

REMINDER LETTER DATED 8 JANUARY 2019

FROM MOUNTBATTEN RESOURCES PTE. LTD. TO SHAREHOLDERS OF LTC CORPORATION LIMITED

## EXIT OFFER FOR LTC CORPORATION LIMITED

ACCEPT NOW TO RECEIVE  
**S\$0.925** IN CASH  
FOR EACH OFFER SHARE  
EXIT OFFER PRICE IS FINAL

### OFFEROR AND ITS CONCERT PARTIES HAVE 89.77%

As at 5.00 p.m. (Singapore time) on 27 December 2018, the Offeror and parties acting or deemed to be acting in concert with the Offeror owned, controlled or agreed to acquire 89.77% of the total number of Shares in LTC<sup>(1)</sup>

### THE EXIT OFFER IS UNCONDITIONAL

The Delisting Resolution was passed by LTC's shareholders (the "Shareholders") at the extraordinary general meeting dated 11 December 2018 and the Exit Offer turned unconditional on 11 December 2018.

Accordingly, if you accept the Exit Offer, you will receive the cash consideration within 7 Business Days upon receipt of your valid acceptance.

**LTC will be delisted after the close of the Exit Offer.**

### EXIT OFFER PRICE IS FINAL

The consideration for the Exit Offer will be: S\$0.925 in cash per Offer Share ("**Exit Offer Price**").

**The Exit Offer Price is final. The Offeror does not intend to revise the Exit Offer Price under any circumstances.**

**Acceptances should be received by the close of the Exit Offer at  
5.30 p.m. (Singapore time) on 31 January 2019  
(or such later date(s) as announced by or on behalf of the Offeror) (the "Closing Date")**

Note (1): The shareholding interest percentage is based on the issued share capital of 156,453,000 Shares as at the date of this Reminder Letter, and rounded to the nearest two decimal places.

If you are in any doubt about the Exit Offer, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

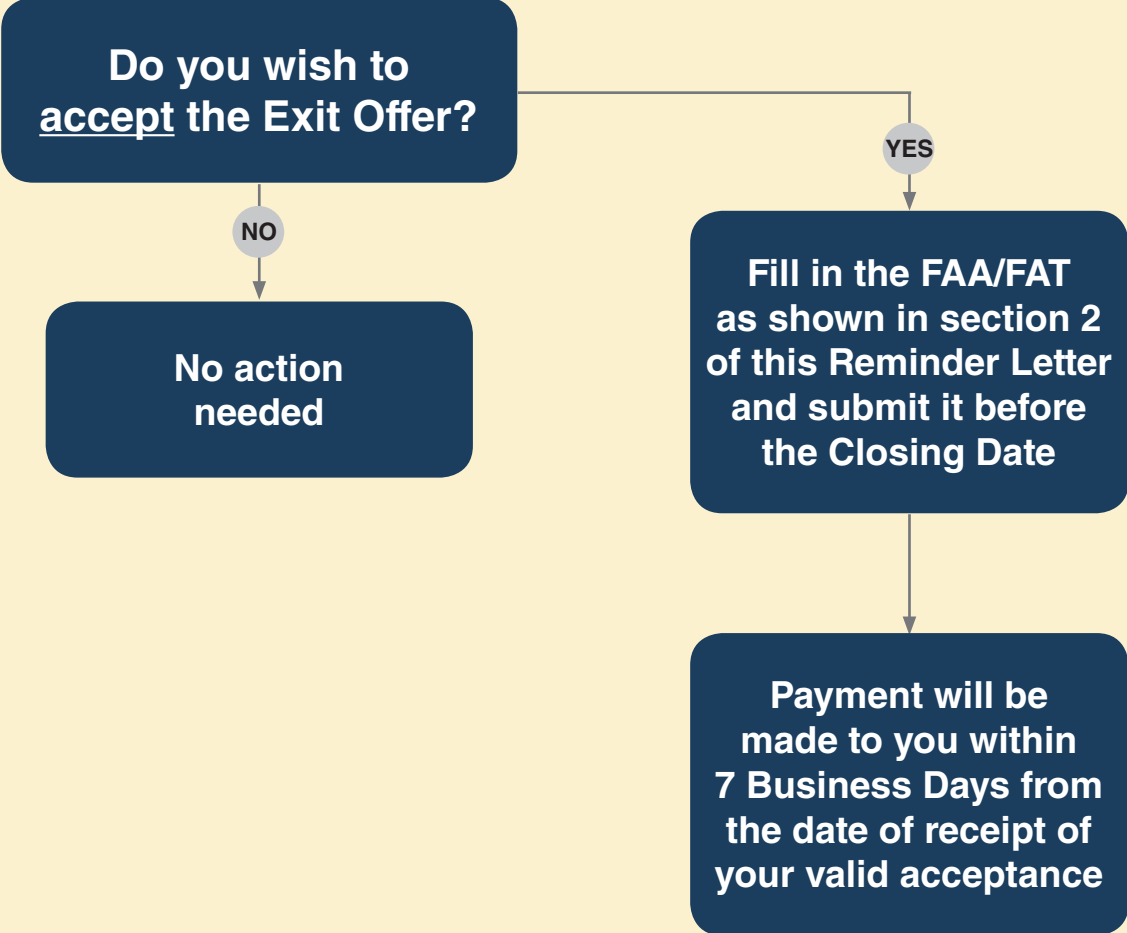
Shareholders are advised to exercise caution when dealing in their Shares, and refrain from taking any action in relation to their Shares which may be prejudicial to their interests until they or their advisers have considered the information in the Exit Offer Letter despatched to Shareholders on 29 October 2018 (the "**Exit Offer Letter**"), and the recommendations of the Independent Directors as well as the advice of the independent financial adviser to the Independent Directors, as set out in LTC's circular despatched to Shareholders on 29 October 2018 (the "**Circular**").

Shareholders should also refer to the announcements released by the Offeror on the SGXNET following the despatch of the Exit Offer Letter, before taking any action in relation to their Shares.

*All capitalised terms shall, if not otherwise defined herein, bear the same meanings ascribed to them in the Exit Offer Letter.*

# WHAT YOU SHOULD KNOW ABOUT THE EXIT OFFER

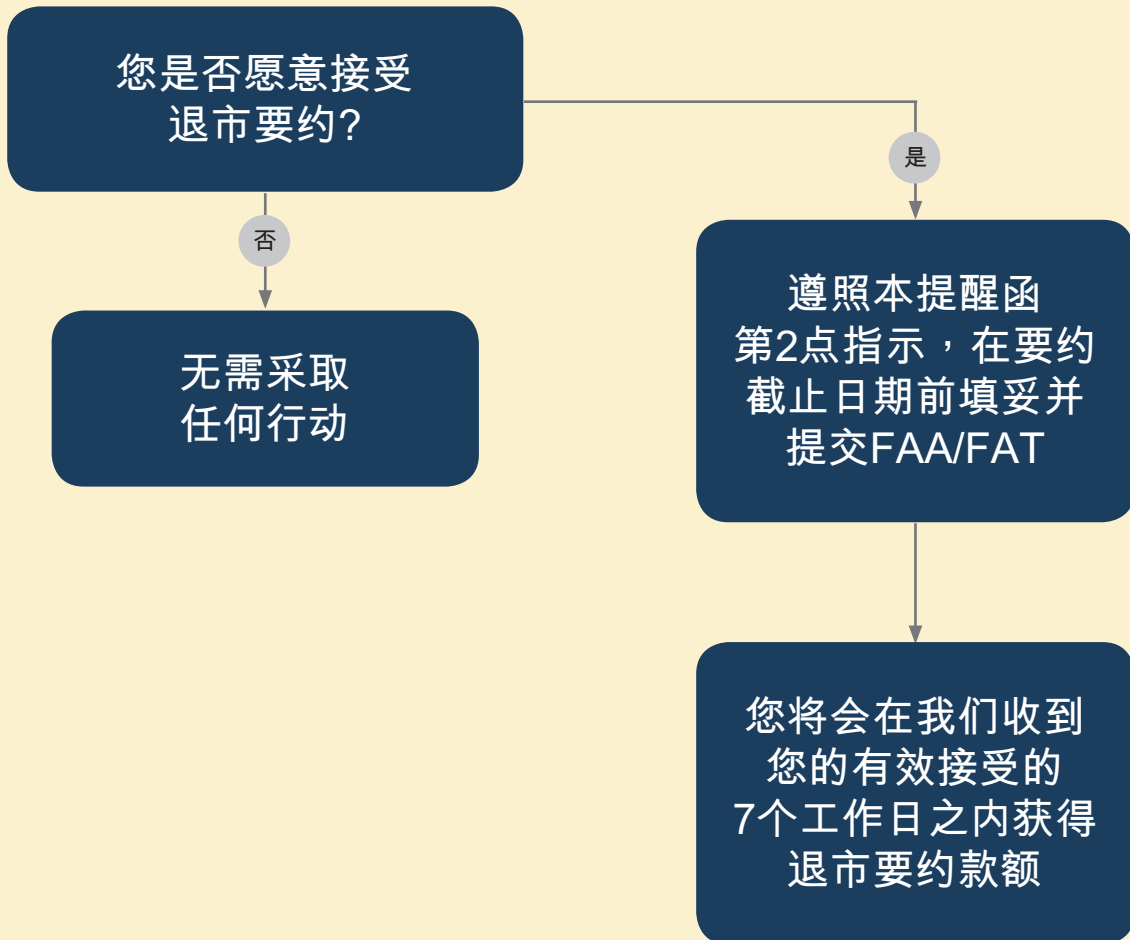
## 1. As a Shareholder, What Can You Do Next?



*All capitalised terms shall, if not otherwise defined herein, bear the same meanings ascribed to them in the Exit Offer Letter.*

# 退市要约须知

## 1. 身为股东，您下一步能做什么？



# WHAT YOU SHOULD KNOW ABOUT THE EXIT OFFER

## 2. How to Accept the Exit Offer

### STEP 1: Locate the FAA and/or FAT

Locate the FAA (for scripless Shares) and/or FAT (for Shares in scrip form) in this package, or obtain:

- The FAA from CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588;
- The FAT from B.A.C.S. Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
- Electronic copies of the FAA and/or FAT from the website of SGX-ST at [www.sgx.com](http://www.sgx.com).

Details for completing the FAA and FAT are set out in the FAA or FAT (as the case may be), and Appendix 1 to the Exit Offer Letter.

### STEP 2: Fill in your details and sign the FAA

Under Part A, fill in the number of Offer Shares in the “Free Balance” of your CDP Securities Account that you wish to tender in acceptance of the Exit Offer.

I/We hereby irrevocably authorise CDP to effect the transfer from my/our Securities Account with CDP of the following number of Offer Shares to the Securities Account maintained with CDP of the Offeror or the Transferee:

Part A	Number of Offer Shares now standing to the credit of the “Free Balance” of my/our Securities Account in respect of which the Exit Offer is accepted	Please indicate the number of Offer Shares you wish to tender in acceptance of the Exit Offer
		<b>1</b> Insert number here

**NOTE:** Please refer to paragraphs 3 and 4 of page 2 of this FAA for instructions on inserting the number of Offer Shares above.

Please fill in the applicable date and proceed to sign off on the bottom right hand corner of the FAA.

Date \_\_\_\_\_

**2** Please date here

**3** Please sign here

Signature(s)/Thumbprint(s) of Depositor(s)/Joint Depositors.  
For corporations, please sign as per your signing mandate and where appropriate, the Common Seal to be affixed in accordance with your Constitution or relevant constitutive documents.

### STEP 3: Return the completed FAA

Return the completed FAA in the enclosed pre-addressed envelope so that it arrives at CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588 **NOT LATER THAN 5.30 p.m. (Singapore time) on the Closing Date.**

The enclosed pre-addressed envelope is pre-paid for posting.

Postage will be paid by addressee. For posting in Singapore only.

BUSINESS REPLY SERVICE  
PERMIT NO. 09500

MOUNTBATTEN RESOURCES PTE. LTD.  
C/O THE CENTRAL DEPOSITORY (PTE) LIMITED  
ROBINSON ROAD POST OFFICE  
P.O. BOX 1984  
SINGAPORE 903934

LAST TIME AND DATE FOR ACCEPTANCE OF THE EXIT OFFER: 5.30 P.M. (SINGAPORE TIME) ON 28 NOVEMBER 2018 OR SUCH LATER DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF MOUNTBATTEN RESOURCES PTE. LTD. (THE “CLOSING DATE”)

EXIT OFFER FOR LTC CORPORATION LIMITED

# 退市要约须知

## 2. 接受退市要约的指示

### 第1步: 找出FAA和/或FAT表格

请找出随本文件附带的FAA(适用于持有无纸化股票的股东)和/或FAT(适用于持有纸质股票的股东),或者通过以下方式获取相关表格:

- FAA: CDP, 9 North Buona Vista Drive, #01-19/20, The Metropolis, Singapore 138588;
- FAT: B.A.C.S. Private Limited, 8 Robinson Road, #03-00 ASO Building, Singapore 048544; 或
- 从新加坡证券交易所网站; [www.sgx.com](http://www.sgx.com) 下载FAA和/或FAT电子版表格。

有关FAA和FAT表格的更多说明请参见FAA或FAT及退市要约函件的附件1。

### 第2步: 填写个人资料并签署FAA表格

请在Part A填写您在CDP证券账户上的“自由结余”项下打算接受退市要约的要约股份数目。

I/We hereby irrevocably authorise CDP to effect the transfer from my/our Securities Account with CDP of the following number of Offer Shares to the Securities Account maintained with CDP of the Offeror or the Transferee.

Part A	Number of Offer Shares now standing to the credit of the "Free Balance" of my/our Securities Account in respect of which the Exit Offer is accepted	Please indicate the number of Offer Shares you wish to tender in acceptance of the Exit Offer
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NOTE: Please refer to paragraphs 3 and 4 of page 2 of this FAA for instructions on inserting the number of Offer Shares above.

1 请填写数目

请在表格中填写适用日期并在表格右下角签名。

2 请填写日期

Date

3 请签名

Signature(s)/Thumbprint(s) of Depositor(s)/Joint Depositors.  
For corporations, please sign as per your signing mandate and where appropriate, the Common Seal to be affixed in accordance with your Constitution or relevant constitutive documents.

### 第3步: 寄回已填妥的FAA

请将填妥的FAA表格装入随附预先填好地址的信封并寄回。该邮件必须在不迟于退市要约截止日期当日下午5时30分(新加坡时间)到达CDP, 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588。

附信封已预存邮资, 投寄无须贴上邮票。

Postage will be paid by addressee. For posting in Singapore only.

BUSINESS REPLY SERVICE  
PERMIT NO. 09500

MOUNTBATTEN RESOURCES PTE. LTD.  
C/O THE CENTRAL DEPOSITORY (PTE) LIMITED  
ROBINSON ROAD POST OFFICE  
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EXIT OFFER FOR LTC CORPORATION LIMITED

此中文版提醒函源自于英文版。如中文版和英文版存在不一致之处, 皆以英文版为准。  
所有术语的含义均以退市要约函件中的定义为准。

# WHAT YOU SHOULD KNOW ABOUT THE EXIT OFFER

## KEY CONTACT INFORMATION

**PRIMEPARTNERS CORPORATE FINANCE PTE. LTD.**

(65) 6229 8088

(during office hours)

## IMPORTANT NOTICE

The information in this Reminder Letter is a summary of the Exit Offer and is qualified by, and should be read in conjunction with, the full information contained in the Exit Offer Letter and the Circular. In the event of any inconsistency or conflict between the terms of this Reminder Letter and the Exit Offer Letter, the terms set out in the Exit Offer Letter shall prevail.

Nothing in this reminder letter is intended to be, or shall be taken as, advice, recommendation or solicitation to the Shareholders. PrimePartners Corporate Finance Pte. Ltd., as the financial adviser to the Offeror in connection with the Exit Offer, is acting for and on behalf of the Offeror and does not purport to advise any Shareholder.

## RESPONSIBILITY STATEMENT

The directors of the Offeror (the “**Offeror Directors**”) (including any who may have delegated detailed supervision of the preparation of this Reminder Letter) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Reminder Letter are fair and accurate and that, where appropriate, no material facts in relation thereto have been omitted from this Reminder Letter, and the Offeror Directors jointly and severally accept responsibility accordingly.

Where any information in this Reminder Letter has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to LTC), the sole responsibility of the Offeror Directors has been to ensure through reasonable enquiries that such information is accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this Reminder Letter.

# 退市要约须知

## 联系方式

建力企业财务策划有限公司 (「PPCF」)  
(65) 6229 8088  
(在办公时间内)

## 重要声明

本提醒函所载资料仅为退市要约的概要，故应受退市要约函件所载的全部内容所限，并与退市要约函件及退市股东通函一并阅读。若本提醒函与退市要约函件存在任何不一致或相冲突的条款，则应以退市要约函件的所列条款为准。

本提醒函所列的任何信息并未意在或可被作为提供给股东的意见、推荐或游说。PPCF，身为收购人的财务顾问，代表收购人行事，而并非旨在向任何股东提供意见。

## 责任声明

收购人董事（包括可能已就详细审察本提醒函编制而作出委托的任何董事）已采取一切合理查审的行动，确保本提醒函所陈述的事实及所表达的一切意见均为公平准确，且本提醒函并无遗漏任何相关的重要事实。收购人董事对此共同及个别承担责任。

倘本提醒函任何资料摘录或转载自己发布或其他公开来源（包括但不限于LTC信息），收购人董事的唯一责任为经合理查询后，确保有关资料乃准确无误地摘录自该等来源或在本提醒函反映或转载（视乎情况而定）。

提醒函2019年1月8日

MOUNTBATTEN RESOURCES PTE. LTD. 致 LTC CORPORATION LIMITED 股东

# LTC CORPORATION LIMITED 的退市要约

接受退市要约以  
获得每一LTC股份为  
**S\$0.925** 现金价款  
退市要约价为最终定价

收购人及其协议人  
拥有89.77%

于2018年12月27日，下午5时（新加坡时间），收购人及其协议人拥有、控制或同意收购的股份占 LTC 已发行股本约89.77%<sup>(1)</sup>

退市要约已成为  
全面无条件

由于LTC退市决议于2018年12月11日在股东特别大会获得股东批准，退市要约已于同一天成为全面无条件。

因此，若您接受退市要约，在我们收到您的有效接受的7个工作日之内，您将会获得退市要约价款。

LTC也将在退市要约截止日或之后除牌。

退市要约价为  
最终定价

退市要约将以现金S\$0.925每股要约股份提出（「退市要约价」）。

退市要约价为最终定价。收购人表示将在任何情况下不会修改退市要约价。

退市要约接纳表格须于要约截止日期之前送达，即  
2019年1月31日，下午5时30分（新加坡时间）  
（或收购人或其代表可能公告之较迟时间或日期）（「**要约截止日期**」）

注释 (1): 为计算本提醒函中的任何百分比股份，使用的股份总数为156,453,000股，也舍入到小数点后两位。

如果您对退市要约有任何疑问，请立即向您的股票经纪，银行经理，律师或其他专业顾问咨询。

建议股东在处置其股份时谨慎行事，并避免采取任何可能对其不利的有关其股份的行为，直到他们或他们的顾问已经考虑收购人于2018年10月29日向LTC股东发出的退市要约函件（「**退市要约函件**」）及2018年10月29日向LTC股东发出的退市股东通函（「**退市股东通函**」）中所载明的资料和LTC独立董事所作出的推荐及独立财务顾问致LTC独立董事对于退市要约的意见。

在对其股份采取任何行动之前，股东应参考收购人在寄发退市要约函件后，在新交所网上(SGXNET)公布的所有公告。

此中文版提醒函源自于英文版。如中文版和英文版存在不一致之处，皆以英文版为准。  
所有术语的含义均以退市要约函件中的定义为准。