



**德龙控股**  
DELONG HOLDINGS

DELONG HOLDINGS LIMITED (REG. NO 199705215G)

---

**VOLUNTARY CONDITIONAL CASH OFFER BY STIRLING COLEMAN CAPITAL LIMITED, FOR AND  
ON BEHALF OF BEST GRACE HOLDINGS PTE. LTD. FOR  
DELONG HOLDINGS LIMITED**

**DESPATCH OF OFFEREE CIRCULAR**

---

**1. INTRODUCTION**

The board of directors (the “**Board**”) of the Company refers to its announcements dated 29 July 2019, 13 August 2019 and 16 August 2019 in relation to the voluntary conditional cash offer (the “**Offer**”) made by Stirling Coleman Capital Limited (“**Stirling Coleman**”), for and on behalf of Best Grace Holdings Pte. Ltd. (the “**Offeror**”), for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of the Company, other than Shares already held by the Offeror, its related corporations and their nominees at the date of the Offer Announcement (the “**Offer Shares**”), in accordance with Rule 15 of The Singapore Code on Take-overs and Mergers (the “**Code**”) and Section 139 of the Securities and Futures Act (Chapter 289 of Singapore).

All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed in the aforesaid announcements and the Offeree Circular.

**2. DESPATCH OF OFFEREE CIRCULAR**

The Offeree Circular has been despatched to Shareholders today, containing, amongst others, the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors in respect of the Offer.

Shareholders who do not receive the Offeree Circular within two (2) business days from the date hereof should contact B.A.C.S. Private Limited at 8 Robinson Road, #03-00, ASO Building, Singapore 048544, being the share registrar of the Company (“**Registrar**”) to obtain a copy of the Offeree Circular during normal business hours up to and including the Closing Date.

Electronic copies of the Offeree Circular are also available on the website of the Singapore Exchange Securities Trading Limited at [www.sgx.com](http://www.sgx.com). Shareholders should read and carefully consider the contents of the Offeree Circular, including the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors in respect of the Offer before deciding whether to accept or reject the Offer. If you are in any doubt in relation to the Offer or as

to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

### **3. CLOSING DATE**

Shareholders should note that the Offer will close at 5.30 p.m. (Singapore time) on 10 September 2019. The Offeror does not intend to extend the Offer beyond such time and date.

### **4. OVERSEAS SHAREHOLDERS**

The Offeree Circular may not be sent to Shareholders who do not have a Singapore correspondence address due to potential restrictions on sending such documents to the relevant overseas jurisdictions. Any affected overseas Shareholder may nevertheless obtain copies of the Offeree Circular from the offices of the Registrar as set out above, download a copy of the Offeree Circular from [www.sgx.com](http://www.sgx.com), or make a request to the Registrar for the Offeree Circular to be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date.

### **5. RESPONSIBILITY STATEMENT**

The directors of the Company (including those who have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement (other than those relating to the Offeror and the Offer) are fair and accurate, and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, any announcements made by or on behalf of the Offeror), the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this Announcement in its proper form and context.

BY ORDER OF THE BOARD

Lai Hock Meng  
Lead Independent Director

27 August 2019