

SAPPHIRE CORPORATION LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 198502465W)

PROPOSED SHARE CONSOLIDATION – NOTICE OF BOOKS CLOSURE DATE

1. INTRODUCTION

- 1.1. The board of directors (the “**Board**”) of Sapphire Corporation Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcements made by the Company on 8 January 2016 (“**Announcement**”), 27 January 2016, 2 February 2016 and 18 February 2016, and the circular to shareholders of the Company (“**Shareholders**”) dated 3 February 2016 (the “**Circular**”), in relation to the Company’s proposed share consolidation exercise (the “**Proposed Share Consolidation**”). The Proposed Share Consolidation was approved by Shareholders at the Extraordinary General Meeting held on 18 February 2016.
- 1.2. Unless defined otherwise, capitalised terms used herein shall have the meanings ascribed to it in the Circular.

2. NOTICE OF BOOKS CLOSURE DATE

- 2.1. NOTICE IS HEREBY GIVEN that the Register of Members and the share transfer books of the Company will be closed at 5.00 p.m. on 8 March 2016 (“**Books Closure Date**”) in order to determine the entitlements of Shareholders to the consolidated shares (“**Consolidated Shares**”).
- 2.2. After the Books Closure Date, every three (3) existing ordinary shares (“**Existing Shares**”) in the capital of the Company registered in the name or standing to the credit of the Securities Account (as the case may be), of each Shareholder will be consolidated into one (1) Consolidated Share, fractional entitlements will be disregarded.
- 2.3. The Proposed Share Consolidation shall be effective from 9.00 a.m. on 9 March 2016, being the Market Day immediately following the Books Closure Date, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by the Shareholders and Depositors based on the number of Existing Shares held by them as at the Books Closure Date.
- 2.4. Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holding of Existing Shares at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of Consolidated Shares arising from the Proposed Share Consolidation will be disregarded and/or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including aggregating and selling the fractional entitlements and retaining the net proceeds for the benefit of the Company. Affected Shareholders will not be paid for any fractions of a Consolidation Share which are disregarded.
- 2.5. Each Consolidated Share will rank *pari passu* in all respects with each other and will be traded in board lots of 100 Consolidated Shares.

3. SHARE CERTIFICATES

3.1. Deposit of Share Certificates with CDP

Shareholders (other than CDP) who hold Old Share Certificates in their own names and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates, together with the duly executed instruments of transfer in favour of CDP, no later than 12 Market Days prior to the Books Closure Date.

After the Books Closure Date, CDP will only accept deposit New Share Certificates. Shareholders who wish to deposit their Old Share Certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates to the Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #11-02, Singapore 068898 for cancellation and issue of New Share Certificates in replacement thereof as described below. Upon receipt of the New Share Certificates in their own names, Shareholders may proceed to deposit these New Share Certificates with CDP.

3.2. Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least 12 Market Days prior to the Books Closure Date need not take any action. The Company will arrange with CDP to facilitate the exchange of New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #02-00, Singapore 068898, as soon as possible after they have been notified of the Books Closure Date, and preferably, not later than five (5) Market Days after the Books Closure Date, for cancellation and exchange for New Share Certificates.

No receipt will be issued by the Share Registrar for the receipt of the Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of the Shareholders at their own risk within 10 Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders are to deliver their respective Old Share Certificates to the Share Registrar or CDP in accordance with the provisions set out above only after the announcement of the Books Closure Date by the Company.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have been tendered to the Share Registrar for cancellation.

Please notify the Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #02-00, Singapore 068898, if you have lost any of your existing Old Share Certificates or if there is any change in your address from that reflected in the Register of Members of the Company.

3.3. **Share Certificates not valid for settlement of trades on the SGX-ST**

Shareholders who hold physical share certificates are reminded that their Old Share Certificates will not be valid for settlement of trading in Consolidated Shares on the SGX-ST (as the Company is under a book-entry (scripless) settlement system) but will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the SGX-ST although they will continue to be *prima facie* evidence of legal title.

4. **TRADING ARRANGEMENTS FOR THE SHARES AND ODD LOTS**

4.1. **Trading Arrangements for Consolidated Shares**

With effect from 9.00 a.m. on the Effective Trading Date, trading in the Shares will be in board lots of 100 Consolidated Shares. Accordingly, every three (3) Existing Shares in issue as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Existing Shares in issue will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

4.2. **Trading Arrangements for Odd Lots**

The Shares are currently traded in board lots of 100 Shares in the ready market. Following the Proposed Share Consolidation, the Securities Accounts of Depositors may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 100 Consolidated Shares).

Depositors who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade in odd lots on the SGX-ST can trade with a minimum size of one (1) Consolidated Share on the SGX-ST's unit share market. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying Consolidated Shares. It should be noted that the market for trading of such odd lots of Consolidated Shares may be illiquid.

5. **INDICATIVE TIMETABLE**

The table below sets out the indicative timetable for the Share Consolidation.

Time and Date	Event
26 February 2016 (Friday)	Announcement of Notice of Books Closure Date
3 March 2016 (Thursday) 5.00 p.m.	Last day and time for trading in the Existing Shares
4 March 2016 (Friday) 9.00 a.m.	Effective Trading Date
8 March 2016 (Tuesday) 5.00 p.m.	Books Closure Date

Time and Date	Event
9 March 2016 (Wednesday) 9.00 a.m.	Effective date of the Share Consolidation

6. **CONTACT INFORMATION**

6.1. The address of the Share Registrar, Tricor Barbinder Share Registration Services is as follows:

Tricor Barbinder Share Registration Services
80 Robinson Road #02-00
Singapore 068898

6.2. The address of the CDP is as follows:

The Central Depository (Pte) Limited
9 North Buona Vista Drive
#01-19/20, The Metropolis
Singapore 138588

By Order of the Board
SAPPHIRE CORPORATION LIMITED

Teh Wing Kwan
Group Chief Executive Officer and Managing Director

26 February 2016