



(Company Registration Number: 198101305R)  
(Incorporated in the Republic of Singapore)

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**PROPOSED RENOUNCEABLE UNDERWRITTEN RIGHTS ISSUE OF 114,805,000 NEW ORDINARY SHARES (“RIGHTS SHARES”) IN THE CAPITAL OF THE COMPANY, AT AN ISSUE PRICE OF S\$0.16 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY FOUR (4) EXISTING ORDINARY SHARES (EXCLUDING TREASURY SHARES) IN THE CAPITAL OF THE COMPANY HELD BY ENTITLED SHAREHOLDERS AS AT THE BOOKS CLOSURE DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE “RIGHTS ISSUE”)**

**- LODGMENT OF OFFER INFORMATION STATEMENT AND ITS ACCOMPANYING DOCUMENTS**

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*In this announcement, unless otherwise defined, capitalised terms have the same meaning ascribed to them in the Rights Issue Announcements (as defined herein).*

**1. Introduction**

The Board of Sin Heng Heavy Machinery Limited (the “**Company**”) refers to its announcements made on 26 June 2013, 5 July 2013 and 12 July 2013 in relation to the Rights Issue (the “**Rights Issue Announcements**”).

**2. Lodgment of Offer Information Statement and Accompanying Documents**

The Board wishes to announce that the Company has lodged the offer information statement dated 24 July 2013 (the “**Offer Information Statement**”) in relation to the Rights Issue with the Monetary Authority of Singapore (“**MAS**”) today. The Offer Information Statement is available on MAS's website at <http://masnet.mas.gov.sg/opera/sdrprosp.nsf>.

The Offer Information Statement, together with a copy of the Provisional Allotment Letter (the “**PAL**”) or the Application Form for Rights Shares and Excess Rights Shares (the “**ARE**”), as the case may be, will be despatched by the Company to Entitled Shareholders on or about 25 July 2013.

Approval in-principle has been obtained from the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 5 July 2013 for the listing of and quotation for the Rights Shares on the Official List of the SGX-ST, subject to certain conditions which have been disclosed in the Company's announcement in relation to the Rights Issue dated 5 July 2013. The approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Rights (as defined below), the Company, its subsidiaries and/or their securities.

**3. Acceptances of Provisional Allotments of Rights Shares and (if applicable) Applications for Excess Rights Shares**

Acceptances of provisional allotments of Rights Shares and (if applicable) applications for Excess Rights Shares under the Rights Issue may only be made:

- (a) in the case of Entitled Scripholders, through the PAL; and/or
- (b) in the case of Entitled Depositors, through the ARE or by way of an Electronic Application through an ATM of a Participating Bank.

The acceptance of provisional allotment of Rights Shares and (if applicable) applications for Excess Rights Shares must be done through (i) the respective finance company or depository agent, for investors who hold Shares through a finance company or Depository Agent, (ii) the CPF Approved Bank, for investors who had bought Shares under the CPFIS-OA; and (iii) the SRS Approved Bank for SRS Investors who had bought Shares under their SRS Accounts. Any acceptance and/or application by such investors to accept the provisional allotments 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 at any ATM of a Participating Bank will be rejected.

More information on the procedures for and terms and conditions applicable to acceptance, payment, renunciation, splitting and/or sale of the provisional allotments of Rights Shares and for the application of Excess Rights Shares, including the different modes of acceptances or applications and payment by Entitled Shareholders can be found in the Offer Information Statement, the PAL and the ARE.

#### **4. Trading period for the Rights**

The trading of the nil-paid provisional allotments of Rights Shares (the "**Rights**") on the SGX-ST will commence from 9.00 a.m. on 25 July 2013 and end at 5.00 p.m. on 2 August 2013.

Entitled Depositors who sell their Rights on the SGX-ST during this period need not forward the ARE to the purchasers of the Rights ("**Purchasers**") as arrangements will be made by The Central Depository (Pte) Limited ("**CDP**") for a separate Application Form for Rights Shares (the "**ARS**") to be issued to the Purchasers. Purchasers should note that CDP will, on behalf of the Company, send the Offer Information Statement together with the ARS, by ordinary post and at the Purchasers' own risk, to their respective Singapore addresses as registered with CDP. For the avoidance of doubt, Purchasers are not eligible to subscribe for Excess Rights Shares.

#### **5. Foreign Shareholders and Foreign Purchasers**

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

Accordingly, the Offer Information Statement, together with the PAL, ARE or the ARS (as the case may be), will not be despatched to Foreign Shareholders or Foreign Purchasers. Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited by CDP to their Securities Account should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

The Company reserves the right to reject any acceptances of the Rights and/or applications for Excess Rights Shares where it believes, or has reason to believe, that such acceptances and/or applications may violate the applicable legislation of any jurisdiction.

#### **6. Collection of the Offer Information Statement**

Entitled Shareholders who do not receive the Offer Information Statement, together with the PAL or ARE (as the case may be) within a week from the date of this announcement may obtain copies of the documents from CDP or the Company's Share Registrar (as the case may be) during the period up to the Closing Date (as defined below) or such other time and/or date(s) as may be announced from time to time by or on behalf of the Company, at their respective addresses as follows:

**CDP**  
The Central Depository (Pte) Limited  
4 Shenton Way  
#02-01 SGX Centre 2  
Singapore 068807

**Share Registrar**  
Boardroom Corporate & Advisory  
Services Pte. Ltd.  
50 Raffles Place  
#32-01, Singapore Land Tower  
Singapore 048623

Purchasers of the Rights who do not receive the Offer Information Statement and/or the ARS may obtain copies of the same from CDP (at the address stated above) during the period up to the Closing Date or such other time and/or date(s) as may be announced from time to time by or on behalf of the Company.

For the purpose of the Rights Issue, “**Closing Date**” means the following:

- (a) 5.00 p.m. on 12 August 2013 (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 for the Rights Shares under the Rights Issue through CDP or the Share Registrar; or
- (b) 9.30 p.m. on 12 August 2013 (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 for the Rights Shares under the Rights Issue through an ATM

#### 7. **Expected Timetable of Key Events**

The timetable below lists certain important dates and times relating to the Rights Issue. All dates and times referred to below are Singapore dates and times:

Despatch of the Offer Information Statement together with the ARE or the PAL, as the case may be, to the Entitled Shareholders	:	25 July 2013
Commencement of trading of “nil-paid” Rights	:	25 July 2013
Last date and time for trading of “nil-paid” Rights	:	2 August 2013 at 5.00 p.m.
Last date and time for splitting of “nil-paid” Rights	:	2 August 2013 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares	:	12 August 2013 at 5.00 p.m. (or 9.30 p.m. for electronic applications)
Last date and time for renunciation of and payment for Rights Shares	:	12 August 2013 at 5.00 p.m.
Last date and time for application and payment for Excess Rights Shares	:	12 August 2013 at 5.00 p.m. (or 9.30 p.m. for electronic applications)
Expected date for issuance of Rights Shares	:	19 August 2013
Expected date for crediting of Rights Shares	:	20 August 2013
Expected date for refund of unsuccessful applications (if made through CDP)	:	20 August 2013

Expected date for commencement of trading of Rights Shares on the SGX-ST	:	20 August 2013 from 9.00 a.m.
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Purchasers should also note the last date and time for acceptance and payment as stated above.

The full details of the Rights Issue are set out in the Offer Information Statement.

The above timetable is subject to such modifications as the Company may, (if necessary) upon consultation with the Manager and the Joint Underwriters and with the approval of the SGX-ST and CDP, modify the timetable, subject to any limitation under any applicable laws. In that event, the Company will announce any changes to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

By order of the Board

Tan Cheng Soon Don  
Managing Director  
24 July 2013