



CHIP ENG SENG CORPORATION LTD.
(Incorporated in the Republic of Singapore)
(UEN/Company Registration Number 199805196H)

UPDATE OF S\$500,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME AND INCREASE IN PROGRAMME LIMIT TO S\$750,000,000

The board of directors (the “**Board**”) of Chip Eng Seng Corporation Ltd. (the “**Issuer**”) refers to the S\$500,000,000 Multicurrency Debt Issuance Programme (the “**Original Programme**”) established by the Issuer on 18 October 2013. The Board of the Issuer is pleased to announce that the 2017 update in relation to the Original Programme (the “**Update**”) was completed today.

Pursuant to the Update, the Issuer has, *inter alia*, increased the maximum aggregate principal amount of notes (the “**Notes**”) and perpetual securities (“**Perpetual Securities**”, and together with the Notes, the “**Securities**”) that may be issued under the Original Programme from S\$500,000,000 to S\$750,000,000 with effect from 8 May 2017 (the Original Programme after the Update, the “**Programme**”).

DBS Bank Ltd. is the sole arranger and dealer of the Programme.

The Notes may be issued in any currency, in various amounts and tenors, and may bear interest at a fixed, floating, variable or hybrid rate or may not bear interest or may be such other notes as may be agreed between the Issuer and the relevant Dealer(s). The Notes and Coupons of all Series will constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with all other present and future unsecured obligations (other than subordinated obligations and priorities created by law) of the Issuer.

The Perpetual Securities have no fixed maturities, may be issued in any currency, in various amounts, and may bear fixed or floating rates of distribution. The Senior Perpetual Securities and Coupons relating to them constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with all other present and future unsecured obligations (other than subordinated obligations and priorities created by law) of the Issuer. The Subordinated Perpetual Securities and Coupons relating to them will constitute direct, unconditional, subordinated and unsecured obligations of the Issuer and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with any Parity Obligations of the Issuer. The rights and claims of the Perpetual Securityholders and Couponholders in respect of the Subordinated Perpetual Securities are subordinated as provided in the terms and conditions of the Perpetual Securities.

The Securities will be offered pursuant to exemptions invoked under Sections 274 and/or 275 of the Securities and Futures Act, Chapter 289 of Singapore.

The net proceeds arising from the issue of Securities under the Programme (after deducting issue expenses) will be used for general corporate purposes of the Group, including refinancing the existing borrowings, financing the investments and for the general working capital purposes of the Group.

Pursuant to the terms and conditions of the Securities, a “Change of Control” means (1) a change in shareholding of the Issuer on any date which results in Lim Tiam Seng, Lim Tiang Chuan, Lim Tian Back, Lim Tian Moh, Kwek Lee Keow, Lim Sock Joo, Chia Lee Meng Raymond, Lim Ling Kwee, Dawn Lim Sock Kiang and Hoang Vu Ha and their respective Immediate Family Members (as defined in the terms and conditions of the Securities and together, the “**Founder Group**”) ceasing to collectively own in aggregate direct or deemed interest of at least 25 per cent. of the issued share capital for the time being of the Issuer, and/or (2) any person or persons acting in concert (other than any member of the Founder Group) acquiring ownership of direct or deemed interest of 30 per cent. or more in aggregate of the issued share capital for the time being of the Issuer. Upon the occurrence of a Change of Control, (i) each holder of Notes has an option to require the Issuer to redeem the Notes of such holder (subject to the terms and conditions of the Notes); and (ii) the Issuer has an option to redeem the Perpetual Securities or (in the event that the Issuer does not exercise such option) the distribution rate applicable to the Perpetual Securities shall be increased by a change of control margin (in each case subject to the terms and conditions of the Perpetual Securities).

Approval in-principle has been received from the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) in connection with the Programme and application will be made for the listing and quotation of any Securities which are agreed at the time of issue thereof to be so listed on the SGX-ST. Such permission will be granted when such Securities have been admitted for listing and quotation on the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained herein. Approval in-principle from, admission to the Official List of, and the listing and quotation of any Securities on, the SGX-ST are not to be taken as an indication of the merits of the Issuer, its subsidiaries, its associated companies (if any), the Programme or such Securities.

Terms defined in the information memorandum dated 8 May 2017 in relation to the Programme shall have the same meaning in this announcement unless otherwise defined herein.

BY ORDER OF THE BOARD

Hoon Tai Meng
Executive Director
8 May 2017