



ASL MARINE HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
Co. Reg. No. 200008542N

CONSENT SOLICITATION WITH NOTEHOLDERS

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1. INTRODUCTION

The Company (together with its subsidiaries, the “**Group**”) refers to the notice of meetings dated 8 January 2019 (the “**Notice**”) published in *The Business Times* and the announcement of 8 January 2019 in relation to the convening of meeting of the holders of the Series 006 Notes (the “**Series 006 Noteholders**”) and the holders of the Series 007 Notes (the “**Series 007 Noteholders**”) and, together with the Series 006 Noteholders, the “**Noteholders**”) for purposes of a consent solicitation (the “**Consent Solicitation**”).

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the consent solicitation statement dated 8 January 2019 (the “**Consent Solicitation Statement**”) in relation to the Consent Solicitation.

2. INFORMAL CLINICS WITH NOTEHOLDERS

The Company wishes to announce that it will be holding a series of informal clinics with the Noteholders in relation to the Consent Solicitation (the “**Informal Clinics**”). The Informal Clinics will be held on each day, starting from **Monday, 14 January 2019** and ending on **Friday, 18 January 2019**, from 7.00 p.m. to 9.00 p.m. at 8 Wilkie Road, #03-08 Wilkie Edge, Singapore 228095.

Please note that:

- the Informal Clinics are not intended to and do not amount to a meeting under or in connection with the Trust Deed relating to the Notes;
- the Informal Clinics have been organised solely for the dissemination of information in relation to the Consent Solicitation and no decisions or voting will be made at the Informal Clinics;
- the Informal Clinics are private and confidential and will be held on an entirely without prejudice basis; and
- in addition to Noteholders on the records of The Central Depository (Pte) Limited who presently are recognised as Noteholders under the terms of the Trust Deed and the Notes, there may be persons holding the underlying beneficial interest who may also attend the Informal Clinics, and the reason why these persons have been allowed to attend is not in recognition of their status as Noteholders but solely as a practical measure to facilitate the dissemination of information to such persons whom nominee Noteholders having rights may take instructions from.

All Noteholders are encouraged to attend. A Noteholder who is an individual must attend in person and will not be permitted to appoint a proxy to attend on his behalf. A Noteholder who is a corporation may appoint one (1) representative to attend on its behalf. To facilitate an open discussion with Noteholders, only Noteholders will

be permitted to attend the Informal Meeting and professional advisers such as accountants, stockbrokers, lawyers and other agents will not be permitted.

A Noteholder who holds its Notes through nominees (including, if such Noteholder is a corporation, its appointed representative) must present its proof of holdings or letter of verification in order to gain entry to the Informal Meeting.

A representative of a Noteholder who is a corporation must present an authorisation letter issued and endorsed by such corporation in order to gain entry to the Informal Meeting.

Noteholders who wish to attend the Informal Clinics or who wish to appoint a proxy (the “**Clinic Proxy**”, and together with such attending Noteholders, the “**Clinic Attendees**”) to attend on their behalf (the “**Clinic Appointing Noteholders**”) are requested to RSVP by contacting RSM Corporate Advisory Pte Ltd (“**RSM**”) at asl_seriesnotes@RSMSingapore.sg or +65 6594 7648 with their full name, NRIC/passport number, the aggregate value and series of the Notes held (if through nominees, please identify nominee), contact particulars and the date of the Informal Clinic which such Clinic Attendee will be attending, at least 48 hours prior to the respective time appointed for such Informal Clinic. A Noteholder who is a corporation should provide, additionally, the same information in respect of the representative appointed to attend on its behalf.

Any Noteholder who has any questions or require further assistance with respect to the Informal Clinics should contact RSM at asl_seriesnotes@RSMSingapore.sg or +65 6594 7648.

A Clinic Attendee must present a copy of the following documents in order to gain entry to the Informal Clinic:

- (a) the Clinic Attendee’s identification document;
- (b) (if applicable) a letter of authorisation from the Clinic Appointing Securityholder indicating the full name, NRIC/passport number and contact particulars of the Clinic Proxy; and
- (c) (if the Noteholder or a Clinic Proxy’s Clinic Appointing Noteholder holds his Notes through a nominee) such Noteholder’s proof of holdings or letter of verification from the nominee.

By contacting RSM and providing such details, such Noteholder represents, warrants and agrees that any personal data of any individual provided by or on behalf of such Noteholder has been obtained with such individual’s consent and such individual has consented to the collection, use and disclosure of his/her personal data by the Company and RSM (and any of their respective officers and advisors) for the purposes of the Informal Clinics and any additional meetings of Noteholders whether formal or informal (including the preparation and compilation of the attendance lists and other documents relating to the Informal Clinics) and to the receipt of communications from the Company and RSM (and any of their respective officers and advisors) in connection with matters relating to the Notes, including but not limited to electronic mail, in accordance with the provisions of the Singapore Personal Data Protection Act 2012 (No. 26 of 2012) (“**PDPA**”). Any consent given in relation to personal data shall survive death, incapacity, bankruptcy or insolvency of the Noteholder or the individual whose personal data was provided and the termination or conclusion of the Informal Clinics. For the purposes of this paragraph, “personal data” has the meaning ascribed to it in the PDPA.

3. SUMMARY OF PRINCIPAL TERMS OF THE CONSENT SOLICITATION

The Group refers to the “Summary of Principal Terms of the Consent Solicitation” appended to this announcement.

The information in the summary is a summary of the Consent Solicitation Statement and is qualified by, and should be read by Noteholders in conjunction with, the full information contained in the Consent Solicitation Statement. If there are conflicts or inconsistencies between the contents of the summary and the Consent Solicitation Statement, the contents of the Consent Solicitation Statement shall prevail. The summary does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Company or any other entity. Nothing in the summary is intended to be, or shall be taken as, advice, recommendation or solicitation to the Noteholders or any other party. RSM is acting for and on behalf of the Company and do not purport to advise the Noteholders and/or any other person.

4. CONTACT HOTLINE FOR INQUIRIES

Questions or requests for further information and assistance in relation to the Consent Solicitation may be directed to RSM during normal business hours at the following contact hotline:

Telephone : +65 6594 7648

E-mail : asl_seriesnotes@RSMSingapore.sg

5. CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their Shares and Noteholders are advised to exercise caution in trading their Notes. There is no certainty or assurance as at the date of this announcement that the relevant consents from Noteholders will be obtained by the Company. The Company will make further announcements as appropriate or when there are further developments. Shareholders and Noteholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders and Noteholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Ang Kok Tian
Chairman, Managing Director and CEO
9 January 2019