kuan had secured a contract of approximately S\$2.5 million awarded by PUB. The aforementioned contract was in respect of the supply and laying of watermains in east division for Zone E1 from 2015 to 2017.

On 28 October 2015, the Company announced its intention to undertake the proposed transfer of the listing of the Company from the Main Board to the Catalist (the “**Proposed Transfer**”). On 18 December 2015, the Company announced that the SGX-ST had rejected the Company’s application for the Proposed Transfer.

On 22 December 2015, the Company announced the change of the Company’s financial year end from 31 December to 31 March.

On 4 January 2016, the Company announced that Chin Kuan had secured a contract of approximately S\$7 million awarded by PUB. The aforementioned contract was in respect of watermain repairs and other contract work in relation to network services (east) division from 2015 to 2017.

On 7 January 2016, the Company released the notice of EGM and circular in relation to the proposed change of auditors of the Company from KPMG LLP to Foo Kon Tan LLP. As announced on 22 January 2016, the Company announced that at the EGM held on 22 January 2016, the sole resolution relating to the proposed change of auditors of the Company was duly passed.

On 15 January 2016, the Company announced that Mr. Ling Chung Yee Roy had been appointed as the Lead Independent Director of the Company with effect from 15 January 2016.

On 3 February 2016, the Company announced that the SGX-ST had on 2 February 2016 approved the Company’s application for a 6-month extension to meet the minimum trading price requirement.

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On 11 February 2016, the Company announced that the Group had successfully secured the following contracts which are worth approximately S\$7.4 million in total:

- (a) a contract for the supply and installation of water connection works in west division for Zone W2 from 2016 to 2018 awarded by PUB to Chin Kuan;
- (b) a contract for the supply and laying of watermain in west division from 2016 to 2018 awarded by PUB to Chin Kuan; and
- (c) a contract for the supply and laying of NEWater mains for the eastern and western zones of Singapore awarded by PUB to Teacly.

1 April 2016 to the Latest Practicable Date

On 19 May 2016, the Company announced that LCCE had entered into a conditional sale and purchase agreement with Samwoh Premix Pte. Ltd. ("**Samwoh**"), pursuant to which LCCE had agreed to sell, and Samwoh had agreed to purchase, the property known as 55 Kranji Crescent, Singapore 728662 together with all plant and equipment situated thereon (the "**Proposed KC Disposal**").

On 31 May 2016, the Company announced that pursuant to a conditional option to purchase entered into between Teacly and Double-Trans Pte. Ltd. ("**Double-Trans**") and/or its nominees (the "**Option**"), Double-Trans had on 31 May 2016 exercised the Option. The Option relates to the sale of the whole of 4 Sungei Kadut Street 2, Singapore 729226 (the "**Proposed SK Disposal**").

On 3 June 2016, the Company announced that Teacly had secured a contract of approximately S\$2.8 million awarded by PUB. The aforementioned contract was in respect of maintenance and servicing of installations in water supply (network) from 2016 to 2018.

On 8 June 2016, the Company announced that the Group and its lenders had agreed on and signed a term sheet setting out the key terms of restructuring the debt obligations of the Group, which will subsequently be encapsulated in the Debt Restructuring Agreement. The material terms of the term sheet were disclosed in the said announcement.

On 13 June 2016, the Company announced that LCCE had secured a contract of approximately S\$33.6 million awarded by PUB. The aforementioned contract was in respect of the supply and laying of pipelines from AYE/Henderson Road to Keppel Road and Keppel Road to Maxwell Road/Shenton Way from 2016 to 2019.

On 5 August 2016, the Company announced that Chin Kuan had secured a contract of approximately S\$2 million awarded by PUB. The aforementioned contract was in respect of the supply and installation of water connection works in east division for zone E1 from 2016 to 2018.

On 19 August 2016, the Company announced that the Proposed SK Disposal was completed on 19 August 2016.

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On 23 August 2016, the Company announced that Teacly had secured a contract of approximately S\$35.3 million awarded by PUB. The aforementioned contract was in respect of the supply and installation of 2200mm diameter pipeline from Murnane Service Reservoir (MNSR) at Jalan Kampong Chantek to PIE/Rifle Range Road from 2016 to 2019.

On 1 September 2016, the Company announced that Mr Koh Tiam Teng Francis had been redesignated from an Executive Director to a Non-Executive Director of the Company with effect from 1 September 2016.

On 26 September 2016, the Company announced that LCCE had on 23 September 2016 entered into a sale and purchase agreement with TEE Land Limited ("**TEE Land**"), pursuant to which LCCE had agreed to sell and TEE Land had agreed to purchase the whole of the issued and paid-up capital of LCDPL (the "**Proposed LCDPL Disposal**").

On 26 September 2016, the Company announced that the Group and its lenders had entered into the Debt Restructuring Agreement encapsulating the key terms of restructuring the debt obligations of the Group. The material terms of the Debt Restructuring Agreement were disclosed in the said announcement.

On 4 October 2016, the Company announced that cessation of Mdm Seow Soon Kee as Group Admin Manager of the Company with effect from 22 September 2016.

On 10 October 2016, the Company announced that Chin Kuan had secured a contract of approximately S\$9.5 million awarded by PUB. The aforementioned contract was in respect of the supply and installation of 2200mm diameter pipeline from Murnane Service Reservoir (MNSR) at Jalan Kampong Chantek to PIE/Rifle Range Road from 2016 to 2019.

On 11 October 2016, the Company announced that pursuant to the Group's debt restructuring exercise, amendments were made to key terms of the 2014 Master Murabaha Facility Agreement and accordingly, the Company had on 11 October 2016 entered into master murabaha facility agreements 1, 2, 3 and 4 with The Islamic Bank of Asia Limited for the provision of Singapore dollar murabaha facilities in an aggregate amount of up to S\$15,975,000 (the "**2016 Master Murabaha Facility Agreements**"). The circular in relation to the 2016 Master Murabaha Facility Agreements has been released on SGXNET on 15 March 2017. The Company announced its receipt of listing and quotation notice for the conversion shares under the 2016 Master Murabaha Facility Agreements from SGX-ST on 15 March 2017 and held the EGM in respect of the 2016 Master Murabaha Facility Agreements on 31 March 2017. As announced on 31 March 2017, the Company announced that at the EGM held on 31 March 2017, all resolutions relating to the matters set out in the notice of EGM dated 16 March 2017 were duly passed.

On 14 October 2016, the Company announced that the Proposed KC Disposal was completed on 14 October 2016.

On 17 October 2016, the Company announced that Pan Alliance had secured a contract of approximately S\$3 million awarded by PUB. The aforementioned contract was in respect of the supply and laying of watermain in east division from 2016 to 2019.

On 31 October 2016, the Company announced that Chin Kuan had secured a contract of approximately S\$4.8 million awarded by PUB. The aforementioned contract was in respect of the replacement and network enhancement of watermain. On 15 November 2016, the

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Company announced its intention to make a re-application to the SGX-ST for the Proposed Transfer and on 18 January 2017, the Company announced the receipt of the approval-in-principle from SGX-ST in relation to the Proposed Transfer. On 17 February 2017, the Company announced that the Proposed Transfer will take effect from 22 February 2017.

On 17 November 2016, the Company announced that Teacly had secured a contract of approximately S\$2.7 million awarded by PUB. The aforementioned contract was in respect of the supply and laying of watermains.

On 30 November 2016, the Company announced that the Proposed LCDPL Disposal was completed on 30 November 2016.

On 16 December 2016, the Company announced the cessation of Mr Koh Tiam Teng Francis as Non-Executive Director of the Company with effect from 16 December 2016.

On 24 February 2017, the Company announced that the Company is proposing to undertake a renounceable non-underwritten rights issue.

On 28 February 2017, the Company announced its change of share registrar to RHT Corporate Advisory Pte. Ltd. with effect from 1 March 2017.

On 30 March 2017, the Company announced that it had obtained the listing and quotation notice of the SGX-ST for the listing and quotation of the Rights Shares on the Catalist.

On 31 March 2017, The Company announced the Group's interested person transaction with Zheng Choon relating to interest charges of approximately S\$186,000 charged by Zheng Choon on the ZC Outstanding Loan which exceeded the relevant threshold of 3% under Rule 905 of the Catalist Rules.

On 11 April 2017, the Company announced the Books Closure Date.

On 12 April 2017, the Company announced that Pan Alliance had secured two contracts worth approximately S\$2.88 million awarded by PUB. The aforementioned contracts were in respect of (i) trial trenching works for the deep tunnel sewerage system and (ii) supply and installation of water connection works.

Save as disclosed in this Offer Information Statement and in public announcements released by the Company, there has been no material change to the affairs of the Group during the period from 1 April 2016 to the Latest Practicable Date.

(d) the equity capital and the loan capital of the relevant entity as at the latest practicable date, showing –

(i) in the case of the equity capital, the issued capital; or

(ii) in the case of the loan capital, the total amount of the debentures issued and outstanding, together with the rate of interest payable thereon;

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As at the Latest Practicable Date, the Company's equity capital is as follows:

Issued and paid-up share capital	:	S\$137,335,214 divided into 592,406,996 Shares
Loan capital	:	Nil

(e) where –

- (i) the relevant entity is a corporation, the number of shares of the relevant entity owned by each substantial shareholder as at the latest practicable date; or
- (ii) the relevant entity is not a corporation, the amount of equity interests in the relevant entity owned by each substantial interest-holder as at the latest practicable date;

The interests of the Directors and Substantial Shareholders in the Shares, as at the Latest Practicable Date, as recorded in the Register of Directors' Shareholdings and the Register of Substantial Shareholdings are as follows:

	Direct Interest		Deemed Interest	
	Number of Shares	%	Number of Shares	%
Directors				
Toh Choo Huat ⁽¹⁾	397,000	0.067	296,379,500	50.030
Dr Low Boon Hwee	480,000	0.081	–	–
Teo Ho Beng	–	–	–	–
Ling Chung Yee Roy	–	–	–	–
Chia Soon Hin William	–	–	–	–
Substantial Shareholders (other than Directors)				
Zheng Choon Holding Pte Ltd	296,379,500	50.030	–	–
Toh Swee Kim ⁽²⁾	110,000	0.019	296,379,500	50.030
Toh Chew Leong ⁽³⁾	–	–	296,379,500	50.030
Toh Chew Chai ⁽⁴⁾	–	–	296,379,500	50.030
Hiap Hoe Investment Pte Ltd	88,268,000	14.900	–	–
Hiap Hoe Limited ⁽⁵⁾	–	–	88,268,000	14.900

Notes:

- (1) Mr Toh Choo Huat holds 27.2% of the shareholding in Zheng Choon Holding Pte Ltd. As such, Mr Toh Choo Huat is deemed to be interested in the Shares held by Zheng Choon Holding Pte Ltd.
- (2) Mr Toh Swee Kim holds 23.7% of the shareholding in Zheng Choon Holding Pte Ltd. As such, Mr Toh Swee Kim is deemed to be interested in the Shares held by Zheng Choon Holding Pte Ltd.
- (3) Mr Toh Chew Leong holds 25.4% of the shareholding in Zheng Choon Holding Pte Ltd. As such, Mr Toh Chew Leong is deemed to be interested in the Shares held by Zheng Choon Holding Pte Ltd.
- (4) Mr Toh Chew Chai holds 23.7% of the shareholding in Zheng Choon Holding Pte Ltd. As such, Mr Toh Chew Chai is deemed to be interested in the Shares held by Zheng Choon Holding Pte Ltd.
- (5) Hiap Hoe Investment Pte Ltd is 100% owned by Hiap Hoe Limited. As such, Hiap Hoe Limited is deemed to be interested in the Shares held by Hiap Hoe Investment Pte Ltd.

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- (f) any legal or arbitration proceedings, including those which are pending or known to be contemplated, which may have, or which have had in the 12 months immediately preceding the date of lodgment of the offer information statement, a material effect on the financial position or profitability of the relevant entity or, where the relevant entity is a holding company or holding entity of a group, of the group;**
-

As at the Latest Practicable Date, the Board is not aware of any legal or arbitration proceedings pending or threatened or known to be contemplated by or against the Group which might or which have had in the twelve (12) months immediately preceding the date of this Offer Information Statement, a material effect on the financial position or profitability of the Company or the Group taken as a whole or of any facts likely to give rise to such litigation or arbitration claim.

- (g) where any securities or equity interests of the relevant entity have been issued within the 12 months immediately preceding the latest practicable date –**

- (i) if the securities or equity interests have been issued for cash, state the prices at which the securities have been issued and the number of securities or equity interests issued at each price; or**
- (ii) if the securities or equity interests have been issued for services, state the nature and value of the services and give the name and address of the person who received the securities or equity interests; and**
-

- (i) No securities or equity interests of the Company have been issued for cash within the 12 months immediately preceding the Latest Practicable Date.**
- (ii) No securities or equity interests of the Company have been issued for services within the 12 months immediately preceding the Latest Practicable Date.**
-

- (h) a summary of each material contract, other than a contract entered into in the ordinary course of business, to which the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any member of the group is a party, for the period of 2 years immediately preceding the date of lodgement of the offer information statement, including the parties to the contract, the date and general nature of the contract, and the amount of any consideration passing to or from the relevant entity or any other member of the group, as the case may be.**
-

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Save as disclosed herein and below, neither the Company nor any of its subsidiaries have entered into any material contract (not being contracts entered into in the ordinary course of business carried on or intended to be carried on by the Company or any of its subsidiaries) during the two (2) years preceding the Latest Practicable Date:

- (a) the conditional sale and purchase agreement entered into between LCCE and Samwoh on 19 May 2016 pursuant to which LCCE had agreed to sell, and Samwoh had agreed to purchase, the property known as 55 Kranji Crescent, Singapore 728662 together with all plant and equipment situated thereon;
- (b) the conditional option to purchase entered into between Teacly and Double-Trans on 31 May 2016 for the sale of 4 Sungei Kadut Street 2, Singapore 729226.
- (c) the conditional sale and purchase agreement entered into between LCCE and TEE Land on 23 September 2016 pursuant to which LCCE had agreed to sell, and TEE Land had agreed to purchase, the whole of the issued and paid-up capital of LCDPL;
- (d) the debt restructuring agreement dated 23 September 2016 and made between (a) the Company and the other companies listed in Part I of Schedule 1 thereof, as debtors, (b) the financial institutions listed in Part II of Schedule 1 thereof, as super senior creditors, (c) the financial institutions listed in Part III of Schedule 1 thereof, as group 1 senior creditors, (d) the financial institutions listed in Part IV of Schedule 1 thereof, as group 2 senior creditors, (e) the financial institution listed in Part V of Schedule thereof, as junior creditor, (f) the Ernst & Young Solutions LLP, as monitoring accountant and (g) the Madison Pacific Trust Limited, as security agent;
- (e) the 2016 Master Murabaha Facility Agreements entered into between the Company as purchaser with The Islamic Bank of Asia Limited as the bank and the commodity agent on 11 October 2016 for the provision of murabaha facilities in an aggregate amount of up to S\$15,975,000;
- (f) the call option agreements dated 11 October 2016 and entered into between the Company, Zheng Choon and The Islamic Bank of Asia Limited pursuant to which The Islamic Bank of Asia Limited has granted Zheng Choon call options over the conversion shares in the Company to be allotted and issued to The Islamic Bank of Asia Limited in connection with the 2016 Master Murabaha Facility Agreements; and
- (g) in connection with the 2016 Master Murabaha Facility Agreements, the shareholders' undertakings dated 11 October 2016 and entered into between the Company, Zheng Choon, Mr Toh Choo Huat, Mr Toh Chew Leong, Mr Toh Swee Kim, Mr Toh Chew Chai (collectively, the **"Zheng Choon Shareholders"**) and The Islamic Bank of Asia Limited pursuant to which Zheng Choon has undertaken to own not less than thirty per cent (30.0%) of the issued share capital of the Company and the Zheng Choon Shareholders have undertaken to collectively own not less than ninety-six point eight per cent (96.8%) of the issued share capital of Zheng Choon in accordance with the terms of the shareholders' undertakings.

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PART V – OPERATING AND FINANCIAL REVIEW AND PROSPECTS

OPERATING RESULTS

1. Provide selected data from –

- (a) the audited income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, the audited consolidated income statement of the relevant entity or the audited combined income statement of the group, for each financial year (being one of the three (3) most recent completed financial years) for which that statement has been published; and
- (b) any interim income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any interim consolidated income statement of the relevant entity or interim combined income statement of the group, for any subsequent period for which that statement has been published.

The audited consolidated income statements of the Group for FY2013, FY2014, FY2016, and the unaudited income statements of the Group for 9MFY2016 and 9MFY2017 are as set out below:

	FY2013 (S\$'000)	Audited FY2014 (S\$'000)	FY2016 (S\$'000)	Unaudited 9MFY2016 (S\$'000)	9MFY2017 (S\$'000)
Continuing operations					
Revenue	134,188	131,528	109,121	60,640	86,199
Cost of sales	(109,915)	(144,095)	(131,563)	(82,670)	(68,129)
Gross profit/(loss)	24,273	(12,567)	(22,442)	(22,030)	18,070
Other income	14,485	3,500	4,240	2,494	13,974
Selling and distribution expenses	(769)	(700)	(713)	(509)	(709)
Administrative expenses	(16,058)	(17,429)	(24,570)	(14,771)	(13,649)
Other operating expenses	(806)	(10,127)	(10,738)	(304)	(79)
Finance costs	(4,508)	(5,247)	(8,738)	(3,303)	(2,950)
Profit/(loss) from continuing operations before taxation	16,617	(42,570)	(62,961)	(38,423)	14,657
Taxation	(2,101)	6,457	(418)	(735)	344
Profit/(loss) from continuing operations after taxation	14,516	(36,113)	(63,379)	(39,158)	15,001
Profit/(loss) from discontinued operation, net of tax	(194)	225	1	(7,385)	(947)
Profit/(loss) for the year/period	14,322	(35,888)	(63,378)	(46,543)	14,054

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		Audited		Unaudited	
	FY2013	FY2014	FY2016	9MFY2016	9MFY2017
	(S\$'000)	(S\$'000)	(S\$'000)	(S\$'000)	(S\$'000)
Other comprehensive income/(loss) after tax:					
Item that may be reclassified subsequently to profit or loss					
Currency translation differences	883	973	(1,060)	(38)	(123)
Other comprehensive income/(loss) for the year/period, net of tax	883	973	(1,060)	(38)	(123)
Total comprehensive income/(loss) for the year/period	15,205	(34,915)	(64,438)	(46,581)	13,931
Profit/(loss) attributable to:					
Owners of the Company					
– profit/(loss) from continuing operations, net of tax	14,516	(36,113)	(63,379)	(39,209)	15,001
– (loss)/profit from discontinued operation, net of tax	(172)	116	1	(7,385)	(947)
	14,344	(35,997)	(63,378)	(46,594)	14,054
Non-controlling interest					
– profit from continuing operations, net of tax	–	–	–	51	–
– (loss)/profit from discontinued operation, net of tax	(22)	109	–	–	–
	14,322	(35,888)	(63,378)	(46,543)	14,054
Total comprehensive income/(loss) attributable to:					
Owners of the Company					
– total comprehensive income/(loss) from continuing operations, net of tax	15,399	(35,140)	(64,439)	(39,247)	14,878
– total comprehensive (loss)/income from discontinued operation, net of tax	(172)	116	1	(7,385)	(947)
	15,227	(35,024)	(64,438)	(46,632)	13,931
Non-controlling interest					
– total comprehensive income from continuing operations, net of tax	–	–	–	51	–
– total comprehensive (loss)/income from discontinued operation, net of tax	(22)	109	–	–	–
	15,205	(34,915)	(64,438)	(46,581)	13,931

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2. The data referred to in paragraph 1 of this Part shall include the line items in the audited income statement, audited consolidated income statement, audited combined income statement, interim income statement, interim consolidated income statement or interim combined income statement, as the case may be, and shall in addition include the following items:
- (a) dividends declared per share in both the currency of the financial statements and the Singapore currency, including the formula used for any adjustment to dividends declared;
 - (b) earnings or loss per share; and
 - (c) earnings or loss per share, after any adjustment to reflect the sale of new securities.
-

Financial year/period	Audited			Unaudited	
	FY2013	FY2014	FY2016	9MFY2016	9MFY2017
Dividend per share (cents)	0.0025	–	–	–	–
EPS before the Rights Issue (cents)	2.70	(6.08)	(10.70)	(7.86)	2.37
EPS after adjusting for the Rights Issue under the Maximum Subscription Scenario	1.28	(3.04)	(5.35)	(3.93)	1.19
EPS after adjusting for the Rights Issue under the Minimum Subscription Scenario	1.73	(4.05)	(7.13)	(5.24)	1.58

Notes:

- (1) EPS has been computed based on the Group's profit/(loss) attributable to equity holders of the Company for the respective financial years and the weighted average number of Shares in issue of 531,002,564 Shares during FY2013 and 592,406,996 Shares during FY2014, FY2016, 9MFY2016, and 9MFY2017.
- (2) For calculation of EPS after the Rights Issue, it is assumed that:
 - (a) the number of Rights Shares is 592,406,996 new Shares under the Maximum Subscription Scenario and 296,379,500 new Shares under the Minimum Subscription Scenario; and
 - (b) the Rights Shares have been issued at the beginning of each financial year and no income/loss contribution from the proceeds of the Rights Issue has been taken into consideration, as the transaction costs will be charged to equity.

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3. In respect of –

- (a) each financial year (being one of the 3 most recent completed financial years) for which financial statements have been published; and
- (b) any subsequent period for which interim financial statements have been published,

provide information regarding any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the relevant entity or, if it is the holding company or holding entity of a group, of the group, and indicate the extent to which such profit or loss before tax of the relevant entity or the group, as the case may be, was so affected. Describe any other significant component of revenue or expenditure necessary to understand the profit or loss before tax for each of these financial periods.

A review of the operations, business and financial performance of the Group are set out below. Save as disclosed in this Offer Information Statement, the Directors are not aware of any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the Group.

9MFY2017 versus 9MFY2016

Revenue

Revenue increased by approximately S\$25.6 million or 42.1% to S\$86.2 million for 9MFY2017 compared to 9MFY2016 of S\$60.6 million. The variance was due mainly to the absence of revenue adjustments amounting to approximately S\$34.4 million which adversely impacted revenue in the prior period.

Gross profit/(loss)

Gross profit was S\$18.1 million or 21.0% of gross margin for 9MFY2017 compared to gross loss of approximately S\$22.0 million for 9MFY2016 due to the absence of adjustments in revenue as explained above.

Other income

Other income for 9MFY2017 increased by approximately S\$11.5 million or 460.3% to S\$14.0 million compared to 9MFY2016 due mainly to gain on disposals of 4 Sungei Kadut Street 2, Singapore 729226 and 55 Kranji Crescent, Singapore 728662.

Selling and distribution expenses

Selling and distribution expenses for 9MFY2017 increased by approximately S\$0.2 million or 39.3% to S\$0.7 million compared to 9MFY2016 due mainly to higher transport expenses.

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Administrative expenses

Administrative expenses for 9MFY2017 decreased by approximately S\$1.1 million or 7.6% to S\$13.6 million compared to 9MFY2016 due mainly to decreases in administrative staff costs and depreciation of property, plant and equipment, partially offset by the increase in professional fees in relation to the debt restructuring exercise.

Other operating expenses

Other operating expenses for 9MFY2017 decreased by approximately S\$0.2 million or 74.0% to S\$0.08 million compared to 9MFY2016 due mainly to reclassification of exchange gain arising from revaluation of foreign currency balances to other income.

Finance costs

Finance costs for 9MFY2017 decreased by approximately S\$0.4 million or 10.7% to S\$3.0 million compared to 9MFY2016 due mainly to reversal of interest overaccrued as well as reduction in borrowings.

Taxation

Income tax for 9MFY2017 amounted to a credit of S\$0.3 million, as compared to an expense of S\$0.7 million in prior period, due mainly to unutilized tax losses and unabsorbed capital allowance brought forward.

Profit/(loss) for the period

The Group reported a net profit after tax of S\$14.1 million for 9MFY2017 compared to a net loss after tax of S\$46.5 million for 9MFY2016 due to the various reasons as explained above.

FY2016 versus FY2014

As disclosed under Note 36 (Comparative information) of the Notes to the Financial Statements in the Company's annual report for FY2016, the Company had on 22 December 2015 announced the change of its financial year-end from 31 December to 31 March. Consequently, the FY2016 figures relate to the period from 1 January 2015 to 31 March 2016, while the FY2014 figures relate to the year ended 31 December 2014. Accordingly, the consolidated statement of profit or loss and comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and related notes to the financial statements for FY2016 are not comparable to those for the previous year.

FY2014 versus FY2013

Revenue

Revenue decreased by approximately S\$2.7 million or 2.0% to S\$131.5 million for FY2014 compared to S\$134.2 million for FY2013. The decrease was mainly attributable to adjustments in relation to certain projects during the year.

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Gross profit/(loss)

Gross profit decreased by approximately S\$36.8 million or 151.8% to a loss of S\$12.6 million for FY2014 compared to a profit of approximately S\$24.3 million for FY2013. The overall gross profit margin also decreased from approximately 18.1% for FY2013 to a gross loss margin of approximately 9.6% for FY2014. The decrease in gross profit is mainly attributable to the adjustments in revenue and also the additional costs provided for certain projects due to additional rectification work to be performed during the defect liability period.

Other income

Other income for FY2014 decreased by approximately S\$11.0 million or 75.8% to S\$3.5 million compared to FY2013 due mainly to the gain from the disposal of the office building at 61 Senoko Drive in FY2013.

Selling and distribution expenses

Selling and distribution expenses for FY2014 decreased by approximately S\$0.07 million or 9.0% to S\$0.7 million compared to FY2013 due mainly to lower entertainment and travelling expenses.

Administrative expenses

Administrative expenses for FY2014 increased by approximately S\$1.4 million or 8.5% to S\$17.4 million compared to FY2013 due mainly to increase in depreciation of the new office building, professional fees and staff related expenses.

Other operating expenses

Other operating expenses for FY2014 increased by approximately S\$9.3 million to S\$10.1 million compared to FY2013 due mainly to an impairment loss of S\$8.5 million on property, plant and equipment.

Finance costs

Finance costs for FY2014 increased by approximately S\$0.7 million or 16.4% to S\$5.3 million compared to FY2013 due mainly to higher borrowings during the period.

Taxation

Income tax for FY2014 was a credit of approximately S\$6.5 million compared to income tax expense of S\$2.1 million for FY2013. The income tax credit was due the reversal of over provision for income tax in prior years and reversal of deferred tax expense.

Profit/(loss) for the year

The Group reported a net loss after tax of S\$35.9 million for FY2014 compared to a net profit after tax of S\$14.3 million for FY2013. The net loss after tax was due to the various reasons as disclosed above.

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FINANCIAL POSITION

4. Provide selected data from the balance sheet of the relevant entity or, if it is the holding company or holding entity of a group, the group as at the end of –
- (a) the most recent completed financial year for which audited financial statements have been published; or
- (b) if interim financial statements have been published for any subsequent period, that period.

The audited consolidated statement of financial position of the Group as at 31 March 2016 as well as the unaudited consolidated statement of financial position of the Group as at 31 December 2016 is set out below:

	Audited As at 31 Mar 2016 (S\$'000)	Unaudited As at 31 Dec 2016 (S\$'000)
ASSETS		
Non-Current Assets		
Property, plant and equipment	65,005	61,414
Land use rights	3,253	3,191
Club membership	229	229
Deferred tax assets	890	869
	69,377	65,703
Current Assets		
Inventories	5,208	10,544
Development property	10,200	–
Contracts work in progress	24,993	20,119
Trade and other receivables	34,414	30,188
Other investments	11	43
Cash and bank balances	14,296	10,413
Fixed deposits	3,810	1,435
	92,932	72,742
Non-current assets classified as held for sale	7,654	–
	100,586	72,742
Total assets	169,963	138,445

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	Audited	Unaudited
	As at 31 Mar 2016	As at 31 Dec 2016
	(S\$'000)	(S\$'000)
EQUITY AND LIABILITIES		
Capital and Reserves		
Share capital	71,117	71,117
Accumulated losses	(65,726)	(51,672)
Other reserves	635	512
Total equity	6,026	19,957
Non-Current Liabilities		
Borrowings	3,927	62,563
	3,927	62,563
Current Liabilities		
Borrowings	106,805	12,637
Trade and other payables	50,764	41,047
Provisions	2,441	2,241
	160,010	55,925
Total liabilities	163,937	118,488
Total equity and liabilities	169,963	138,445

5. The data referred to in paragraph 4 of this Part shall include the line items in the audited or interim balance sheet of the relevant entity or the group, as the case may be, and shall in addition include the following items:
- (a) number of shares after any adjustment to reflect the sale of new securities;
 - (b) net assets or liabilities per share; and
 - (c) net assets or liabilities per share after any adjustment to reflect the sale of new securities.
-

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	Audited FY2016	Unaudited 9MFY2017
Before the Rights Issue		
NAV attributable to Shareholders (S\$'000)	6,026	19,957
Number of Shares before the Rights Issue	592,406,996	592,406,996
NAV per Share (cents)	1.02	3.37
After the Rights Issue (under the Maximum Subscription Scenario)		
NAV attributable to Shareholders (S\$'000)	6,026	19,957
Add: Net Proceeds from the Rights Issue (S\$'000)	8,652	8,652
Adjusted NAV after the Rights Issue (S\$'000)	14,678	28,609
Number of Shares after Rights Issue	1,184,813,992	1,184,813,992
Adjusted NAV per Share after the Rights Issue ⁽¹⁾ (cents)	1.24	2.41
After the Rights Issue (under the Minimum Subscription Scenario)		
NAV attributable to Shareholders (S\$'000)	6,026	19,957
Add: Net Proceeds from the Rights Issue (S\$'000)	4,211	4,211
Adjusted NAV after the Rights Issue (S\$'000)	10,237	24,168
Number of Shares after Rights Issue	888,786,496	888,786,496
Adjusted NAV per Share after the Rights Issue ⁽¹⁾ (cents)	1.15	2.72

Note:

- (1) The adjusted NAV per Share after the Rights Issue was calculated on the assumption that the Rights Shares were issued at the end of the respective financial period and added to the number of Shares in issue for the respective financial period.

LIQUIDITY AND CAPITAL RESOURCES

6. Provide an evaluation of the material sources and amounts of cash flows from operating, investing and financing activities in respect of –
- (a) the most recent completed financial year for which financial statements have been published; and
 - (b) if interim financial statements have been published for any subsequent period, that period.
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The cash flow statements of the Group for FY2016 (audited), 9MFY2016 (unaudited) and 9MFY2017 (unaudited) are set out below:

A review of the cash flow position of the Group for the relevant periods are set out below:

	Audited FY2016 (S\$'000)	Unaudited 9MFY2016 (S\$'000)	Unaudited 9MFY2017 (S\$'000)
Cash Flows from Operating Activities:			
(Loss)/profit before taxation from continuing operations	(62,961)	(38,423)	14,657
Profit/(loss) before taxation from discontinued operation	1	(7,385)	(947)
Total (loss)/profit before taxation	(62,960)	(45,808)	13,710
Adjustments for:			
Amortisation of land use rights	90	56	54
Bad debts written off	–	(32)	–
Depreciation of property, plant and equipment	15,698	9,393	7,619
Dividend income from other investments	(2)	(2)	(1)
Fair value loss/(gain) on other investments	36	36	(32)
(Gain)/loss on disposal of a subsidiary	(7)	(7)	45
Gain on disposal of non-current assets classified as held of sale	–	–	(11,356)
Gain on disposal of property, plant and equipment	(137)	(49)	(331)
Impairment losses on trade receivables	148	(13)	(28)
Interest expense	8,751	3,303	2,999
Interest income	(54)	(24)	(18)
Provision for foreseeable losses	517	–	–
Provision for legal claims and damages made/(reversed)	635	–	(122)
Provision for liquidated damages	(2,174)	(2,054)	–
Write-down on development property	8,496	7,367	957
Write-down on inventories	417	–	–
Operating (loss)/profit before working capital changes	(30,546)	(27,834)	13,496
Changes in inventories	1	(981)	(5,321)
Changes in contracts work in progress	64,534	43,919	4,976
Changes in trade and other receivables	(16,659)	(4,994)	4,245
Changes in trade and other payables	17,982	10,564	(13,173)
Cash generated from operations	35,312	20,674	4,223
Income taxes refunded	344	542	–
Net cash generated from operating activities	35,656	21,216	4,223

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	Audited FY2016 (S\$'000)	Unaudited 9MFY2016 (S\$'000)	Unaudited 9MFY2017 (S\$'000)
Cash Flows from Investing Activities:			
Additions to development property	(2,756)	(2,072)	899
Disposal of a subsidiary, net of cash disposed of	(1,476)	(1,476)	11,500
Dividends received from other investments	2	2	1
Interest received	54	24	18
Proceeds from disposal of non-current assets classified as held for sale	–	–	19,010
Proceeds from disposal of other investments	37	37	–
Proceeds from disposal of property, plant and equipment	3,485	3,212	1,022
Purchase of property, plant and equipment	(3,609)	(2,347)	(4,650)
Net cash (used in)/generated from investing activities	(4,263)	(2,620)	27,800
Cash Flows from Financing Activities:			
Amount due to joint operation partner (non-trade)	(1,905)	–	–
Cash restricted in use	(3,262)	(4,940)	3,262
Fixed deposits pledged with banks	3,376	(641)	2,374
Interest paid	(5,962)	(2,162)	(2,559)
Loan from controlling shareholders	3,118	609	–
Proceeds from bills payable	49,384	21,321	–
Proceeds from loans from financial institutions	14,858	13,343	1,250
Repayment of bills payable	(54,936)	(23,460)	(12,758)
Repayment of finance lease liabilities	(9,666)	(6,174)	(3,614)
Repayment of loans from financial institutions	(25,507)	(15,865)	(22,115)
Net cash used in financing activities	(30,502)	(17,969)	(34,160)
Net increase/(decrease) in cash and cash equivalents	891	627	(2,137)
Cash and cash equivalents at beginning of year/period	1,530	(1,835)	2,570
Exchange differences on translation of cash and cash equivalents at beginning of year/period	151	350	(8)
Cash and cash equivalents at end of year/period	2,572	(858)	425

9MFY2017

The Group's cash and cash equivalents recorded a surplus of S\$0.4 million as at 31 December 2016 compared to a deficit of S\$0.8 million as at 31 December 2015.

Net cash generated from operating activities

Net cash generated from operating activities was S\$4.2 million, comprising operating profit before working capital changes of S\$13.5 million, partially offset by net working capital outflow of S\$9.3 million.

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The net working capital outflow of S\$9.3 million was due mainly to the following:

- (a) decrease in trade and other payables of approximately S\$13.2 million due to more payment to the creditors;
- (b) increase in inventories of approximately S\$5.3 million due to more materials purchased for new projects; partially offset by
- (c) decrease in contracts work in progress of approximately S\$5.0 million due to increased billings; as well as
- (d) decrease in trade and other receivables of approximately S\$4.2 million due to more collection from customers.

Net cash generated from investing activities

Net cash generated from investing activities of approximately S\$27.8 million was due mainly to sales proceed from disposal of non-current assets classified as held for sale of approximately S\$19.0 million and disposal of a subsidiary of approximately S\$11.5 million, partially offset by purchase of property, plant and equipment of S\$4.7 million.

Net cash used in financing activities

Net cash used in financing activities of approximately S\$34.2 million was due mainly to repayment of loans from financial institutions, bills payable, finance lease liabilities and interest paid amounting to approximately S\$41.0 million, which was partially offset by proceeds from loans from financial institutions, cash restricted in use and fixed deposits amounting to approximately S\$6.9 million.

FY2016

The Group's cash and cash equivalents was a surplus of S\$2.6 million as at 31 March 2016.

Net cash generated from operating activities

Net cash generated from operating activities was S\$35.7 million, comprising cash used in operating activities before working capital changes of S\$30.5 million, net working capital inflow of S\$65.9 million and net income tax refund of S\$0.3 million.

The net working capital inflow of S\$65.9 million was due mainly to the following:

- (a) decrease in contract work in progress of approximately S\$64.5 million due to work being completed and the following:
 - (i) disagreement on certain scope of works for some completed projects by the customers; and
 - (ii) additional costs provided to complete certain on-going projects;
- (b) increase in trade and other payables of approximately S\$18.0 million mainly due to less payment to the creditors during the period; and partially offset by;
- (c) increase in trade and other receivables of approximately S\$16.7 million mainly due to increase in billings for projects.

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Net cash used in investing activities

Net cash used in investing activities of approximately S\$4.3 million was due mainly to effect of disposal of subsidiary in Brunei and additional development cost for the Pasir Panjang Property.

Net cash used in financing activities

Net cash used in financing activities of approximately S\$30.5 million was due mainly to repayment of bank borrowings, bills payable, finance lease liabilities and interest amounting to approximately S\$96.1 million and was offset by the proceed from bank borrowings and bills payable amounting to approximately S\$64.2 million and loan from controlling shareholder of approximately S\$3.1 million.

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- 7. Provide a statement by the directors or equivalent persons of the relevant entity as to whether, in their reasonable opinion, the working capital available to the relevant entity or, if it is the holding company or holding entity of a group, to the group, as at the date of lodgement of the offer information statement, is sufficient for present requirements and, if insufficient, how the additional working capital considered by the directors or equivalent persons to be necessary is proposed to be provided.**
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As at the date of this Offer Information Statement, the Directors are of the reasonable opinion that, barring unforeseen circumstances and after taking into consideration the Group's internal resources, operating cash flow, present banking facilities, the Debt Restructuring Agreement and the Net Proceeds of the Rights Issue, the working capital available to the Group is sufficient to meet its present requirements.

- 8. If the relevant entity or any other entity in the group is in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect the relevant entity's financial position and results or business operations, or the investments by holders of securities in the relevant entity, provide –**
- (a) a statement of that fact;**
 - (b) details of the credit arrangement or bank loan; and**
 - (c) any action taken or to be taken by the relevant entity or other entity in the group, as the case may be, to rectify the situation (including the status of any restructuring negotiations or agreement, if applicable).**
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To the best of the Directors' knowledge at the Latest Practicable Date and taking into consideration the Debt Restructuring Agreement, the Directors are not aware of any breach by any entity in the Group of any terms and conditions or covenants associated with any credit arrangement or bank loan, which could materially affect the Group's financial position and results or business operations, or the investments by holders of securities in the Company.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

TREND INFORMATION AND PROFIT FORECAST OR PROFIT ESTIMATE

9. Discuss, for at least the current financial year, the business and financial prospects of the relevant entity or, if it is the holding company or holding entity of a group, the group, as well as any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in the offer information statement to be not necessarily indicative of the future operating results or financial condition. If there are no such trends, uncertainties, demands, commitments or events, provide an appropriate statement to that effect.
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The discussion on the business and financial prospects for the Group as set out herein may contain forward-looking statements, and are subject to certain risks. Please refer to the Section entitled “Cautionary Note on Forward-Looking Statements” of this Offer Information Statement for further details.

Save as disclosed in the Company’s latest financial statements for FY2016 and 9MFY2017, the public announcements made by the Company via SGXNET, this Offer Information Statement, and to the best of the Directors’ knowledge and belief, the Directors are not aware of any known trends, uncertainties, demands, commitments or events, that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in this Offer Information Statement to be not necessarily indicative of the future operating results or financial condition of the Group.

Business and Financial Prospects

As disclosed in the the Company’s third quarter financial statement and dividend announcement for the financial year ending 31 March 2017 (“**FY2017**”) released on 13 February 2017, the Building and Construction Authority (“**BCA**”) projects the total construction demand or the value of construction contracts to be awarded this year to reach between S\$28.0 billion and S\$35.0 billion, higher than the preliminary estimate of S\$26.1 billion last year. The projected stronger construction demand is due to an anticipated increase in public sector construction demand from about S\$15.8 billion last year to between S\$20.0 billion and S\$24.0 billion this year. The public sector is expected to contribute about 70% of the total construction demand. BCA estimates public sector construction demand to be between S\$18.0 billion to S\$23.0 billion per annum from 2018 to 2021, supported by various upcoming mega infrastructure projects such as the Jurong Regional Line, Cross Island Line, and various infrastructure developments for Changi Airport Terminal 5.⁽¹⁾

In view of the strong demand from public sector on infrastructure projects, the Group will continue to tender for more projects to strengthen its order book. The Group’s unfulfilled order book stands at approximately S\$157 million as at the end of the third quarter of FY2017.

Note:

- (1) The above information was extracted from the press release entitled “Public sector construction demand is expected to increase this year” dated 6 January 2017 and published on BCA’s website: https://www.bca.gov.sg/newsroom/others/PR_Prospects2017.pdf

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We have not sought the consent of BCA; nor has BCA provided its consent to the inclusion of the relevant information extracted from the relevant publication, press release or website and disclaimed any responsibility in relation to reliance on these statistics and information. As BCA has not consented to the inclusion of the above information in this Offer Information Statement, it is therefore not liable for the relevant information. While reasonable actions have been taken by the Directors to ensure that the relevant statements from the relevant information are produced in their proper form and context, and the information is extracted accurately and fairly from the relevant publication, press release or website, the Company and the Directors have not conducted independent reviews of information contained in the BCA's website and have not verified the accuracy of the contents of the relevant statements.

Risk Factors

To the best of the Directors' knowledge and belief as at the Latest Practicable Date, all the risk factors that are material to Shareholders and prospective investors in making an informed judgment on the Rights Issue (save for those which have already been disclosed to the general public) are set out below. The risks described below are not intended to be exhaustive. In addition to the risks described below, the Group could be affected by risks relating to the industry and countries in which the Group operates as well as economic, business, market and political risks. In addition, there may be additional risks not presently known to the Group, or that the Group currently deems immaterial, but which could affect its operations. If any of the following considerations and uncertainties develops into actual events, the business, results of operations, financial condition and prospects of the Group could be materially and adversely affected. In that event, the trading price of the Shares and/or the Rights Shares could decline, and investors may lose all or part of their investment in the Shares and/or the Rights Shares.

Prospective investors should carefully consider and evaluate these terms and conditions and all other information contained in this Offer Information Statement before deciding whether to invest in the Shares and/or the Rights Shares.

(a) Risks Relating to the Shares

The Company's Share price may be volatile

The market price for the Shares may be highly volatile and can fluctuate significantly and rapidly in response to, *inter alia*, the following factors, some of which are beyond the Company's control, namely (i) variations in the Group's operating results; (ii) changes in securities analysts' recommendations, perceptions or estimates of the Group's financial performance; (iii) success or failure of the Company's management team in implementing business and growth strategies; (iv) gain or loss of an important business relationship; (v) additions or departures of key personnel; (vi) fluctuations in stock market prices and volume; (vii) involvement in litigation and (viii) general economic, stock and credit market conditions.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

In the event a Shareholder is unable or unwilling to participate in the fund-raising exercises of the Company, he may suffer potential dilution in his investment.

In the event that Shareholders do not or are not able to accept their provisional allotment of Rights Shares, their proportionate ownership of the Company will be reduced after the completion of the Rights Issue and they may also experience a dilution in the value of their Shares. Even if a Shareholder sells his nil-paid entitlements, the consideration he receives may not be sufficient to compensate him fully for the dilution of his ownership of the Company as a result of the Rights Issue.

In addition, the Group's working capital requirements, financing plans and capital expenditure needs may vary from those presently expected. If the Group does not meet its goals with respect to revenues, or if costs are higher than anticipated or if there are changes to its current financing plans, substantial additional funds may be required. To the extent that funds generated from operations have been exhausted, the Group may have to raise additional funds to meet new financial requirements. These additional funds may be raised by way of a placement or by further rights offering (which would be subjected to Shareholders' approval if necessary) or through the issuance of new Shares.

In all such events, if any Shareholder is unable or unwilling to participate in such fund raising, such Shareholder may suffer a dilution in his investment.

Further, the Company has obtained Shareholders' approval for the proposed issue of up to 230,450,114 conversion shares in the capital of the Company pursuant to the conversion rights granted to The Islamic Bank of Asia Limited under the 2016 Master Murabaha Facility Agreements. In the event that The Islamic Bank of Asia Limited exercises the conversion rights, Shareholders may suffer a dilution in their investments. Further details on the proposed issue of the conversion shares have been set out in the Company's circular released on SGXNET on 15 March 2017.

An active trading market in the "nil-paid" rights may not develop

There is no certainty that an active trading market for the "nil-paid" rights on the SGX-ST will develop during the trading period for such nil-paid entitlements. Even if an active market develops, the trading price for the "nil-paid" rights, which depends on the trading price of the shares, may be volatile.

Liquidity of the Shares

Active and liquid trading for securities generally result in lower volatilities in price and more efficient execution of buy and sell orders for investors. Generally, the liquidity of the market for a particular share is dependent on, amongst others, the size of the free float, the price of each board lot, institutional interests, and the business prospects of the Group as well as the prevailing market sentiment. There is no assurance that there will be an active trading market for the Shares subsequent to the Rights Issue and even if there is, there is no assurance that an active trading market for the Shares will be sustained.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

Negative publicity may adversely affect the price of the Shares

Any negative publicity or announcement, whether justifiable or not, relating to the Group or any of its Associates or existing or future joint venture partners may adversely affect the price of the Shares. Such negative publicity or announcement may include involvement in insolvency proceedings, litigation suits and/or failed attempts in joint ventures or takeovers.

Shareholders need to act promptly and follow proper procedures, otherwise their acceptance and/or excess application and payment may be rejected and their provisional allotments of Rights Shares may expire without value and without any compensation

Shareholders who wish to accept the Rights Shares and (if applicable) apply for Excess Rights Shares under the Rights Issue must act promptly to ensure that all required forms, letters and payments are received by the relevant agents prior to the respective expiration dates and times. Failure to complete and sign the required acceptance forms or letters, the sending of an incorrect payment amount, or otherwise failure to follow the procedures that apply to a Shareholder's desired transaction may lead to rejection of all or part of the Shareholder's acceptance and/or excess application and payment, and their provisional allotments of Rights Shares will expire without value and without any compensation.

The Company, the Share Registrar and CDP do not undertake to contact the Shareholder concerning, or attempt to correct, an incomplete or incorrect acceptance form, letter or payment.

The Company has sole discretion to determine whether an acceptance and/or excess application and payment follows the proper procedures. Shareholders who hold Shares through a securities sub-account, brokerage account or other similar custodial account with a Depository Agent, broker, custodian or nominee other than CDP are urged to consult their Depository Agent, broker, custodian or nominee without delay regarding the proper procedures that they need to follow.

(b) Risks relating to the Group

The nature of our operations outside Singapore could subject us to certain risks which we would not encounter if our business operations were limited to a single country

There are risks inherent in doing business overseas. Our business, earnings, asset values and prospects may be materially and adversely affected by developments with respect to inflation, interest rates, currency fluctuations, government policies, price and wage controls, exchange control regulations, taxation, expropriation, social instability and other political, legal, economic or diplomatic developments in or affecting the countries in which we operate. We have no control over such conditions and developments and can provide no assurance that such conditions and developments will not have a material adverse effect on our operations.

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The Group may not be able to implement its business strategy and future plans effectively

There is no assurance that the Group will be able to or continue to implement its business strategy effectively. Further, the implementation of the Group's strategy relies on, amongst others, the following factors:

- (a) maintaining the Group's competitive edge;
- (b) focusing on the Group's core competencies;
- (c) continuing to build upon the Group's technical expertise; and
- (d) conducive and facilitative regulatory environment.

There is no assurance that the Group will be able to accomplish any of the above objectives properly or effectively. If the Group fails to implement its business strategies successfully, the Group's prospects and competitive edge may be adversely affected. Further, the Group intends to implement certain plans in keeping with its business strategies. There is no guarantee that the Group would be able to implement any of these plans successfully, if at all. If the Group is unable to carry out its future plans, its business may be adversely affected. In addition, the implementation of the Group's future plans involves uncertainties and the Group could suffer material losses (financial or otherwise) if it is unable to implement its plans successfully.

The Group is reliant on its key management and executives and its ability to attract and retain other qualified personnel

The Group's success to date has been largely dependent on the efforts and contributions of its key management and executives. The Group's continued success is dependent, to a large extent, on its ability to retain the services of its key management and executives and its ability to continue to attract, retain and motivate other qualified personnel. The loss of its key management who have invaluable experience and expertise in its business and who have well-established relationships with the Group's customers without suitable replacement may have a material adverse impact on its operations and competitiveness. Currently, the Group does not have any key man insurance coverage for its key personnel.

Fire or calamities at facilities

A fire or other calamity at one of our facilities could materially and adversely affect our business. A fire or other calamity resulting in significant damage at any of our facilities would have a material adverse effect on our business, financial condition and results of operations. While we maintain insurance policies covering losses, including losses due to fire, which we consider to be adequate, we cannot assure you that it will be sufficient to cover all of our potential losses. Our insurance policies cover our buildings, equipment and inventory. We do not maintain business interruption insurance and therefore there could be a significant loss of revenue if one of our facilities is damaged by an unforeseen event, even if the physical damage to our facility caused by that event is insured.

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The Group is subject to the credit risks of its customers

The Group is subject to the credit risks of its customers. The Group's ability to receive payment promptly is dependent on the creditworthiness of its customers and their ability to honour the repayment terms contained in the Group's contracts. There is no assurance that the Group will be able to collect all or any part of its trade receivables within the credit terms stipulated in its contracts. In the event that the Group's customers default on their payments, its cash flow and financial performance may be adversely affected.

The Group may be affected by changes in any environmental laws and regulations applicable to its industry

The Group's operations are subject to local environmental laws and regulations. Such laws and regulations may change from time to time and are subject to interpretation by the authorities. The compliance with such new laws, regulations and interpretations by the relevant regulatory authorities may increase the Group's costs. Any significant increase in compliance costs with new laws or regulations or the change in interpretation thereof may adversely affect the Group's financial performance.

The Group may be exposed to foreign exchange risk

The Group's purchases, revenue and a large portion of its operating costs are mainly denominated in S\$. Any significant unfavourable fluctuation of the foreign currencies against the Company's functional currency being the S\$ may have an adverse effect on its operating results.

To the extent that the Group's revenue, purchases and operating costs are not naturally matched in the same currency and there are timing differences between collections and payments, the Group will be exposed to any adverse fluctuation in the exchange rates between the various foreign currencies and S\$, which is the Group's reporting currency. Any restrictions over the conversion or timing of conversion of foreign currencies may also expose the Group to adverse fluctuations in exchange rates. As a result, the Group's earnings may be materially and adversely affected.

Our PRC subsidiary, LC Yantai, is subject to the relevant PRC rules and regulations on currency conversion. We cannot provide any assurance that the PRC regulatory authorities will not impose further restrictions on the convertibility of the RMB.

The ability of our PRC subsidiary company to pay dividends or make other distributions to us may be restricted by the PRC foreign exchange control restrictions. We cannot assure you that the relevant regulations will not be amended to our disadvantage and that the ability of our PRC subsidiary to distribute dividends to us will not be materially and adversely affected.

The payment from the customer in Sri Lanka is partially settled in S\$ at a fixed exchange rate as per the contract. Any downward/unfavourable fluctuation of exchange rate between S\$ and Sri Lankan Rupees may result in a loss to the Group.

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We are subject to the financial well-being of our principals and suppliers

The financial well-being of our principals and suppliers will determine whether they will be able to continue to support us by granting us credit terms and also to honour the financial terms in the relevant distributorship or sales representative agreements such as terms relating to price protection, stock returns, rebates, performance incentives, credit from returned materials and reimbursement of advertising expenses incurred during any joint promotion campaigns. Should our principals and suppliers experience any financial difficulties, they will not be able to honour such financial terms.

(c) Risks Relating To Our Business

We are dependent on public sector demand for Underground Utilities Infrastructure construction and maintenance, sewer pipeline rehabilitation and road and airfield construction and maintenance in Singapore

We are a contractor for (i) Underground Utilities Infrastructure construction and maintenance and (ii) road and airfield construction and maintenance in Singapore. The revenue derived from the public sector projects accounted for approximately 91.6% 90.3% and 82.5% of our total revenue for FY2013, FY2014, FY2016 respectively.

As our revenue is derived mainly from the Singapore public sector, our business is vulnerable to the cyclical fluctuations of the construction industry in Singapore and is dependent on the general health of the Singapore economy as well as the availability of the government's civil engineering projects in Singapore.

Public sector demand for civil engineering services in Singapore is dependent on factors such as the Singapore economy, Singapore's development plans and government budgets. A reduction in the public sector construction demand will lead to a decline in revenue arising from a smaller number of projects and/or a decline in profit margin due to competition to secure available projects. This will have a material adverse effect on our business and financial performance.

We are reliant on the government and government-related bodies of Singapore, namely PUB, CAG and PG for our major projects

We are reliant on the government and government-related bodies of Singapore, namely PUB, CAG and PG for our major projects. Most of these projects are secured through open tenders and there is no assurance that PUB, CAG and PG will continue to engage us as a contractor or that we will continue to sustain the general level of revenue derived from projects that we have been securing from them in the past. In the event that PUB, CAG and PG cease to have business dealings with us, or materially reduce the value and volume of projects that they engage us for, or if we are unsuccessful in our tenders for such projects, our business operations and financial conditions will be adversely affected.

In addition, if PUB, CAG and PG introduce measures to postpone or reduce public sector civil engineering works, our financial performance may be adversely affected as well.

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Any cost overruns will adversely affect our financial performance

In preparation for tenders for projects, we will carry out internal costing and budgeting estimates of labour and material costs, which are based on the quotations given by our suppliers and/or sub-contractors, as well as our own estimate of costs. Thereafter, the contract value quoted in the tender submission for a project is determined after having evaluated all related costs including the indicative pricing of our suppliers and/or sub-contractors. However, unforeseen circumstances such as adverse weather conditions, unanticipated construction constraints at the worksites which may arise during the course of construction, or fluctuations in the costs of labour, raw materials, equipment, rental and sub-contracting services, miscalculation of estimated cost, or other costs not previously factored into the contract value may lead to cost overruns which may have to be absorbed by us.

In the event of any of the above circumstances, our profit margin for the project may also be reduced or eroded and accordingly, our operations and financial performance may be adversely affected.

Our order book may not be an accurate indicator of our future performance

As disclosed in the the Company's announcement dated 13 February 2017, the Group's unfulfilled order book based on secured contracts stood at approximately S\$157 million as of 31 December 2016, with projects completing from 2016 to 2019.

Our order book may not be an accurate indicator of our future performance as we have not taken into account any potential delays, renegotiations or cancellations of orders in calculating our order book, the occurrence of any of which will have an adverse impact on our revenue. Potential delays, renegotiations or cancellations may be due to factors beyond our control and by nature, are uncertain. Therefore, there is no assurance that we can successfully transform all our existing orders into revenue.

Our financial performance depends on our ability to secure new projects and hence our revenue and profit may be subject to volatility

Our revenue and profit are also dependent on the number, value and duration of our projects. All our businesses except asphalt pre-mix production and construction waste recycling are usually undertaken on project basis and are non-recurring in nature. Our revenue and profits may therefore be subjected to some degree of volatility in the event that we are not able to secure new projects or meet the project schedule.

We are dependent on government bodies/government-related bodies for business. However, public sector projects are subject mainly to an open public tender process and are usually awarded to tenderers with the lowest quotations which meet their requirements. Therefore, our ability to secure business through public bidding process at the lowest rate will affect our profitability. Accordingly, we may not be awarded with projects if our pricing is not competitive and this will have a negative impact on our operations and our financial performance.

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As such, our historical performance may not be an indication of our future performance. In the event that we are not able to continuously and consistently secure new projects of similar value, size and margins, this would have an adverse impact on our operations and our financial performance.

We may be affected by a shortage in labour (including foreign workers)

Certain divisions of our businesses are highly labour intensive. As the pool of local workers available in Singapore for the industries we are in is limited and the cost of labour is high, we rely heavily on foreign labour. Most of our workers are foreign workers who come from India, PRC, Malaysia, Thailand, Myanmar and Bangladesh and are subject to foreign workers' levy. On this basis, our operations and our financial performance are vulnerable to any shortage in the supply of foreign workers and any increase in the cost of foreign labour. Any changes in the policies of the foreign workers' countries of origin may affect the supply and cost of foreign labour and cause disruptions to our operations which may result in a delay in the completion of our projects.

The supply of foreign labour and the number of foreign workers that we and our sub-contractors are allowed to employ are further subject to the policies and regulations imposed by MOM, including the safety regulations imposed by MOM. Please refer to the risk factor "We are subject to safety regulations imposed by MOM" in this section for further details. In the event we infringe such policies and regulations, MOM may freeze our MYE and our applications for new and renewal of all types of work passes for all foreign employees will be rejected. MYE is a work permit allocation system pertaining to the employment of construction workers from India, Sri Lanka, Thailand, Bangladesh, Myanmar, the Philippines and PRC. The MYE determines the total quota of foreign construction workers that can be allocated to us as a main contractor for a specific construction project as one man year allows for the employment of one specific number of construction worker for a project.

Depending on the requirements of our projects, such quota on the number of foreign workers or shortage of foreign workers could affect our operations and accordingly, our business and financial performance could be adversely affected.

If there are any changes in the foreign labour policies imposed by the MOM which may result in restrictions on the supply of foreign labour, we may have to seek alternative and more costly sources of labour for our projects. In addition, in the event that there is an increase in the foreign workers' levies payable by us, our overall costs will increase and our operations and our financial performance may be materially and adversely affected.

We may be affected by a shortage and price fluctuations of materials and/or acquiring or leasing equipment and machinery

In addition, our projects require heavy use of construction equipment and machinery. Where our own equipment is not sufficient to handle our projects and/or new equipment is required for our projects, we may acquire or lease additional equipment from

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suppliers. In the event that we are unable to continue to acquire or lease construction equipment and machinery at prices or rental rates that are within our projected budget in the future, our financial performance may be adversely affected.

In our asphalt pre-mix production business, we require bitumen, aggregates and sand as raw materials. The progress of our projects may be affected by a shortage or reduction in allocation of raw materials by our suppliers for any reason, including but not limited to governmental action, such as the ban on sand exports imposed by the Indonesian government in 2006 that resulted in a shortage of sand supply and the increase in the cost of such raw materials. If we are unable to pass such increase in costs to our customers or find alternative sources of cheaper supplies, our operations and our financial performance will be adversely affected.

The cost of bitumen and other petroleum products used in the operation of our asphalt plant and in the transportation of building materials and our employees contributes to our cost of sales. The market price of bitumen and other petroleum products is dependent on the regional and global supply and demand conditions, which are in turn affected by a number of factors including cyclical changes in regional and global economic conditions, price and availability of substitute products. To a large extent, the price of bitumen and other petroleum products is also vulnerable to fluctuations in the price of crude oil as bitumen and other petroleum products are derived from refining crude oil. If prices of bitumen and other petroleum products increase significantly and we are unable to pass such price increases to our customers, our financial performance may be adversely affected.

We are subject to safety regulations imposed by MOM

We are subject to MOM's demerit point scheme for contractors. Under the demerit point scheme, if we are found to have violated safety requirements at our worksites, we will be given demerit points. If we received more than 18 demerit points within a 12-month period, a formal warning will be issued by MOM and MOM may freeze the MYE issued.

In such an event, our applications for new and renewal of all types of work passes for all foreign employees will also be rejected and our operations and our financial performance will be adversely affected due to shortage of foreign labour required for project completion and contract fulfilment. Recruitment of local workers, replacing the shortage of foreign labour, would lead to higher operating costs and this would erode our margins.

We are also subject to the Business Under Surveillance ("**BUS**") programme introduced by MOM. If we fail the assessment, we will be placed into the BUS programme and be subjected to close surveillance. During the surveillance phase, we will be held accountable to an action plan provided by MOM and be subjected to frequent inspections and engagements to ensure that the plan is implemented accordingly.

In addition, in the event that our work sites for Underground Utilities Infrastructure construction and maintenance, sewer pipeline rehabilitation, road and airfield construction and maintenance, our asphalt plant and/or our construction waste recycling plant contravene the requisite safety standards imposed by MOM, we could be issued stop-work orders in respect of that particular worksite, our asphalt plant or our

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construction waste recycling plant. The issuance of such stop-work orders may severely disrupt our operations and lead to a delay in the completion of a project, asphalt pre-mix production or construction waste recycling. These circumstances would not only generate negative publicity and adversely affect our market reputation but would also have a material adverse impact on our operations and the results in our business and financial performance.

We are subject to regulations and guidelines imposed by various government and regulatory authorities

We are subject to regulations and guidelines, including safety regulations, imposed by various government and regulatory authorities in Singapore.

In the event of a breach of certain regulatory guidelines and regulations imposed by the regulatory authorities such as the NEA, PUB and LTA, we may be subject to administrative proceedings and unfavourable decrees that result in pecuniary liabilities and cause delays to our projects. In addition, judgments and decrees awarded that are unfavourable to us would have a negative effect on our reputation.

Regulations and regulatory guidelines are subject to amendments from time to time. Any changes in government legislation, regulations or policies affecting our industry could adversely affect our business operations and/or have a negative effect on the demand for our services. Should this risk materialise, our financial performance may be adversely affected. There is also no assurance that we will be able to comply with any changes and in the event that compliance with such new regulations or regulatory guidelines increases our costs, and if such increase is significant, our financial performance may be adversely affected.

Our ability to secure projects may depend on our ability to secure performance bonds

As some of our projects require a performance bond to be furnished by a bank or an acceptable financial institution to guarantee our contractual performance in the project, our ability to secure such performance bond will influence our ability to secure such projects. In the event that we are unable to secure the requisite performance bonds for any reason, we may be unable to secure such projects and this may materially and adversely affect our operations and our financial performance.

In the event of any disputes with our customers, our operations and financial performance may be adversely affected

Due to the nature of our business, disputes may arise between our customers and us. As a result, we may encounter difficulties in collecting the full sum or any part of fees due to us and may run the risk of incurring additional costs to make good the repair, rectification or reconstruction works under dispute to the extent that our profit margin is eroded or losses are incurred for the project. In such an event, our operations and our financial performance will be adversely affected.

Disputes may also arise from disagreements over the cost of variation orders requested by our customers. This is because the variation orders are normally carried out, in accordance with industry practice, before the additional charges are agreed upon in

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order that the project may be completed on schedule. However, as the costs of some variation orders are not determined beforehand, their basis for such valuation may become a source of dispute after the project has been completed. In such event, we would be required to bear the costs of rejected variation orders, thereby adversely affecting our operations and our financial performance.

Disputes may also arise from the disagreement over the appointment of sub-contractors. In the event that any customer is not agreeable to the appointment of our sub-contractors and the appointment of such sub-contractors is deemed as a deviation of the terms of that contract and amounts to a contractual breach, that customer may have the right to (i) seek an injunction to stop us from engaging the sub-contractor if the contract was still on-going, (ii) terminate the contract if the contract was still on-going and seek payment for damages caused by the breach, and (iii) commence legal proceedings against us for the breach in contract and seek payment for damages caused by the breach (if that customer suffered any loss). In such event, we would have to incur cost to defend any legal proceedings brought against us by our customers and if such claims are successfully made against us, we would be required to compensate our customers for their losses, thereby affecting our business and financial performance. Any legal proceedings relating to such claims may also have an adverse effect on our market reputation and our ability to secure new contracts.

In the event of any disputes with our sub-contractors, suppliers and/or joint venture partners, our operations and our financial performance may be adversely affected

In the course of our business, we may be required to appoint sub-contractors and/or suppliers or collaborate with joint venture partners for various projects and in accordance with market practice, such appointment may be by way of written contract or by verbal agreement. For verbal agreements, the specific terms of the sub-contracting, supplying or joint venture arrangement will not be documented and disputes may arise between our sub-contractors, suppliers or joint venture partners and us with regards to the scope or the terms and conditions of the sub-contracting, supplier or joint venture arrangement (as the case maybe). In such an event, legal proceedings may be commenced and we would be required to incur cost in bringing claims against our sub-contractors, suppliers or joint venture partners or defending claims brought against us by our sub-contractors, suppliers or joint venture partners. In the event any claims brought against us are successful, we would be required to compensate our sub-contractors, suppliers or joint venture partners for their losses, thereby affecting our business and financial performance. Any legal proceedings relating to such claims may also have an adverse effect on our market reputation and our ability to engage sub-contractors, suppliers or joint venture partners.

Disputes may also arise between our sub-contractors or suppliers and us for various reasons including defective materials or works, delays in the completion of a project and disputes over material or contract specifications and the final amount payable for materials supplied or work done on a project. It is not uncommon for claims to be made against us from time to time by our sub-contractors or suppliers and for us to bring claims against our sub-contractors or suppliers from time to time arising from such disputes. In the event that any of such claims are successfully made against us, our

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operations and our financial performance may be materially and adversely affected. Any legal proceedings relating to such claims may also have an adverse effect on our market reputation and our ability to secure new contracts.

Our operations could be affected by accidents, disasters or other disruptive events

The operations of our asphalt plant or our construction waste recycling plant may be damaged or delayed due to disruptions brought about by causes such as natural disasters, fire, machine down-time due to break-down. In addition, delays or damage may also be brought about by the occurrence of power failures or power surges at our asphalt plant or construction waste recycling plant. The operations of our pipes and roads segment may be affected by or delayed due to disruptions brought about by adverse weather conditions and natural disasters such as floods. Any significant damage, impairment or delays may have a material adverse effect on our operations and our financial performance.

We are liable for delays in the completion of projects and any resulting liquidated damages and additional overheads

Our contracts would normally include provision for the payment of liquidated damages in the event the project is completed after the stipulated date of completion stated in the contract. Delays in the completion of a project could occur from time to time due to several factors including but not limited to adverse weather conditions, shortages of labour, shortage of equipment and construction materials, the occurrence of natural disasters, labour disputes, disputes with suppliers and sub-contractors, industrial accidents, work stoppages arising from accidents or mishaps at the work site, delays in the delivery of building materials by the suppliers, or incorrect assessments of the work sites' conditions. In the event of any delay in the completion of the project, we could be liable to pay liquidated damages under the contract and incur additional overheads, and this will adversely affect our earnings and reduce our profit margin for the project. In such event, our financial performance and financial condition may be adversely affected. There is no assurance that there will not be any delays in the existing and future projects which we undertake resulting in the payment of liquidated damages and additional overheads which may have a material impact on our operations and our financial performance. Furthermore, our reputation could also be affected in the event that we are unable to complete our contracts on time.

We may be adversely affected by the cancellation of projects or changes in the scale of projects

Cancellation of projects or a drastic scale down of project sizes due to factors such as changes in our customers' requirements, poor market or economic conditions, lack of funds due to a change in customer's budget may adversely affect us. Any cancellation of projects or drastic scale down could lead to idle or excess capacity for us and may adversely affect our operations and our financial performance.

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We are exposed to risk of loss and damage, and public and workmen liability and we may not have sufficient insurance coverage

We face the risk of loss or damage to our properties and equipments due to fire, theft, accidents and natural disasters such as floods. Such events may cause a disruption or cessation in our operations, and thus adversely affect results of our operations and financial condition.

We maintain insurance for our respective work sites. Whilst we have insurance policies for damage or loss to our properties, equipment and inventories, contractors' all risks and workmen's compensation insurance policies, in the event that such damage or loss exceeds the insurance coverage or is not covered by these insurance policies, we will be exposed to financial losses. Furthermore, accidents or mishaps may also lead to third party claims and any significant claims for which we are liable and which are not covered or not fully covered by our insurance policies may materially and adversely affect our results of operations and financial condition.

Shareholders should bear these risks in mind when deciding whether or not to participate in the Rights Issue as they may lose some or all of their investment in the Company.

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- 10. Where a profit forecast is disclosed, state the extent to which projected sales or revenues are based on secured contracts or orders, and the reasons for expecting to achieve the projected sales or revenues and profit, and discuss the impact of any likely change in business and operating conditions on the forecast.**
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Not applicable. There is no profit forecast disclosed.

- 11. Where a profit forecast or profit estimate is disclosed, state all principal assumptions, if any, upon which the directors or equivalent persons of the relevant entity have based their profit forecast or profit estimate, as the case may be.**
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Not applicable. There is no profit forecast or profit estimate disclosed.

- 12. Where a profit forecast is disclosed, include a statement by an auditor of the relevant entity as to whether the profit forecast is properly prepared on the basis of the assumptions referred to in paragraph 11 of this Part, is consistent with the accounting policies adopted by the relevant entity, and is presented in accordance with the accounting standards adopted by the relevant entity in the preparation of its financial statements.**
-

Not applicable. There is no profit forecast disclosed.

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13. Where the profit forecast disclosed is in respect of a period ending on a date not later than the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part –
- (a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, that the profit forecast has been stated by the directors or equivalent persons of the relevant entity after due and careful enquiry and consideration; or
 - (b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. There is no profit forecast disclosed.

14. Where the profit forecast disclosed is in respect of a period ending on a date after the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part –
- (a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast; or
 - (b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. There is no profit forecast disclosed.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

SIGNIFICANT CHANGES

15. Disclose any event that has occurred from the end of –

- (a) the most recent completed financial year for which financial statements have been published; or**
- (b) if interim financial statements have been published for any subsequent period, that period,**

to the latest practicable date which may have a material effect on the financial position and results of the relevant entity or, if it is the holding company or holding entity of a group, the group, or, if there is no such event, provide an appropriate negative statement.

Save as disclosed in this Offer Information Statement and in the public announcements made by the Company via SGXNET, the Directors are not aware of any event which has occurred since 31 December 2016 up to the Latest Practicable Date which may have a material effect on the financial position and results of the Group.

MEANING OF “PUBLISHED”

16. In this Part, “published” includes publication in a prospectus, in an annual report or on the SGXNET.

Noted.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART VI – THE OFFER AND LISTING

1. **Indicate the price at which the securities are being offered and the amount of any expense specifically charged to the subscriber or purchaser. If it is not possible to state the offer price at the date of lodgement of the offer information statement, the method by which the offer price is to be determined must be explained.**
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The Issue Price for each Rights Share is S\$0.015, payable in full upon acceptance and application.

The expenses incurred in the Rights Issue will not be specifically charged to the subscribers of the Rights Shares.

An administrative fee will be incurred for each successful Electronic Application made through the ATMs of the respective Participating Banks, and such administrative fee will be borne by the subscribers or purchasers of the Rights Shares.

2. **If there is no established market for the securities being offered, provide information regarding the manner of determining the offer price, the exercise price or conversion price, if any, including the person who establishes the price or is responsible for the determination of the price, the various factors considered in such determination and the parameters or elements used as a basis for determining the price.**
-

The Shares are, and the Rights Shares will be traded on Catalyst.

3. **If –**

- (a) any of the relevant entity's shareholders or equity interest-holders have pre-emptive rights to subscribe for or purchase the securities being offered; and**
- (b) the exercise of the rights by the shareholder or equity interest-holder is restricted, withdrawn or waived,**

indicate the reasons for such restriction, withdrawal or waiver, the beneficiary of such restriction, withdrawal or waiver, if any, and the basis for the offer price.

None of the Shareholders have pre-emptive rights to subscribe for the Rights Shares.

As there may be prohibitions or restrictions against the offering of the Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the “**Eligibility of Shareholders to Participate in the Rights Issue**” section of this Offer Information Statement for further details.

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4. If securities of the same class as those securities being offered are listed for quotation on any securities exchange –
- (a) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for at least 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities –
 - (i) for each of the 12 calendar months immediately preceding the calendar month in which the latest practicable date falls; and
 - (ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date; or
 - (b) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for less than 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities –
 - (i) for each calendar month immediately preceding the calendar month in which the latest practicable date falls; and
 - (ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date;
 - (c) disclose any significant trading suspension that has occurred on the securities exchange during the 3 years immediately preceding the latest practicable date or, if the securities have been listed for quotation for less than 3 years, during the period from the date on which the securities were first listed to the latest practicable date; and
 - (d) disclose information on any lack of liquidity, if the securities are not regularly traded on the securities exchange.
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

- (a) The Rights Shares to be issued upon subscription are of the same class as the Shares and the Shares are listed for quotation on Catalist.

The price range and volume of the Shares traded on the Main Board or Catalist (as the case may be) for the period from April 2016 to the Latest Practicable Date are as follows:

Month	High Price/S\$	Low Price/S\$	Volume of Shares Traded
April 2016	0.0370	0.0270	721,800
May 2016	0.0290	0.0220	210,100
June 2016	0.0320	0.0220	921,200
July 2016	0.0300	0.0120	991,000
August 2016	0.0300	0.0200	1,120,400
September 2016	0.0380	0.0250	3,434,300
October 2016	0.0390	0.0240	744,000
November 2016	0.0310	0.0230	240,700
December 2016	0.0340	0.0230	433,300
January 2017	0.0330	0.0250	60,500
February 2017	0.0540	0.0240	935,600
March 2017	0.0610	0.0290	25,795,500
1 April 2017 up to the Latest Practicable Date	0.0770	0.0450	54,559,500

Source: SGX-ST

- (b) Not applicable. The Shares have been listed on the Main Board or Catalist (as the case may be) for more than twelve (12) months immediately preceding the Latest Practicable Date.
- (c) There has been no significant trading suspension of the Shares on the Main Board or Catalist (as the case may be) during the three (3) years immediately preceding the Latest Practicable Date.
- (d) Please refer to paragraph 4(a) of this Part VI for the volume of Shares traded for the period from April 2016 to the Latest Practicable Date. Based on the information set out therein, the Shares have been regularly traded on the Main Board or Catalist (as the case may be).

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

5. Where the securities being offered are not identical to the securities already issued by the relevant entity, provide –
- (a) a statement of the rights, preferences and restrictions attached to the securities being offered; and
 - (b) an indication of the resolutions, authorisations and approvals by virtue of which the entity may create or issue further securities, to rank in priority to or *pari passu* with the securities being offered.

The Rights Shares, when issued, will rank *pari passu* in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares.

The Rights Shares are to be issued pursuant to the general share issue mandate granted by the Shareholders at the EGM held on 17 February 2017.

PLAN OF DISTRIBUTION

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6. Indicate the amount, and outline briefly the plan of distribution, of the securities that are to be offered otherwise than through underwriters. If the securities are to be offered through the selling efforts of any broker or dealer, describe the plan of distribution and the terms of any agreement or understanding with such entities. If known, identify each broker or dealer that will participate in the offer and state the amount to be offered through each broker or dealer.

The Rights Issue is proposed to be offered on a renounceable non-underwritten basis by the Company of up to 592,406,996 Rights Shares at the Issue Price of S\$0.015, on the basis of one (1) Rights Share for every one (1) existing Share held by the Shareholders as at the Books Closure Date, fractional entitlements to be disregarded.

The Rights Shares are payable in full upon acceptance and/or application, and upon allotment and issue, will rank *pari passu* in all respects with the then existing Shares for any dividends, rights, allotments or other distributions, the Record Date for which falls on or after the date of issue of the Rights Shares.

The Rights Issue is not underwritten.

Depending on the level of subscription for the Rights Shares, the Company will, if necessary, scale down the subscription for the Rights Shares by any Shareholder (if such Shareholder chooses to subscribe for its pro-rata Rights Shares) to avoid placing the Substantial Shareholder in the position of incurring a mandatory general offer obligation under the Code as a result of other Shareholders not taking up their Rights Shares entitlement fully.

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Entitled Shareholders will be at liberty to accept, decline, renounce or trade their provisional allotments of Rights Shares and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.

Fractional entitlements to the Rights Shares will be disregarded at arriving at Shareholders' entitlements and will, together with the provisional allotments which are not taken up or allotted for any reason, be aggregated and used to satisfy excess applications for Rights Shares (if any), or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit for the benefit of the Company. In the allotment of Excess Rights Shares, preference will be given to Entitled Shareholders in satisfaction of their application for Excess Rights Shares, if any, provided that where there are insufficient Excess Rights Shares to allot to each application, the Company shall allot the Excess Rights Shares to Entitled Shareholders such that preference will be given to the rounding of odd lots. Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board, and the Undertaking Shareholder will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The Company will also not make any allotment or issuance of any Excess Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by the Shareholders at a general meeting.

In order to avoid any violation of the securities legislation applicable in countries other than Singapore, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the Section entitled **"Eligibility of Shareholders to Participate in the Rights Issue"** of this Offer Information Statement for further details.

The allotment and issue of the Rights Shares pursuant to the Rights Issue are governed by the terms and conditions set out in this Offer Information Statement, including Appendices A to D of this Offer Information Statement, the PAL, the ARE and the ARS.

7. Provide a summary of the features of the underwriting relationship together with the amount of securities being underwritten by each underwriter.

Not applicable. The Rights Issue is not underwritten.

Zheng Choon, the controlling shareholder of the Company, has provided the Irrevocable Undertaking dated 24 February 2017, pursuant to which Zheng Choon has irrevocably undertaken to the Company to, *inter alia*, subscribe for and/or procure the subscription of its pro-rata entitlement of the Rights Shares, if any, up to an aggregated maximum number of 296,379,500 Rights Shares. The aggregate payment for the subscription of its pro-rata entitlement of the Rights Shares under the Rights Issue is to be satisfied partially by (i) the offsetting of the outstanding amounts owed to the Undertaking Shareholder by the Company of approximately S\$3.4 million pursuant to the ZC Outstanding Loan and (ii) the balance of approximately S\$1.0 million by payment in cash.

In view of the above, the Rights Issue will not be underwritten by any financial institution.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART VII – ADDITIONAL INFORMATION

STATEMENTS BY EXPERTS

- 1. Where a statement or report attributed to a person as an expert is included in the offer information statement, provide such person's name, address and qualifications.**
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Not applicable. No statement or report attributed to a person as an expert is included in this Offer Information Statement.

- 2. Where the offer information statement contains any statement (including what purports to be a copy of, or extract from, a report, memorandum or valuation) made by an expert –**
- (a) state the date on which the statement was made;**
 - (b) state whether or not it was prepared by the expert for the purpose of incorporation in the offer information statement; and**
 - (c) include a statement that the expert has given, and has not withdrawn, his written consent to the issue of the offer information statement with the inclusion of the statement in the form and context in which it is included in the offer information statement.**
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Not applicable. No statement has been made by an expert in this Offer Information Statement.

- 3. The information referred to in paragraphs 1 and 2 of this Part need not be provided in the offer information statement if the statement attributed to the expert is a statement to which the exemption under regulation 26(2) or (3) applies.**
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Not applicable. No statement has been made by an expert in this Offer Information Statement.

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CONSENTS FROM ISSUE MANAGERS AND UNDERWRITERS

4. Where a person is named in the offer information statement as the issue manager or underwriter (but not a sub-underwriter) to the offer, include a statement that the person has given, and has not withdrawn, his written consent to being named in the offer information statement as the issue manager or underwriter, as the case may be, to the offer.
-

Not applicable. There is no issue manager or underwriter to the offer.

OTHER MATTERS

5. Include particulars of any other matters not disclosed under any other paragraph of this Schedule which could materially affect, directly or indirectly –
- (a) the relevant entity's business operations or financial position or results; or
 - (b) investments by holders of securities in the relevant entity.
-

Saved as disclosed in this Offer Information Statement and to the best of their knowledge, the Directors are not aware of any other matters not disclosed under any other paragraph of this Offer Information Statement which could materially affect, directly or indirectly, the Company's business operations or financial position or results or investments by the holders of securities in the Company.

PART VIII – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF DEBENTURES OR UNITS OF DEBENTURES

Not applicable.

PART IX – ADDITIONAL INFORMATION REQUIRED FOR CONVERTIBLE DEBENTURES

Not applicable.

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PART X – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF SECURITIES BY WAY OF RIGHTS ISSUE

1. Provide –

- (a) the particulars of the rights issue;
- (b) the last day and time for splitting of the provisional allotment of the securities to be issued pursuant to the rights issue;
- (c) the last day and time for acceptance of and payment for the securities to be issued pursuant to the rights issue;
- (d) the last day and time for renunciation of and payment by the renouncee for the securities to be issued pursuant to the rights issue;
- (e) the terms and conditions of the offer of securities to be issued pursuant to the rights issue;

(a) The principal terms of the Rights Shares are as follows:

Number of Rights Shares : Up to 592,406,996 Rights Shares

Basis of Provisional Allotment : The Rights Issue is made on a renounceable non-underwritten basis to Entitled Shareholders on the basis of one (1) Rights Share for every one (1) existing Share held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded.

Issue Price : S\$0.015 for each Rights Share, payable in full on acceptance and/or application.

The Issue Price:

- (i) represents a discount of approximately 68.8% to the closing market price of S\$0.048 for trades done on Catalist on 23 February 2017 (being the last trading day on which the Shares were transacted on the SGX-ST prior to the release of the Announcement);
- (ii) represents a discount of approximately 53.1% to the theoretical ex-rights price of S\$0.032 per Share (calculated based on the closing market price of S\$0.048 for trades done on Catalist on 23 February 2017); and
- (iii) a discount of approximately 69.4% to the closing price of S\$0.049 per Share on the Latest Practicable Date.

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|-----------------------------------|---|--|
| Eligibility to participate | : | Please refer to the section entitled “ Eligibility of Shareholders to Participate in the Rights Issue ” of this Offer Information Statement. |
| Status of the Rights Shares | : | The Rights Shares are payable in full upon acceptance and application, and when allotted and issued, will rank <i>pari passu</i> in all respects with the then existing Shares for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares. |
| Listing of the Rights Shares | : | <p>The Company has on 30 March 2017 obtained the listing and quotation notice from the SGX-ST for the listing and quotation of the Rights Shares on Catalist, subject to certain conditions.</p> <p>The listing and quotation notice granted by the SGX-ST is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities.</p> |
| Acceptance and Excess Application | : | <p>Entitled Shareholders will be at liberty to accept (in full or in part), decline or otherwise renounce or in the case of Entitled Depositors, trade their provisional allotments of Rights Shares on Catalist during the provisional allotment trading period prescribed by the SGX-ST and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.</p> <p>Provisional allotments which are not taken up for any reason shall be aggregated and used to satisfy Excess Applications (if any) or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit for the benefit of the Company.</p> <p>In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and that Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board of Directors, and the Undertaking Shareholder will rank last in priority for the rounding of odd lots and allotment of excess Rights Shares. The Company will also not make any allotment and issue of any excess Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.</p> |

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

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|------------------------------|---|--|
| Trading of the Rights Shares | : | Upon the listing and quotation of the Rights Shares on Catalist, the Rights Shares will be traded on Catalist under the book-entry (scripless) settlement system. For the purposes of trading on Catalist, each board lot of Shares will comprise 100 Shares. |
| Scaling Down | : | Depending on the level of subscription for the Rights Shares, the Company will, if necessary, scale down the subscription for the Rights Shares by any of the Shareholders to avoid placing the relevant Shareholder in the position of incurring a mandatory general offer obligation under the Code as a result of other Shareholders not taking up their Rights Shares entitlements fully. |
| Irrevocable Undertaking | : | The irrevocable undertaking dated 24 February 2017, which has been given by the Undertaking Shareholder to the Company to, amongst others, subscribe for and/or procure the subscription of its pro-rata entitlement of the Rights Shares, if any, up to an aggregated maximum number of 296,379,500 Rights Shares |
| Use of CPF Funds | : | CPFIS Shareholders can only use, subject to applicable CPF rules and regulations, their CPF Funds for the payment of the Issue Price to subscribe for the Rights Shares and (if applicable) apply for excess Rights Shares. CPFIS Shareholders who wish to accept the provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares using CPF Funds will need to instruct their respective approved banks, where such CPFIS Shareholders hold their CPF investment accounts, to accept the provisional allotments of Rights Shares and (if applicable) apply for the excess Rights Shares on their behalf in accordance with this Offer Information Statement. In the case of insufficient CPF funds or stock limit, CPFIS Shareholders could top up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares. Any application made directly to the CDP or through ATMs will be rejected. CPF Funds cannot, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market. |

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

Use of SRS funds : Members under the SRS who bought their Shares previously using their account opened with the relevant approved bank ("SRS Account") and who wish to accept their provisional allotments of Rights Shares and apply for excess Rights Shares (if applicable) can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective SRS Accounts. Such SRS Members who wish to accept their provisional allotments of Rights Shares and apply for excess Rights Shares using SRS monies (if applicable), must instruct the relevant approved banks in which they hold their SRS Accounts to accept their provisional allotments of Rights Shares and apply for excess Rights.

Governing Law : Laws of the Republic of Singapore.

- (b) The last date and time for the splitting of the provisional allotment of the Rights Shares is on 4 May 2017 at 5.00 pm.
- (c) The last date and time for acceptance of and payment for the Rights Shares is on 11 May 2017 at 5.00 pm. (at 9.30 p.m. for Electronic Applications).
- (d) The last date and time for acceptance of and payment by the renouncee for the Rights Shares is on 11 May 2017 at 5.00 p.m.
- (e) The terms and conditions of the Rights Issue are as set out in this Offer Information Statement, including Appendices A to D, and in the PAL, the ARE and the ARS.

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- (f) the particulars of any undertaking from the substantial shareholders or substantial equity interest-holders, as the case may be, of the relevant entity to subscribe for their entitlements; and**
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Zheng Choon, the controlling shareholder of the Company, has provided the Irrevocable Undertaking dated 24 February 2017, pursuant to which Zheng Choon has irrevocably undertaken to the Company to, *inter alia*, subscribe for and/or procure the subscription of its pro-rata entitlement of the Rights Shares, if any, up to an aggregated maximum number of 296,379,500 Rights Shares. The aggregate payment for the subscription of its pro-rata entitlement of the Rights Shares under the Rights Issue is to be satisfied partially by (i) the offsetting of the outstanding amounts owed to the Undertaking Shareholder by the Company of approximately S\$3.4 million pursuant to the ZC Outstanding Loan and (ii) the balance of approximately S\$1.0 million by payment in cash.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

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- (g) if the rights issue is or will not be underwritten, the reason for not underwriting the issue.**
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The Rights Issue will not be underwritten. In view of the Irrevocable Undertaking and the savings in costs enjoyed by the Company as a result of not having to bear any underwriting fees, the Company has decided to proceed with the Rights Issue without having the Rights Issue being underwritten by any financial institution.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE LISTING MANUAL

WORKING CAPITAL

1. Provide a review of the working capital for the last three financial years and the latest half year, if applicable.

The total current assets, total current liabilities and working capital of the Group for FY2013, FY2014, FY2016 and 9MFY2017 are as follows:

	31 December 2013 (S\$'000)	Audited 31 December 2014 (S\$'000)	31 March 2016 (S\$'000)	Unaudited 31 December 2016 (S\$'000)
Total Current Assets	213,727	169,116	100,586	72,742
Total Current Liabilities	141,952	149,000	160,010	55,925
Working Capital	71,775	20,116	(59,424)	16,817

A review of the working capital of the Group for the relevant periods is set out below:

9MFY2017 versus FY2016

Current Assets

The Group's current assets decreased by S\$27.9 million from S\$100.6 million as at 31 March 2016 to S\$72.7 million as at 31 December 2016, mainly attributable to the following:

- (a) decrease in development property by S\$10.2 million due to disposal of Pasir Panjang Property;
- (b) decrease in non-current assets classified as held for sale by S\$7.7 million due to disposal of 4 Sungei Kadut Street 2, Singapore 729226 and 55 Kranji Crescent, Singapore 728662 during the period;
- (c) decrease in cash and cash equivalents by S\$6.3 million to S\$11.8 million as at 31 December 2016 compared to S\$18.1 million as at 31 March 2016 mainly due to repayment of borrowings;
- (d) decrease in contracts work in progress by S\$4.9 million to S\$20.1 million as at 31 December 2016 compared to S\$25.0 million as at 31 March 2016 due to increased billings;
- (e) decrease in trade and other receivables by S\$4.2 million to S\$30.2 million as at 31 December 2016 compared to S\$34.4 million as at 31 March 2016 due to more collection from customers during the period; and

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE LISTING MANUAL

which have been partially offset by the following:

- (f) increase in inventories by S\$5.3 million to S\$10.5 million as at 31 December 2016 compared to S\$5.2 million as at 31 March 2016 due to more materials purchased for new projects.

Current Liabilities

The Group's current liabilities decreased by S\$104.1 million from S\$160.0 million as at 31 March 2016 to S\$55.9 million as at 31 December 2016, mainly due to reclassification of bank loans to non-current liabilities in accordance with the Debt Restructuring Agreement.

FY2014 versus FY2016

Current Assets

The Group's current assets decreased by S\$68.5 million from S\$169.1 million as at 31 December 2014 to S\$100.6 million as at 31 March 2016, mainly attributable to the following:

- (a) decrease in contract work in progress by S\$70.7 million to S\$25.0 million as at 31 March 2016 compared to S\$95.7 million as at 31 December 2014 due to work being completed and the following:
 - (i) adjustments in revenue for some on-going projects due to disagreement in scope of works amounting to approximately S\$42.2 million; and
 - (ii) additional costs provided to complete certain on-going project amounting to approximately S\$2.1 million;
- (b) decrease in cash and cash equivalents by S\$2.1 million to S\$18.1 million as at 31 March 2016 compared to S\$20.2 million as at 31 December 2014 due to disposal of subsidiary in Brunei and repayment of bank borrowings;
- (c) decrease in development property by S\$5.7 million to S\$10.2 million as at 31 March 2016 (after adjusting for additional development cost of S\$2.8 million prior to impairment) compared to S\$15.9 million as at 31 December 2014 mainly due to impairment loss on the Pasir Panjang Property;
- (d) decrease in inventories by S\$1.1 million to S\$5.2 million as at 31 March 2016 compared to S\$6.3 million as at 31 December 2014 due to disposal of subsidiary in Brunei and provision for stock obsolescence;

and the above decreases were partially offset by the following:

- (e) increase in trade and other receivables by S\$3.5 million to S\$34.4 million as at 31 March 2016 compared to S\$30.9 million as at 31 December 2014 due to increase in billing for projects; and

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE LISTING MANUAL

- (f) increase in non-current assets held for sale by S\$7.7 million as at 31 March 2016 compared to nil as at 31 December 2014 as the Group had plans to dispose the two properties which are in line with the ongoing debt restructuring exercise.

Current Liabilities

The Group's current liabilities increased by S\$11.0 million from S\$149.0 million as at 31 December 2014 to S\$160.0 million as at 31 March 2016 mainly due to reclassification of long-term bank borrowings from non-current liabilities as a result of debt restructuring exercise. The reclassification has resulted in net current liabilities position as at 31 March 2016 as compared to net current asset position as at 31 December 2014.

FY2013 versus FY2014

Current Assets

The Group's current assets decreased by S\$44.6 million from S\$213.7 million as at 31 December 2013 to S\$169.1 million as at 31 December 2014, mainly attributable to the following:

- (a) decrease in cash and cash equivalents by S\$13.5 million to S\$20.2 million as at 31 December 2014 compared to S\$33.7 million as at 31 December 2013 due to repayment of bank borrowings;
- (b) decrease in trade and other receivables by S\$16.1 million to S\$30.9 million as at 31 December 2014 compared to S\$47.0 million as at 31 December 2013 due to higher collection from the customers;
- (c) decrease in contract work in progress by S\$17.7 million to S\$95.7 million as at 31 December 2014 compared to S\$113.4 million as at 31 December 2013 mainly due to adjustments in revenue in relation to certain projects due to disagreement of scope of works for certain completed projects by the customers and additional costs provided for certain on-going projects, as explained above;

which was partially offset by the following:

- (i) increase in development property by S\$2.2 million to S\$15.9 million as at 31 December 2014 compared to S\$13.7 million as at 31 December 2013 due to additional development cost incurred in respect of the Pasir Panjang Property; and
- (ii) increase in inventories by S\$0.5 million to S\$6.3 million as at 31 December 2014 compared to S\$5.8 million as at 31 December 2013 due to less consumption of materials for certain projects.

Current Liabilities

The Group's current liabilities increased by S\$7.0 million from S\$142.0 million as at 31 December 2013 to S\$149.0 million as at 31 December 2014, significantly attributable to the increase in trade and other payables as a result of longer payment terms with the creditors and also higher accrual of certain costs.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE LISTING MANUAL

CONVERTIBLE SECURITIES

2. **Where the rights issue or bought deal involves an issue of convertible securities, such as company warrants or convertible debt, the information in Rule 832 of the Listing Manual.**
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Not applicable. The Rights Issue does not involve an issue of convertible securities.

3. **Where the rights issue or bought deal is underwritten and the exercise or conversion price is based on a price fixing formula, to state that the exercise or conversion price must be fixed and announced before trading of nil-paid rights commences.**
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Not applicable. The Rights Issue does not involve an issue of convertible securities and will not be underwritten.

RESPONSIBILITY STATEMENTS

4. **A statement by the sponsor and each financial adviser in the form set out in Practice Note 12A of the Listing Manual.**
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As provided in Appendix 8A of the Listing Manual, this requirement is not applicable if an issuer has to comply with the offer information statement requirements in the SFA.

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

1. INTRODUCTION

- 1.1. Entitled Depositors are entitled to receive this Offer Information Statement and the ARE which form part of this Offer Information Statement. For the purposes of this Offer Information Statement, any reference to an application by way of an Electronic Application without reference to such an Electronic Application being made through an ATM shall, where the Entitled Depositor is a Depository Agent, be taken to include an application made via the SGX-SSH Service.
- 1.2. The provisional allotments of Rights Shares are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Constitution of the Company and the instructions in the ARE.

The number of Rights Shares provisionally allotted to each Entitled Depositor is indicated in the ARE (fractional entitlements (if any) having been disregarded). The Securities Accounts of Entitled Depositors have been credited by CDP with the provisional allotments of Rights Shares as indicated in the ARE. Entitled Depositors may accept their provisional allotments of Rights Shares in full or in part and are eligible to apply for Rights Shares in excess of their provisional allotments under the Rights Issue. Full instructions for the acceptance of and payment for the provisional allotments of Rights Shares and payment for excess Rights Shares are set out in the Offer Information Statement as well as the ARE.

- 1.3. If an Entitled Depositor wishes to accept his provisional allotment of Rights Shares specified in the ARE, in full or in part, and (if applicable) apply for excess Rights Shares, he may do so by way of an Electronic Application or by completing and signing the relevant sections of the ARE. An Entitled Depositor should ensure that the ARE is accurately completed and signed, failing which the acceptance of the provisional allotment of Rights Shares and (if applicable) application for excess Rights Shares may be rejected.

For and on behalf of the Company, CDP reserves the right to refuse to accept any acceptance(s) and (if applicable) excess application(s) if the ARE is not accurately completed and signed or if the “Free Balance” of your Securities Account is not credited with, or is credited with less than the relevant number of Rights Shares accepted as at the last time and date for acceptance, application and payment or for any other reason(s) whatsoever the acceptance and (if applicable) the excess application is in breach of the terms of the ARE or the Offer Information Statement, at CDP’s absolute discretion, and to return all monies received to the person(s) entitled thereto **BY CREDITING HIS/THEIR BANK ACCOUNT(S) WITH THE RELEVANT PARTICIPATING BANK** (if he/they accept and (if applicable) apply through an ATM of a Participating Bank) or **BY MEANS OF A CROSSED CHEQUE SENT BY ORDINARY POST**, as the case may be, (in each case) **AT HIS/THEIR OWN RISK** or in such other manner as he/they may have agreed with CDP for the payment of any cash distributions without interest or any share of revenue or other benefit arising therefrom (if he/they accept and (if applicable) apply through CDP).

AN ENTITLED DEPOSITOR MAY ACCEPT HIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES SPECIFIED IN HIS ARE AND (IF APPLICABLE) APPLY FOR EXCESS RIGHTS SHARES EITHER THROUGH CDP AND/OR BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK. WHERE AN ENTITLED DEPOSITOR IS A DEPOSITORY AGENT, IT MAY MAKE ITS ACCEPTANCE AND EXCESS APPLICATION (IF APPLICABLE) VIA THE SGX-SSH SERVICE.

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

Where an acceptance, application and/or payment does not conform strictly to the terms set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Right Shares and/or excess Rights Shares in relation to the Rights Issue or which does not comply with the instructions for an Electronic Application, or in the case of an application by the ARE, the ARS, the PAL, and/or any other application form for the Rights Shares and/or excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittances at any time after receipt in such manner as they/it may deem fit.

The Company and CDP shall be entitled to process each application submitted for the acceptance of the provisional allotment of Rights Shares and where applicable, application for excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for excess Rights Shares.

- 1.4. Unless expressly provided to the contrary in this Offer Information Statement, the ARE and/or the ARS with respect to enforcement against Entitled Depositors or their renounees, a person who is not a party to any contracts made pursuant to this Offer Information Statement, the ARE or the ARS has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B, of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. MODE OF ACCEPTANCE AND APPLICATION

2.1. Acceptance/Application by way of Electronic Application through an ATM of a Participating Bank

Instructions for Electronic Applications through ATMs to accept the Rights Shares provisionally allotted or (if applicable) to apply for excess Rights Shares will appear on the ATM screens of the respective Participating Banks. Please refer to Appendix D of this Offer Information Statement for the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank.

IF AN ENTITLED DEPOSITOR MAKES AN ELECTRONIC APPLICATION, HE WOULD HAVE IRREVOCABLY AUTHORISED THE PARTICIPATING BANK TO DEDUCT THE FULL AMOUNT PAYABLE FROM HIS BANK ACCOUNT WITH SUCH PARTICIPATING BANK IN RESPECT OF SUCH APPLICATION. IN THE CASE OF AN ENTITLED DEPOSITOR WHO HAS ACCEPTED THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM BY WAY OF THE ARE AND/OR THE ARS AND/OR HAS APPLIED FOR EXCESS RIGHTS SHARES BY WAY OF THE ARE AND ALSO BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, THE COMPANY AND/OR CDP SHALL

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

BE AUTHORISED AND ENTITLED TO ACCEPT HIS INSTRUCTIONS IN WHICHEVER MODE OR COMBINATION AS THE COMPANY AND/OR CDP MAY, IN THEIR ABSOLUTE DISCRETION, DEEM FIT.

2.2. Acceptance/Application through CDP

If the Entitled Depositor wishes to accept the provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares through CDP, he must:

- (a) complete and sign the ARE. In particular, he must state in Part C(i) of the ARE the total number of Rights Shares provisionally allotted to him which he wishes to accept and, the number of excess Rights Shares applied for and in Part C(ii) of the ARE the 6 digits of the Cashier's Order/Banker's Draft and
- (b) deliver the duly completed and original signed ARE accompanied by **A SINGLE REMITTANCE** for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) excess Rights Shares applied for:
 - (i) by hand to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 9 NORTH BUONA VISTA DRIVE, #01-19/20, THE METROPOLIS, SINGAPORE 138588**; or
 - (ii) by post, **AT THE SENDER'S OWN RISK**, in the self-addressed envelope provided, to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147**,

in each case so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The payment for the relevant number of Rights Shares accepted and (if applicable) excess Rights Shares applied for at the Issue Price must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – LEY CHOON RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

2.3. Acceptance through the SGX-SSH Service (for Depository Agents only)

Depository Agents may accept the provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares through the SGX-SSH service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. CDP has been authorised by the Company to receive acceptances on its behalf. Such acceptances and (if applicable) applications will be deemed irrevocable and are subject to each of the terms and conditions contained in the ARE and the Offer Information Statement as if the ARE had been completed and submitted to CDP.

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

2.4. Insufficient payment

If no remittance is attached or the remittance attached is less than the full amount payable for the provisional allotment of Rights Shares accepted by the Entitled Depositor and (if applicable) the excess Rights Shares applied for by the Entitled Depositor; the attention of the Entitled Depositor is drawn to paragraphs 1.3 and 5.2 of this Appendix A which set out the circumstances and manner in which the Company and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Company's behalf whether under the ARE, the ARS or any other application form for Rights Shares in relation to the Rights Issue.

2.5. Acceptance of Part of Provisional Allotments of Rights Shares and Trading of Provisional Allotments of Rights Shares

An Entitled Depositor may choose to accept his provisional allotment of Rights Shares specified in the ARE in full or in part. If an Entitled Depositor wishes to accept part of his provisional allotment of Rights Shares and trade the balance of his provisional allotment of Rights Shares on the SGX-ST, he should:

- (a) complete and sign the ARE for the number of Rights Shares provisionally allotted which he wishes to accept and submit the duly completed and original signed ARE together with payment in the prescribed manner as described in paragraph 2.2 above to CDP; or
- (b) accept and subscribe for that part of his provisional allotment of Rights Shares by way of Electronic Application(s) in the prescribed manner as described in paragraphs 2.1 or 2.3 above.

The balance of his provisional allotment of Rights Shares may be sold as soon as dealings therein commence on the SGX-ST.

Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period should note that the provisional allotments of Rights Shares will be tradable in board lots, each board lot comprising provisional allotments of 100 Rights Shares, or any other board lot size which the SGX-ST may require. Such Entitled Depositors may start trading in their provisional allotments of Rights Shares as soon as dealings therein commence on the SGX-ST. Entitled Depositors who wish to trade in lot sizes other than mentioned above may do so in the Unit Share Market of the SGX-ST during the provisional allotment trading period.

2.6. Sale of Provisional Allotments of Rights Shares

The ARE need not be forwarded to the purchasers of the provisional allotments of Rights Shares ("**Purchasers**") as arrangements will be made by CDP for separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the ARS, accompanied by this Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS' OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP. Purchasers should ensure that their ARSs are accurately completed and signed, failing which their acceptances of the provisional allotments of Rights Shares may be rejected. Purchasers who do not receive the ARS, accompanied by this Offer Information Statement and other accompanying documents, may obtain the same from CDP or the Share Registrar, for the period up to **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Purchasers should also note that if they make

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

any purchase on or around the last trading day of the nil-paid Rights, this Offer Information Statement and its accompanying documents might not be despatched in time for the subscription of the Rights Shares. You may obtain a copy from The Central Depository (Pte) Limited. Alternatively, you may accept and subscribe by way of Electronic Applications in the prescribed manner as described in paragraph 2.1 above.

This Offer Information Statement and its accompanying documents will not be despatched to Purchasers whose registered addresses with CDP are not in Singapore (**“Foreign Purchasers”**). Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

PURCHASERS SHOULD INFORM THEIR FINANCE COMPANIES OR DEPOSITORY AGENTS IF THEIR PURCHASES OF SUCH PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ARE SETTLED THROUGH THESE INTERMEDIARIES. IN SUCH INSTANCES, IF THE PURCHASERS WISH TO ACCEPT THE RIGHTS SHARES REPRESENTED BY THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES PURCHASED, THEY WILL NEED TO GO THROUGH THESE INTERMEDIARIES, WHO WILL THEN ACCEPT THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ON THEIR BEHALF.

2.7. Renunciation of Provisional Allotments of Rights Shares

Entitled Depositors who wish to renounce in full or in part their provisional allotments of Rights Shares in favour of a third party should complete the relevant transfer forms with CDP (including any accompanying documents as may be required by CDP) for the number of provisional allotments of Rights Shares which they wish to renounce. Such renunciation shall be made in accordance with the “Terms and Conditions for Operations of Securities Accounts with CDP”, as the same may be amended from time to time, copies of which are available from CDP. As CDP requires at least three (3) Market Days to effect such renunciation, Entitled Depositors who wish to renounce are advised to do so early to allow sufficient time for CDP to send the ARS and other accompanying documents, for and on behalf of the Company, to the renounee by ordinary post and **AT HIS OWN RISK**, to his Singapore address as maintained in the records of CDP and for the renounee to accept his provisional allotments of Rights Shares. The last time and date for acceptance of the provisional allotments of Rights Shares and payment for the Rights Shares by the renounee is **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

3. COMBINATION APPLICATION

In the event that the Entitled Depositor or the Purchaser accepts his provisional allotments of Rights Shares by way of the ARE and/or the ARS and/or has applied for excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor or the Purchaser shall be regarded as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and (if applicable) any other acceptance of Rights Shares provisionally allotted to him and/or application for excess Rights Shares (including an Electronic Application(s)) in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit.

APPENDIX A – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

4. ILLUSTRATIVE EXAMPLES (ASSUMPTION: ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING ORDINARY SHARE AT AN ISSUE PRICE OF S\$0.015)

As an illustration, if an Entitled Depositor has 10,000 Shares standing to the credit of his Securities Account as at the Books Closure Date, the Entitled Depositor will be provisionally allotted 10,000 Rights Shares as set out in his ARE. The Entitled Depositor's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

Alternatives

Procedures to be taken

- (a) Accept his entire provisional allotment of 10,000 Rights Shares and (if applicable) apply for excess Rights Shares

- (1) Accept his entire provisional allotment of 10,000 Rights Shares and (if applicable) apply for excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance in full of his provisional allotment of 10,000 Rights Shares and (if applicable) the number of excess Rights Shares applied for and forward the original signed ARE together with a single remittance for S\$150.00 (or, if applicable, such higher amount in respect of the total number of Rights Shares accepted and excess Rights Shares applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to **"CDP – LEY CHOON RIGHTS ISSUE ACCOUNT"** and crossed **"NOT NEGOTIABLE, A/C PAYEE ONLY"** for the full amount due on acceptance and (if applicable) application, by hand to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 9 NORTH BUONA VISTA DRIVE, #01-19/20, THE METROPOLIS, SINGAPORE 138588** or by post, at his own risk, in the self-addressed envelope provided to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) and with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

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Alternatives

Procedures to be taken

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

- (b) Accept a portion of his provisional allotment of Rights Shares, for example 5,000 provisionally allotted Rights Shares, not apply for excess Rights Shares and trade the balance on the SGX-ST.

- (1) Accept his provisional allotment of 5,000 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 11 May 2017**; or
- (2) Complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his provisional allotment of 5,000 Rights Shares, and forward the original signed ARE, together with a single remittance for S\$75.00, in the prescribed manner described in alternative (a)(2) above, to CDP, so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The balance of the provisional allotment of 5,000 Rights Shares which is not accepted by the Entitled Depositor may be traded on Catalist during the provisional allotment trading period. Entitled Depositors should note that the provisional allotments of Rights Shares would be tradable in the ready market, each board lot comprising provisional allotments size of 100 Rights Shares or any other board lot size which the SGX-ST may require.

- (c) Accept a portion of his provisional allotment of Rights Shares, for example 5,000 provisionally allotted Rights Shares, and reject the balance.

- (1) Accept his provisional allotment of 5,000 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

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Alternatives

Procedures to be taken

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance of his provisional allotment of 5,000 Rights Shares and forward the original signed ARE together with a single remittance for S\$75.00, in the prescribed manner described in alternative (a)(2) above to CDP so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The balance of the provisional allotment of 5,000 Rights Shares which is not accepted by the Entitled Depositor will automatically lapse and cease to be available for acceptance by that Entitled Depositor if an acceptance is not made through an ATM of a Participating Bank by **9.30 p.m. on 11 May 2017** or if an acceptance is not made through **CDP by 5.00 p.m. on 11 May 2017**.

5. TIMING AND OTHER IMPORTANT INFORMATION

5.1. Timing

THE LAST TIME AND DATE FOR ACCEPTANCES AND (IF APPLICABLE) EXCESS APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES IN RELATION TO THE RIGHTS ISSUE IS:

- (a) **9.30 P.M. ON 11 MAY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH AN ATM OF A PARTICIPATING BANK; AND**
- (b) **5.00 P.M. ON 11 MAY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH CDP OR SGX-SSH SERVICE.**

If acceptance and payment for the Rights Shares in the prescribed manner as set out in the ARE, the ARS, or the PAL (as the case may be) and this Offer Information Statement is not received through an ATM of a Participating Bank by **9.30 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) or through CDP by **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) from any Entitled Depositor or Purchaser, the provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void, and such provisional allotments not so accepted will be used to satisfy excess applications, if any, or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit. All monies received in connection therewith will be returned by CDP for and on behalf of the Company to the Entitled Depositors or the Purchasers, as the case may be, without interest

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or any share of revenue or other benefit arising therefrom, by ordinary post **AT THE ENTITLED DEPOSITOR'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing address as maintained in the records of CDP.

IF AN ENTITLED DEPOSITOR OR PURCHASER (AS THE CASE MAY BE) IS IN ANY DOUBT AS TO THE ACTION HE SHOULD TAKE, HE SHOULD CONSULT HIS STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

5.2. Appropriation

Without prejudice to paragraph 1.3 of this Appendix A, an Entitled Depositor should note that:

- (a) by accepting his provisional allotment of Rights Shares and/or applying for excess Right Shares, he acknowledges that, in the case where the amount of remittance payable to the Company in respect of his acceptance of the Rights Shares provisionally allotted to him and (if applicable) in respect of his application for excess Rights Shares as per the instructions received by CDP whether under the ARE, the ARS and/or in any other application form for Rights Shares in relation to the Rights Issue differs from the amount actually received by CDP, the Company and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Company's behalf for each application on its own whether under the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue as follows: firstly, towards payment of all amounts payable in respect of his acceptance of the Rights Shares provisionally allotted to him; and secondly, (if applicable) towards payment of all amounts payable in respect of his application for excess Rights Shares. The determination and appropriation by the Company and CDP shall be conclusive and binding;
- (b) if the Entitled Depositor has attached a remittance to the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue made through CDP, he would have irrevocably authorised the Company and CDP, in applying the amounts payable for his acceptance of the Rights Shares and (if applicable) his application for excess Rights Shares, to apply the amount of the remittance which is attached to the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue made through CDP; and
- (c) in the event that the Entitled Depositor accepts the Rights Shares provisionally allotted to him by way of the ARE and/or the ARS and/or has applied for excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor shall be deemed as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for excess Rights Shares (including Electronic Application(s)) in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit.

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5.3. Availability of Excess Rights Shares

The excess Rights Shares available for application are subject to the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Constitution of the Company. Applications for excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares together with the aggregated fractional entitlements to the Rights Shares, any unsold "**nil-paid**" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE and this Offer Information Statement. In the event that applications are received by the Company for more excess Rights Shares than are available, the excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. **CDP TAKES NO RESPONSIBILITY FOR ANY DECISION THAT THE DIRECTORS MAY MAKE.** In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and Substantial Shareholders, Directors and the Undertaking Shareholder will rank last in priority. The Company reserves the right to refuse any application for excess Rights Shares, in whole or in part, without assigning any reason whatsoever. In the event that the number of excess Rights Shares allotted to an Entitled Depositor is less than the number of excess Rights Shares applied for, the Entitled Depositor shall be deemed to have accepted the number of excess Rights Shares actually allotted to him.

If no excess Rights Shares are allotted or if the number of excess Rights Shares allotted is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to such Entitled Depositors, without interest or any share of revenue or other benefit arising therefrom, within three business (3) days after the commencement of trading of the Rights Shares, by crediting their bank accounts with the relevant Participating Bank **AT THEIR OWN RISK** (if they had applied for excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank), the receipt by such banks being a good discharge to the Company and CDP of their obligations, if any, thereunder, or by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent **BY ORDINARY POST AT THEIR OWN RISK** to their mailing address as maintained in the records of CDP or in such other manner as they may have agreed with CDP for the payment of any cash distributions (if they had applied for excess Rights Shares through CDP).

5.4. Deadlines

It should be particularly noted that unless:

- (a) acceptance of the provisional allotment of Rights Shares is made by the Entitled Depositors or the Purchasers (as the case may be) by way of an Electronic Application through an ATM of a Participating Bank and payment of the full amount payable for such Rights Shares is effected by **9.30 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or
- (b) the duly completed and original signed ARE or ARS accompanied by a single remittance for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) excess Rights Shares applied for at the Issue Price, made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – LEY CHOON RIGHTS ISSUE ACCOUNT**" and

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crossed “**NOT NEGOTIABLE, A/C PAYEE ONLY**” with the names and Securities Account numbers of the Entitled Depositors or the Purchasers (as the case may be) clearly written in block letters on the reverse side of the Cashier’s order or Banker’s Draft is submitted by hand to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED**, at **9 NORTH BUONA VISTA DRIVE, #01-19/20, THE METROPOLIS, SINGAPORE 138588** or by post in the self-addressed envelope provided, **AT THE SENDER’S OWN RISK**, to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** by **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

- (c) acceptance is made by a Depository Agent via the SGX-SSH Service and payment in Singapore currency by way of telegraphic transfer by the Depository Agent/(s) for the Rights Shares is effected by **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), the provisional allotment of Rights Shares will be deemed to have been declined and shall forthwith lapse and become void and cease to be capable of acceptance. All monies received in connection therewith will be returned to the Entitled Depositors or the Purchasers (as the case may be) without interest or any share of revenue or other benefit arising therefrom **BY ORDINARY POST** and at the **ENTITLED DEPOSITOR’S OR PURCHASERS’ OWN RISK (AS THE CASE MAY BE)** to their mailing addresses as maintained in the records of CDP.

ACCEPTANCES AND/OR APPLICATIONS ACCOMPANIED BY ANY OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL NOT BE ACCEPTED.

5.5. Certificates

The certificates for the Rights Shares and excess Rights Shares will be registered in the name of CDP or its nominee. Upon the crediting of the Rights Shares and excess Rights Shares, CDP will send to you, **BY ORDINARY POST AND AT YOUR OWN RISK**, a notification letter showing the number of Rights Shares and excess Rights Shares credited to your Securities Account.

5.6. General

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Rights Shares provisionally allotted and credited to your Securities Account. You can verify the number of Rights Shares provisionally allotted and credited to your Securities Account online if you have registered for CDP Internet Access or through the CDP Automated Phone Services Hotline number (65) 6535-7511 using your telephone pin (T-Pin). Alternatively, you may proceed personally to CDP with your identity card or passport to verify the number of Rights Shares provisionally allotted and credited to your Securities Account.

It is your responsibility to ensure that the ARE and/or ARS is accurately completed in all respects and signed. The Company and/or CDP will be authorised and entitled to reject any acceptance and/or application which does not comply with the terms and instructions contained herein and in the ARE and/or ARS, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality or invalid in any respect. Any decision to reject the ARE and/or ARS on the grounds that it has been signed but not in its originality, incompletely,

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incorrectly or invalidly signed, completed or submitted will be final and binding, and neither CDP nor the Company accepts any responsibility or liability for the consequences of such a decision.

EXCEPT AS SPECIFICALLY PROVIDED FOR IN THIS OFFER INFORMATION STATEMENT, ACCEPTANCE OF THE PROVISIONAL ALLOTMENT OF RIGHTS SHARES AND (IF APPLICABLE) YOUR APPLICATION FOR EXCESS RIGHTS SHARES IS IRREVOCABLE.

No acknowledgement will be given for any submissions sent by post, deposited into boxes located at CDP's premises or submitted by hand at CDP's counters. You can check the status of your acceptance of the provisional allotment of Rights Shares and (if applicable) your application for excess Rights Shares through the CDP Automated Phone Services Hotline number (65) 6535-7511 using your T-Pin.

CDP Phone User Guide

1. Dial (65) 6535-7511
2. Press '1' for English; Press '2' Mandarin
3. Press '1' for 'All CDP account related queries'
4. Press '3' for 'Corporate Actions Announcement and Transactions'
5. Press '2' for your rights application status
6. Enter your 12 digit CDP securities account number
7. Enter your 6 digit telephone pin

All communications, notices, documents and remittances to be delivered or sent to you will be sent by **ORDINARY POST** to your mailing address as maintained in the records of CDP, and **AT YOUR OWN RISK**.

6. PERSONAL DATA PRIVACY

By completing and delivering an ARE or an ARS and in the case of an Electronic Application, by pressing the "Enter" or "OK" or "Confirm" or "Yes" key, an Entitled Depositor or a Purchaser (i) consents to the collection, use and disclosure of his personal data by the Participating Banks, the Share Registrar, Securities Clearing and Computer Services (Pte) Ltd, the SGX-ST, and the Company (the "**Relevant Persons**") for the purpose of facilitating his application for the Rights Shares, and in order for the Relevant Persons to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT, SPLITTING, RENUNCIATION AND EXCESS APPLICATION BY ENTITLED SCRIPHOLDERS

1. INTRODUCTION

Acceptances of the provisional allotment of and any excess application for the Rights Shares must be made on the appropriate form(s) accompanying and forming part of this Offer Information Statement.

Entitled Scripholders are entitled to receive this Offer Information Statement together with the following documents which are enclosed herewith, and form part of this Offer Information Statement:

Renounceable PAL incorporating:

Form of Acceptance	Form A
Request for Splitting	Form B
Form of Renunciation	Form C
Form of Nomination	Form D
Excess Rights Shares Application Form	Form E

The provisional allotments of the Rights Shares and application for excess Rights Shares are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Constitution of the Company and the enclosed PAL. The number of Rights Shares provisionally allotted to Entitled Scripholders is indicated in the PAL (fractional entitlement(s), if any, having been disregarded). Entitled Scripholders may accept their provisional allotments in full or in part and are eligible to apply for Rights Shares in excess of their entitlements under the Rights Issue. Full instructions for the acceptance of and payment for the Rights Shares provisionally allotted to Entitled Scripholders and the procedures to be adopted should they wish to renounce, transfer or split all or part of their provisional allotments are set out in the PAL.

With regard to any application which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue or with the terms and conditions of this Offer Information Statement, or in the case of any application by the ARE, the ARS, the PAL, and/or other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Company may, at its absolute discretion, reject or treat as invalid any such application or present for payment or other processes all remittances at any time after receipt in such manner as it may deem fit.

The Company and the Share Registrar shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application for excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Scripholder or a renouncee, on its own, without regard to any other application and payment that may be submitted by the same Entitled Scripholder or renouncee. For the avoidance of doubt, insufficient payment for an application may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application of Rights Shares and (if applicable) application for excess Rights Shares.

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THE FULL AMOUNT PAYABLE FOR THE RELEVANT NUMBER OF RIGHTS SHARES ACCEPTED/APPLIED FOR WILL BE ROUNDED UP TO THE NEAREST WHOLE CENT, IF APPLICABLE.

Entitled Scripholders should note that all dealings in and transactions of the provisional allotments of Rights Shares through Catalist will be effected under the book entry (scripless) settlement system. Accordingly, the PALs will not be valid for delivery pursuant to trades done on Catalist.

Unless expressly provided to the contrary in this Offer Information Statement or the PAL with respect to enforcement against Entitled Scripholders or their renounees, a person who is not a party to any contract made pursuant to this Offer Information Statement or the PAL has no rights under the Contracts (Rights of Third Parties) Act (Chapter 53B) of Singapore to enforce any term of such contracts.

Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. FORM OF ACCEPTANCE (FORM A)

2.1. Acceptance

Entitled Scripholders who wish to accept their entire provisional allotments of Rights Shares or to accept any part of it and decline the balance, should complete and sign Form A of the PAL for the number of Rights Shares which they wish to accept and forward the PAL at their own risk, in its entirety, together with payment in the prescribed manner to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

2.2. Insufficient Payment

The attention of the Entitled Scripholder is also drawn to paragraph 2.3 of this Appendix B entitled “**Appropriation**” which sets out the circumstances and manner in which the Company and the Share Registrar shall be entitled to determine the number of Rights Shares which the Entitled Scripholder has given instructions to accept.

2.3. Appropriation

An Entitled Scripholder should note that by accepting his provisional allotment of Rights Shares, he acknowledges that, the Company and the Share Registrar, in determining the number of Rights Shares which the Entitled Scripholder has given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier’s Order or Banker’s Draft drawn on a bank in Singapore.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT, SPLITTING, RENUNCIATION AND EXCESS APPLICATION BY ENTITLED SCRIPHOLDERS

3. REQUEST FOR SPLITTING (FORM B) AND RENUNCIATION (FORM C)

Entitled Scripholders who wish to accept a portion of their provisional allotments of Rights Shares and renounce the balance of their provisional allotments of Rights Shares, or who wish to renounce all or part of their provisional allotments in favour of more than one (1) person, should first, using Form B, request to have their provisional allotments under the PAL split into separate PALs (the “**Split Letters**”) according to their requirements.

The duly completed Form B together with the PAL, in its entirety, should be returned, by post in the self-addressed envelope provided, at their own risk, to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** so as to arrive not later than **5.00 p.m. on 4 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Split Letters will then be issued to Entitled Scripholders in accordance with their request. No Split Letters will be issued to Entitled Scripholders if Form B is received after **5.00 p.m. on 4 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The Split Letters representing the number of Rights Shares which Entitled Scripholders intend to renounce, may be renounced by completing Form C before delivery to the renounee. Entitled Scripholders should complete Form A of the Split Letter(s) representing that part of their provisional allotments they intend to accept, if any, and forward the said Split Letter(s) together with payment in the prescribed manner to **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** so as to arrive not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

An Entitled Scripholder who wishes to renounce his entire provisional allotment of Rights Shares in favour of one person, or renounce any part of it in favour of one person and decline the balance, should complete Form C for the number of provisional allotment of Rights Shares which he wishes to renounce and deliver the PAL in its entirety to the renounee(s).

4. FORM OF NOMINATION (FORM D)

The renounee(s) should complete and sign Form D and send Form D together with the PAL in its entirety, duly completed and signed, together with payment in the prescribed manner, to reach **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** not later than **5.00 p.m. on 11 May 2017** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

5. CONSOLIDATION OF RIGHTS SHARES

Each Entitled Scripholder may consolidate the Rights Shares provisionally allotted in the PAL together with those comprised in any PALs and/or Split Letters renounced in his favour by completing and signing FORM A of the PAL and the Consolidated Listing Form in FORM D of the PAL and attaching thereto all the said renounced PALs and/or Split Letters, each duly

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complete and signed and with the serial number of the Principal PAL (as hereinafter defined) stated on each of them. A renouncee who is not an Entitled Scripholder and who wishes to consolidate the provisional allotments of Rights Shares comprised in several renounced PALs and/or Split Letters in one name only or in the name of a joint Securities Account should complete the Consolidated Listing Form in FORM D of only one PAL or Split Letter (the “Principal PAL”) by entering therein details of the renounced PALs and/or Split Letters and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed, and with the serial number of the Principal PAL stated on each of them.

All the renounced PALs and Split Letters, each duly completed and signed, must be attached to Form A or Form D (as the case may be).

6. PAYMENT

Unless acceptance and payment for the full amount due on acceptance in relation to PALs made in Singapore currency is in the form of a Banker’s Draft or Cashier’s Order drawn on a bank in Singapore and made payable to “**LEY CHOON GROUP HOLDINGS LIMITED**” and crossed “**NOT NEGOTIABLE, A/C PAYEE ONLY**” with the name and address of the Entitled Scripholder or accepting party clearly written on the reverse side of the remittance is received by **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** by 5.00 p.m. on 11 May 2017 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), the provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void. Such provisional allotments of Rights Shares not so accepted will be used to satisfy excess applications, if any, or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. The Company will return all unsuccessful application monies received in connection therewith by **ORDINARY POST** and at the risk of the Entitled Scripholders or their renouncee(s), as the case may be, without interest or share of revenue or benefit arising therefrom within fourteen (14) days after the Closing Date.

ACCEPTANCES ACCOMPANIED BY ANY OTHER FORM OF PAYMENT (INCLUDING THE USE OF A POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE REJECTED.

7. APPLICATION FOR EXCESS RIGHTS SHARES (FORM E)

Entitled Scripholders who wish to apply for excess Rights Shares in addition to those which have been provisionally allotted to them may do so by completing the Form E of the PAL and forwarding it with a **SEPARATE REMITTANCE** for the full amount payable in respect of the excess Rights Shares applied for in the form and manner set out above, by post in the self-addressed envelope provided, at their own RISK, TO **LEY CHOON GROUP HOLDINGS LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 9 RAFFLES PLACE, #29-01 REPUBLIC PLAZA TOWER 1, SINGAPORE 048619** so as to arrive not later than 5.00 p.m. on 11 May 2017 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT, SPLITTING, RENUNCIATION AND EXCESS APPLICATION BY ENTITLED SCRIPHOLDERS

Applications for excess Rights Shares by Entitled Scripholders are subject to the terms and conditions contained in the PAL, Form E and this Offer Information Statement and (if applicable) the Articles of Association of the Company. Applications for excess Rights Shares will, at the Directors' discretion, be satisfied from such Rights Shares as are not validly taken up, the unsold "nil-paid" provisional allotments (if any) of Foreign Shareholders, the aggregated fractional entitlements and any Rights Shares that are otherwise not allotted for any reason. In the event that applications are received by the Company for more excess Rights Shares than are available, the excess Rights Shares available will be allotted in such manner as the Directors, in their absolute discretion, deem fit in the interests of the Company. The Company reserves the right to allot the excess Rights Shares applied for under Form E in any manner as the Directors may deem fit and to reject or refuse, in whole or in part, any application for excess Rights Shares without assigning any reason thereof.

If no excess Rights Shares are allotted to Entitled Scripholders or if the number of excess Rights Shares allotted to them is less than that applied for, it is expected that the amount paid on application for excess Rights Shares or the surplus application monies, as the case may be, will be refunded to them by the Company without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date, by **ORDINARY POST** and at their **own risk**.

8. GENERAL

No acknowledgements or receipts will be issued in respect of any acceptances, remittances or applications.

Entitled Scripholders who are in any doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Upon listing and quotation on Catalist, the Rights Shares, when issued, will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through Catalist and/or CDP shall be made in accordance with the "**Terms and Conditions for Operation of Securities Accounts with CDP**" and the "Terms and Conditions for CDP to act as Depository for the Rights Shares", as the same may be amended from time to time. Copies of the above are available from CDP.

To facilitate scripless trading, Entitled Scripholders and their renounees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for excess Rights Shares, and who wish to trade the Rights Shares issued to them on Catalist under the book entry (scripless) settlement system, should open and maintain Securities Accounts with CDP in their own names (if they do not already maintain such Securities Account) in order that the number of Rights Shares and, if applicable, the excess Rights Shares that may be allotted to them may be credited by CDP into their Securities Accounts. Entitled Scripholders and their renounees who wish to accept the Rights Shares and/or apply for excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their renounees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT, SPLITTING, RENUNCIATION AND EXCESS APPLICATION BY ENTITLED SCRIPHOLDERS

and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with CDP, will be issued physical certificates in their names for the Rights Shares allotted to them and if applicable, the excess Rights Shares allotted to them. Such physical certificates, if issued, will be forwarded to them by ordinary post at their own risk, but will not be valid for delivery pursuant to trades done on Catalist under the book-entry (scripless) settlement system, although they will continue to be *prima facie* evidence of legal title.

If an Entitled Scripholder's address stated in the PAL is different from his address registered with CDP, he must inform CDP of his updated address promptly, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with CDP.

A holder of physical share certificate, or an Entitled Scripholder who has not deposited his share certificate with CDP but wishes to trade on the SGX-ST, must deposit his share certificate with CDP, together with the duly executed instruments of transfer in favour of CDP, and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

THE FINAL TIME AND DATE FOR ACCEPTANCES AND/OR APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES UNDER THE RIGHTS ISSUE IS 5.00 P.M. ON 11 MAY 2017 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY).

9. PERSONAL DATA PRIVACY

By completing and delivering the PAL, an Entitled Shareholder or a renouncee (i) consents to the collection, use and disclosure of his personal data by the Relevant Persons (as defined in Appendix A) for the Purposes (as defined in Appendix A); (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX C – PROCEDURE TO COMPLETE ARE AND ARS

PROCEDURE TO COMPLETE THE ARE/ARS

1. Know your holdings and entitlement

A. KNOW YOUR HOLDINGS & ENTITLEMENT

Number of Shares
currently held by you

XX,XXX

This is your
shareholdings as at
Record Date.

Shares as at
XX April 2017
(Record Date)

This is the date to
determine your
rights entitlements.

Number of Rights
Shares provisionally
allotted*

XX,XXX

This is your number
of rights entitlement.

Issue Price

\$S\$0.0X per Rights Share

This is price that
you need to pay
when you subscribe
for one rights share.

2. Select your application options

B. SELECT YOUR APPLICATION OPTIONS

1. ATM Follow the procedures set out on the ATM screen and submit your application through an ATM of a Participating Bank by XX May 2017 at 9.30 p.m.

Participating Banks are XXX, XXX and XXX.

This is the last date
and time to
subscribe for the
rights share through
ATM and CDP.

2. Mail Complete section below and submit this form to CDP by XX May 2017 at 5.00 p.m.

(i) Only BANKER'S DRAFT/CASHIER'S ORDER payable to "CDP – XXXXX RIGHTS ISSUE ACCOUNT" will be accepted

(ii) Applications using a PERSONAL CHEQUE, POSTAL ORDER or MONEY ORDER will be **rejected**

(iii) Write your name and securities account number on the back of the Banker's Draft/Cashier's Order

You can apply your
rights shares
through ATMs of
these participating
banks.

This is the payee
name to be issued
on your Cashier's
Order where
XXXXX is the name
of the issuer.

Note: Please refer to the ARE/ARS for the actual holdings, entitlements, Record Date, Issue Price, Closing Date for subscription, list of participating ATM banks and payee name on the Cashier's Order.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

The procedures for Electronic Applications at ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks (the “**Steps**”).

Please read carefully the terms of this Offer Information Statement, the Steps, and the terms and conditions for Electronic Applications set out below before making an Electronic Application. An ATM card issued by one (1) Participating Bank cannot be used in respect of the acceptance and (if applicable) excess application for Rights Shares at an ATM belonging to other Participating Banks. Any Electronic Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Application is made will be rejected.

Any reference to the “**Applicant**” in the terms and conditions for Electronic Applications and the Steps shall mean the Shareholder or the purchaser of the provisional allotment of Rights Shares who accepts or (as the case may be) applies for the Rights Shares through an ATM of the Participating Banks. An Applicant must have an existing bank account with, and be an ATM cardholder of, one (1) of the Participating Banks before he can make an Electronic Application at the ATMs of that Participating Bank. The actions that the Applicant must take at ATMs of the other Participating Banks are set out on the ATM screens of the relevant Participating Banks. Upon the completion of his Electronic Application transaction, the Applicant will receive an ATM transaction slip (the “**Transaction Record**”), confirming the details of his Electronic Application. The Transaction Record is to be retained by the Applicant and should not be submitted with any ARE/ARS.

For investors who hold Shares through finance companies or Depository Agents, or SRS investors who had bought Shares using their SRS accounts, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares must be done through the respective finance companies, Depository Agents or approved banks. Such investors and SRS investors are advised to provide their respective finance companies, Depository Agents or approved banks, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptance and (if applicable) applications for excess Rights Shares on their behalf by the Closing Date. Any acceptance and (if applicable) application made directly through CDP, Electronic Applications at ATMs of the Participating Banks, the Share Registrar and/or the Company will be rejected.

For renouncees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares represented by the provisional allotment of Rights Shares purchased must be done through the respective finance companies or Depository Agents, as the case may be. Such renouncees or Purchasers are advised to provide their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances on their behalf by the Closing Date. Any acceptance of the Rights Shares and (if applicable) application for excess Rights Shares made directly through CDP, Electronic Applications at ATMs of the Participating Banks, the Share Registrar and/or the Company will be rejected.

An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he enters his own Securities Account number when using the ATM card issued to him in his own name. Using his own Securities Account number with an ATM card which is not issued to him in his own name will render his acceptance/application liable to be rejected.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

The Electronic Application shall be made on, and subject to, the terms and conditions of this Offer Information Statement, including but not limited to the terms and conditions appearing below.

- (1) In connection with his Electronic Application for the Rights Shares, the Applicant is required to confirm statements to the following effect in the course of activating the ATM for his Electronic Application:
 - (a) **that he has received a copy of this Offer Information Statement and has read, understood and agreed to all the terms and conditions of acceptance and application for the Rights Shares and this Offer Information Statement prior to effecting the Electronic Application and agrees to be bound by the same; and**
 - (b) **that he consents to the disclosure of his name, NRIC/passport number, address, nationality, Securities Account number, CPF Investment Account number and application details (the “Relevant Particulars”) from his account with that Participating Bank to the Share Registrar, Securities Clearing & Computer Services (Pte) Ltd (SCCS), CDP, CPF, the SGX-ST, and the Company (the “Relevant Parties”).**

His application will not be successfully completed and cannot be recorded as a completed transaction in the ATM unless he presses the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key. By doing so, the Applicant shall be treated as signifying his confirmation of each of the 2 statements. In respect of statement 1(b) above, his confirmation, by pressing the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key, shall signify and shall be treated as his written permission, given in accordance with the relevant laws of Singapore including Section 47(2) and the Third Schedule of the Banking Act (Chapter 19), to the disclosure by that Participating Bank of the Relevant Particulars of his account with that Participating Bank to the Relevant Parties.

- (2) An Applicant may make an Electronic Application at an ATM of any Participating Bank for the Rights Shares using cash only by authorising such Participating Bank to deduct the full amount payable from his account with such Participating Bank.
- (3) The Applicant irrevocably agrees and undertakes to subscribe for and to accept the lesser of the number of Rights Shares provisionally allotted and excess Rights Shares applied for as stated on the Transaction Record or the number of provisionally allotted Rights Shares standing to the credit of the **“Free Balance”** of his Securities Account as at the Closing Date. In the event that the Company decides to allot any lesser number of such excess Rights Shares or not to allot any excess Rights Shares to the Applicant, the Applicant agrees to accept the decision as final.
- (4) If the Applicant’s Electronic Application is successful, his confirmation (by his action of pressing the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key on the ATM) of the number of Rights Shares accepted or excess Rights Shares applied for shall signify and shall be treated as his acceptance of the number of Rights Shares accepted or excess Rights Shares applied that may be allotted to him.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

- (5) In the event that the Applicant accepts the Rights Shares by way of a ARE and/or a ARS (as the case may be) and/or by way of acceptance through the Electronic Application through the ATM, CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as it may, in its absolute discretion, deem fit. In determining the number of Rights Shares that the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept such number of Rights Shares not exceeding the number of provisionally allotted Rights Shares that are standing to the credit of the "**Free Balance**" of his Securities Account as at the Closing Date, and CDP, in determining the number of Rights Shares that the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptances, whether by way of banker's draft or cashier's order accompanying the ARE and/or ARS by way of acceptance through the Electronic Application through the ATM.
- (6) If applicable, in the event that the Applicant applies for excess Rights Shares by way of a ARE and by way of application through the Electronic Application through the ATM, CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as it may, in its absolute discretion, deem fit. In determining the number of excess Rights Shares which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of excess Rights Shares not exceeding the aggregate number of excess Rights Shares for which he has applied by way of application through Electronic Application through the ATM and by way of ARE. CDP, in determining the number of excess Rights Shares which the Applicant has given valid instructions for application, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application of the excess Rights Shares, whether by way of banker's draft or cashier's order accompanying the ARE by way of application through Electronic Application through the ATM.
- (7) The Applicant irrevocably requests and authorises the Company to:
- (a) register or procure the registration of the Rights Shares allotted to the Applicant in the name of CDP for deposit into his Securities Account;
 - (b) return (without interest or any share of revenue or other benefit arising therefrom) the application monies, should his Electronic Application for Rights Shares or excess Rights Shares not be accepted, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within fourteen (14) days after the Closing Date; and
 - (c) return (without interest or any share of revenue or other benefit arising therefrom) the balance of the application monies, should his Electronic Application for excess Rights Shares be accepted in part only, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within fourteen (14) days after the Closing Date.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

- (8) BY MAKING AN ELECTRONIC APPLICATION, THE APPLICANT CONFIRMS THAT HE IS NOT ACCEPTING/APPLYING FOR THE RIGHTS SHARES AS NOMINEE OF ANY OTHER PERSON.**
- (9) The Applicant irrevocably agrees and acknowledges that his Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of the Company, CDP, or the Participating Banks), and any other events beyond the control of the Company, CDP, or the Participating Banks and if, in any such event, our Company, CDP, or the Participating Banks do not record or receive the Applicant's Electronic Application, or data relating to the Applicant's Electronic Application or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application and the Applicant shall have no claim whatsoever against the Company, CDP, or the Participating Banks for the purported acceptance of the Rights Shares accepted and (if applicable) excess Rights Shares applied for or for any compensation, loss or damage in connection therewith or in relation thereto.
- (10) ELECTRONIC APPLICATIONS MAY ONLY BE MADE AT THE ATMS OF THE PARTICIPATING BANKS FROM MONDAYS TO SATURDAYS (EXCLUDING PUBLIC HOLIDAYS) BETWEEN 7.00 A.M. TO 9.30 P.M.**
- (11) Electronic Applications shall close at **9.30 p.m. on 11 May 2017** or such other time as the Directors may, in their absolute discretion, decide.
- (12) All particulars of the Applicant in the records of his Participating Bank at the time he makes his Electronic Application shall be deemed to be true and correct and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy of such particulars. If there has been any change in the particulars of the Applicant after the time of the making of his Electronic Application, the Applicant shall promptly notify his Participating Bank.
- (13) The Applicant must have sufficient funds in his bank account(s) with his Participating Bank at the time he makes his Electronic Application, failing which his Electronic Application will not be completed. Any Electronic Application made at the ATMs of the other Participating Banks that does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.
- (14) Where an Electronic Application is not accepted, it is expected that the full amount of the application monies will be refunded in S\$ (without interest or any share of revenue or other benefit arising therefrom) to the Applicant by being automatically credited to the Applicant's account with the relevant Participating Bank within fourteen (14) days after the Closing Date. An Electronic Application may also be accepted in part, in which case the balance amount of application monies will be refunded.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

- (15) In consideration of the Company arranging for the Electronic Application facility through the ATMs of the Participating Banks and agreeing to close the Rights Issue at **9.30 p.m. on 11 May 2017** or such later time or date as the Directors may, in their absolute discretion, decide, and by making and completing an Electronic Application, the Applicant agrees that:
- (a) his Electronic Application is irrevocable (whether or not, to the extent permitted by law, any amendment to this Offer Information Statement or replacement or supplemental document is lodged with the SGX-ST, acting as an agent on behalf of the Authority);
 - (b) his Electronic Application, the acceptance by the Company and the contract resulting therefrom shall be governed by and construed in accordance with the laws of Singapore and he irrevocably submits to the exclusive jurisdiction of the Singapore courts;
 - (c) none of the Company, CDP, or the Participating Banks shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to his Electronic Application to the Company, CDP, or the Participating Banks due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 above or to any cause beyond their respective controls;
 - (d) he will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of the provisionally allotted Rights Shares or acceptance of his application for excess Rights Shares;
 - (e) in respect of the Rights Shares for which his Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Company and not otherwise, notwithstanding any payment received by or on behalf of the Company; and
 - (f) unless expressly provided to the contrary in this Offer Information Statement or the Electronic Application with respect to enforcement against the Applicant, a person who is not a party to any contracts made pursuant to this Offer Information Statement or the Electronic Application has no rights under the Contracts (Rights of Third Parties) Act (Chapter 53B) to enforce any term of such contracts. Notwithstanding any term contained in this Offer Information Statement or the Electronic Application, the consent of any third party is not required for any subsequent agreement by the relevant parties to amend or vary (including any release or compromise of liability) or terminate such contracts. Where the third parties are conferred rights under such contracts, those rights are not assignable or transferable.
- (16) The Applicant should ensure that his personal particulars as recorded by both CDP and the relevant Participating Banks are correct and identical. Otherwise, his Electronic Application may be liable to be rejected. The Applicant should promptly inform CDP of any change in his address, failing which the notification letter on successful allotment and/or other correspondence will be sent to his address last registered with CDP.
- (17) The existence of a trust will not be recognised. Any Electronic Application by a trustee must be made in his own name and without qualification. The Company will reject any application by any person acting as nominee.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

- (18) In the event that the Applicant accepts or subscribes for the provisionally allotted Rights Shares or (if applicable) applies for excess Rights Shares, as the case may be, by way of ARE or ARS or by way of Electronic Application through the ATMs, the provisionally allotted Rights Shares and/or excess Rights Shares will be allotted in such manner as the Company or CDP may, in their absolute discretion, deem fit and the amount paid on acceptance and (if applicable) application or the surplus application monies, as the case may be, will be refunded without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date by any one (1) or a combination of the following:
- (a) by means of a crossed cheque drawn on a bank in Singapore sent **BY ORDINARY POST** at his own risk to his mailing address as maintained with CDP or in such other manner as he may have agreed with CDP for the payment of any cash distribution if he accepts and (if applicable) applies through CDP; and
 - (b) crediting the Applicant's bank account with the Participating Bank at his own risk if he accepts and (if applicable) applies through an ATM of a Participating Bank.
- (19) The Applicant acknowledges that, in determining the total number of Rights Shares represented by the provisional allotments of Rights Shares which he can validly accept, CDP and the Company are entitled and the Applicant authorises the Company and CDP to take into consideration:
- (a) the total number of Rights Shares represented by the provisional allotment of Rights Shares that the Applicant has validly accepted, whether under the ARE(s) or any other form of application (including Electronic Application through an ATM) for the Rights Shares;
 - (b) the total number of Rights Shares represented by the provisional allotment of Rights Shares standing to the credit of the "**Free Balance**" of the Entitled Depositor's Securities Account which is available for acceptance; and
 - (c) the total number of Rights Shares represented by the provisional allotment of Rights Shares which has been disposed of by the Entitled Depositor.
- The Applicant acknowledges that CDP's and the Company's determination shall be conclusive and binding on him.
- (20) The Applicant irrevocably requests and authorises CDP to accept instructions from the Participating Bank through whom the Electronic Application is made in respect of the provisional allotment of Rights Shares accepted by the Applicant and (if applicable) the excess Rights Shares which the Applicant has applied for.

APPENDIX D – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH ATMS OF PARTICIPATING BANKS

- (21) With regard to any application which does not conform strictly to the instructions set out under this Offer Information Statement, the PAL, the ARE, the ARS, (if applicable) the Constitution of the Company and/or other application form for the Rights Shares in relation to the Rights Issue or which does not comply with the instructions for Electronic Application or with the terms and conditions of this Offer Information Statement, or in the case of an application by the PAL, the ARE, the ARS and/or any other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, or where the **“Free Balance”** of the Applicant’s Securities Account is not credited with, or is credited with less than the relevant number of Rights Shares subscribed as at the Closing Date, the Company and/or CDP may, at their absolute discretion, reject or treat as invalid any such application or present for payment or other processes all remittances at any time after receipt in such manner as it may deem fit.
- (22) The Company and/or CDP shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application for excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for excess Rights Shares.

This Offer Information Statement is dated 20 April 2017.

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Offer Information Statement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Offer Information Statement misleading. Where information in this Offer Information Statement 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 Offer Information Statement in its proper form and context.

For and on behalf of
LEY CHOON GROUP HOLDINGS LIMITED

TOH CHOO HUAT

DR LOW BOON HWEE

LING CHUNG YEE ROY

CHIA SOON HIN WILLIAM

TEO HO BENG

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