

**OLD CHANG KEE LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number 200416190W)  
(the "Company")

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**NOTICE OF EXPIRY OF WARRANTS W130906**

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**TO: ALL HOLDERS OF WARRANTS W130906 (THE "WARRANTS") TO SUBSCRIBE FOR NEW ORDINARY SHARES IN THE CAPITAL OF OLD CHANG KEE LTD. (THE "COMPANY")**

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

Holders of the Company's Warrants ("**Warrantholders**") who have sold their Warrants should immediately upon receipt of a copy of this Notice, send it to the purchaser or the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this notice, the term "Warrants" refer to all warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 17 August 2010 (the "**Deed Poll**").

Where capitalised terms are used in this Notice and not otherwise defined, such capitalised terms shall bear the same meaning as ascribed to them in the Deed Poll.

**EXPIRY OF WARRANTS ON FRIDAY, 6 SEPTEMBER 2013 AT 5.00 P.M.**

Warrantholders are reminded that in accordance with the terms and conditions of the Warrants set out in the Deed Poll, the rights to subscribe for new ordinary shares in the capital of the Company (the "**New Shares**") comprised in the Warrants will expire at **5.00 p.m. on Friday, 6 September 2013** after which time, any subscription rights comprised in the Warrants which have not been exercised will lapse and the Warrants will cease to be valid for any purpose whatsoever.

**EXERCISE PRICE**

The exercise price of the Warrants is **S\$0.10** for each New Share (the "**Exercise Price**").

**PROCEDURE FOR EXERCISE OF WARRANTS**

Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Warrants. In order to exercise the Warrants, a Warrantholder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the "**Exercise Notice**").

A copy of the Exercise Notice and this Notice of Expiry of Warrants W130906 will be posted out together to Warrantholders on 6 August 2013. Copies of the Exercise Notice are also available from the Warrant Agent, Boardroom Corporate & Advisory Services Pte. Ltd.. The address, telephone number and business hours of the Warrant Agent are as follows:

Warrant Agent	:	Boardroom Corporate & Advisory Services Pte. Ltd.
Address	:	50 Raffles Place, #32-01, Singapore Land Tower Singapore 048623
Telephone Number	:	+65 6536 5355
Business Hours	:	Mondays to Fridays 8.30 a.m. to 5.30 p.m.

The completed Exercise Notice must be delivered to the Warrant Agent **not later than 5.00 p.m. on Friday, 6 September 2013** accompanied with the following:

- (i) lodgement at the specified office of the Warrant Agent of the relevant Warrant Certificate registered in the name of the exercising Warrantholder or The Central Depository (Pte) Limited (the “**CDP**”) (as the case maybe) and the Exercise Notice copies of which may be obtained from the Warrant Agent and which are in the form or substantially in the form prescribed by the Deed Poll, duly completed in accordance with the instructions on such form and signed by, or on behalf of, the exercising Warrantholder and duly stamped in accordance with any law for the time being in force relating to stamp duty, provided always that the Warrant Agent may dispense with or defer the production of the relevant Warrant Certificate if it is registered in the name of the CDP;
- (ii) the furnishing of such evidence as the Warrant Agent may require to determine or verify due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including any joint Warrantholder) or otherwise to ensure the due exercise of the Warrants;
- (iii) the payment or satisfaction of the Exercise Price at the specified office of the Warrant Agent in the form of:
  - (a) a remittance in Singapore currency by Banker’s Draft or Cashier’s Order drawn on a bank operating in Singapore, for the credit of “**OLD CHANG KEE LTD.**” for the full amount of the Exercise Price payable in respect of the Warrants exercised; or
  - (b) subject to the Warrants being listed on Catalist, by debiting the relevant Warrantholder’s CPF Investment Account with the CPF Approved Bank as specified in the Exercise Notice, for the credit of the Special Account for the full amount of the Exercise Price payable in respect of the Warrants exercised.

Provided always that:

- (a) all payments shall be made free of any foreign exchange commissions, remittance charges or other deductions and any Banker’s Drafts or Cashier’s Orders shall be endorsed on the reverse side with the number of Warrants exercised and, if the relevant Warrant Certificate is registered in the name of a person other than the CDP, the certificate numbers of the relevant Warrant Certificates or, if the relevant Warrant Certificate is registered in the name of the CDP, the Securities Account number of the exercising Warrantholder which is to be debited with the number of Warrants being exercised and the name of the exercising Warrantholder; and
- (b) in each case compliance must also be made with any exchange control or other statutory requirements for the time being applicable.
- (iv) the payment of any fees or expenses payable to the CDP and of any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Warrants; and
- (v) the payment of the expenses for, and the submission of any necessary documents required in order to effect, the registration of the New Shares in the name of the exercising Warrantholder or the CDP (as the case may be) and the delivery of the certificates for such New Shares and any property or other securities to be delivered upon exercise of the relevant Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to the CDP (as the case may be).

Any exercise by a Warrantholder in respect of Warrants registered in the name of the CDP shall be further conditional on:

- (i) that number of Warrants so exercised being credited to the “Free Balance” of the Securities Account of the exercising Warrantholder and remaining so credited until the relevant Exercise Date; and
- (ii) the relevant Exercise Notice specifying that the New Shares arising on exercise of the relevant Warrants are to be credited to the Securities Account of the exercising Warrantholder or, in the case where funds standing to the credit of a CPF Investment Account are to be used for the payment of the Exercise Price, are to be credited to the Securities Account of the nominee company of the CPF Approved Bank as specified in the Exercise Notice, failing which the Exercise Notice shall be void and all rights of the exercising Warrantholder and of any other person thereunder shall cease.

Any New Shares arising from such exercise of the Warrants shall be fully paid and rank *pari passu* in all respects with the then existing Shares of the Company, save for any dividends, rights, allotments or other distributions that may be declared or paid, the Record Date for which is before the relevant date of exercise of the Warrants. "**Record Date**" in this context means, 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 in order to participate in such dividends, rights, allotments or other distributions.

#### **LAST DAY FOR TRADING IN WARRANTS**

**The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited (the "SGX-ST") will be 30 August 2013, and trading will cease with effect from 9.00 a.m. on 2 September 2013. The Warrants will then be delisted from the Official List of the SGX-ST with effect from 9.00 a.m. on 9 September 2013.**

**AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON 6 SEPTEMBER 2013, ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.**

By Order of the Board  
**OLD CHANG KEE LTD.**

**Lim Tao-E William**  
**Chief Executive Officer**

Date: 6 August 2013

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

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

*The contact person for the Sponsor is Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.*