

NOT FOR RELEASE OR DISTRIBUTION IN OR INTO THE UNITED STATES

*This announcement is for information only and nothing in this announcement constitutes an offer of securities for sale, or a solicitation of an offer to purchase securities, in the United States or any other jurisdiction where it is unlawful to do so. Neither this announcement nor any copy or portion of it may be sent or taken, transmitted or distributed, directly or indirectly, into the United States. The Bonds and the Guarantee have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) or under any securities laws of any state or other jurisdiction of the United States and, subject to certain exceptions, may not be offered, sold or delivered, directly or indirectly, within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act (“**Regulation S**”)). The Bonds and the Guarantee are being offered, sold or delivered outside the United States in “offshore transactions” (as defined in Regulation S) to non-U.S. persons in reliance on, and in compliance with, Regulation S. There will be no public offer of the Bonds and the Guarantee in the United States.*



OXLEY MTN PTE. LTD.

(Incorporated in the Republic of Singapore on 7 October 2014)
(Company Registration Number: 201429802Z)

OXLEY HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 16 March 2010)
(Company Registration Number: 201005612G)

OFFER OF UP TO S\$150,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF 4-YEAR 5.15 PER CENT. BONDS DUE 2020 TO THE PUBLIC IN SINGAPORE AND PRIVATE BANKING, INSTITUTIONAL AND OTHER INVESTORS, SUBJECT TO THE OPTION TO INCREASE, THE RE-ALLOCATION AND THE RIGHT TO CANCEL IN ACCORDANCE WITH THE TERMS OF THE OFFER

*Unless otherwise defined, all capitalised terms and references used in this Announcement shall have the meanings ascribed to them in the announcements dated 9 May 2016 and 11 May 2016 (the “**Previous Announcements**”) and the offer information statement dated 9 May 2016 (the “**Offer Information Statement**”).*

On 11 May 2016, Oxley MTN Pte. Ltd. (the “**Issuer**”) and Oxley Holdings Limited (the “**Guarantor**”) announced that valid applications in respect of the Placement had exceeded S\$25,000,000 in aggregate principal amount of Bonds and the Issuer and the Guarantor had decided, in consultation with DBS Bank Ltd. as the sole lead manager and bookrunner (the “**Sole Lead Manager and Bookrunner**”), to re-allocate S\$25,000,000 in aggregate principal amount of Bonds offered from the Public Offer to the Placement such that S\$50,000,000 in aggregate principal amount of Bonds were being offered under the Placement and S\$100,000,000 in aggregate principal amount of Bonds were being offered under the Public Offer.

As stated in the Offer Information Statement, the Issuer will, if so agreed with the Sole Lead Manager and Bookrunner, have the absolute discretion to re-open the Placement. The Issuer would like to announce that, following reverse enquiries, the Placement was re-opened on 16 May 2016 pursuant to which a further S\$20,000,000 in aggregate principal amount of Bonds has been re-allocated from the Public Offer to the Placement such that S\$70,000,000 in aggregate principal amount of Bonds

were being offered under the Placement and S\$80,000,000 in aggregate principal amount of Bonds were being offered under the Public Offer. The final aggregate principal amount of Bonds to be issued under the Placement is S\$70,000,000.

Both the Placement and the Public Offer have closed on 16 May 2016 at 12 noon.

As at the close of the Public Offer on 16 May 2016 at 12 noon, valid applications were received in respect of S\$89,205,000 in aggregate principal amount of Public Offer Bonds.

As stated in the Offer Information Statement, in the event of oversubscription in the Public Offer and/or the Placement, the Issuer and the Guarantor may, at their discretion and in consultation with the Sole Lead Manager and Bookrunner, (i) increase the issue size of the Bonds under the Public Offer and/or the Placement and (ii) determine the final allocation of such oversubscription between the Public Offer and the Placement, such that the maximum issue size under the Public Offer and the Placement shall not exceed S\$300,000,000 in aggregate principal amount of Bonds. The Issuer will announce any such increase of the issue size and the final allocation between the Public Offer and the Placement.

The Bonds are expected to be issued on 18 May 2016 and commence trading at 9.00 a.m. on 19 May 2016, subject to the SGX-ST being satisfied that all conditions necessary for the commencement of trading in the Bonds have been fulfilled.

BY ORDER OF THE BOARD

Ching Chiat Kwong
Executive Chairman and Chief Executive Officer
16 May 2016

Important Notice

This Announcement is for information purposes only and does not constitute an offer, solicitation or invitation to subscribe for and/or purchase the Bonds in any jurisdiction in which such an offer, solicitation or invitation is unlawful or is not authorised or to any person to whom it is unlawful to make such an offer, solicitation or invitation. No person should subscribe for or purchase any Bonds except on the basis of the information contained in the Offer Information Statement.

The information contained in this Announcement is qualified in its entirety by, and should be read in conjunction with, the full text of the Offer Information Statement. Anyone wishing to subscribe for or purchase the Bonds should read the Offer Information Statement in full and must make an application in the manner set out in the Offer Information Statement.

Investors should note that their investment in the Bonds involves risks including the risk that the Issuer and/or the Guarantor may default in the payment of any principal or coupon under the Bonds. Also, the market value of the Bonds, which are fixed income securities, is susceptible to fluctuations in interest rates as well as other factors such as the financial condition of the Issuer and the Guarantor. Accordingly, if the Bonds are sold before their due date of maturity, investors may realise a loss on their initial investment. As some bonds may not have an active secondary market, there is no

assurance that investors will be able to sell their bonds if they wish to realise their investment prior to the due date of maturity of the Bonds. Nothing in this Announcement shall be construed as a recommendation to purchase or subscribe for the Bonds by the Sole Lead Manager and Bookrunner or any of the Participating Banks.