

HANWELL HOLDINGS LIMITED
(Company Registration No. 197400888M)
Incorporated in the Republic of Singapore)

OFFER FOR 29.89% SHAREHOLDING INTEREST IN INTRACO LIMITED

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Hanwell Holdings Limited (the “**Company**”) wishes to announce that the Company has received a letter dated 7 August 2012 (the “**Offer Letter**”) from a certain Mr. Oei Hong Leong (“**Mr. Oei**”) in relation to his offer to acquire from the Company, 29,486,148 issued and paid up ordinary shares (the “**Offer**”) in the share capital of Intraco Limited (“**Intraco**”) which represents approximately 29.89% of the total number of issued ordinary shares in Intraco (the “**Sale Shares**”) for a total consideration of S\$18,576,273.24, subject to other terms in the Offer Letter. The price offered by Mr. Oei for each Sale Share is S\$0.63.

2. KEY TERMS OF THE OFFER PROPOSED BY MR. OEI

- 2.1 The Offer may be accepted by the Company at any time after the conclusion of the extraordinary general meeting to approve the transfer of the Sale Shares to TH Investments Pte Ltd to be held at 3 pm on 17 August 2012 to 5 pm (Singapore time) on 21 August 2012. If the Offer is not accepted by the Company by 5 pm on 21 August 2012, the Offer shall lapse and be of no further effect.
- 2.2 Completion of the transfer of the Sale Shares shall be by way of a married deal on the main board of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) to be effected by stockbrokers. Completion shall occur during the trading hours of SGX-ST on 22 August 2012 or such other date as may be mutually agreed between the Company and Mr. Oei.
- 2.3 Mr. Oei has confirmed in the Offer Letter that following the completion of his acquisition of the Sale Shares, he will make or procure the making of a general offer to acquire all the issued ordinary shares in the share capital of Intraco, other than those already owned, controlled or agreed to be acquired by him.

3. CAUTIONARY STATEMENT

In the meantime, shareholders are advised to refrain from taking any action in relation to their shares in the Company which may be prejudicial to their interests, and to exercise caution when dealing or trading in the shares of the Company. Shareholders and potential investors should consult their stockbrokers, bankers, solicitors or other professional advisers if they have any doubt about the actions they should take.

The Company will make the appropriate announcements about the Offer at the relevant time.

4. DIRECTORS’ RESPONSIBILITY STATEMENT

The Directors of the Company have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate in all material aspects as at the

date hereof and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

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

By Order of the Board

Tan Hui Ann Sherry
Joint Company Secretary
7 August 2012